

APPROVED BY  
Bank of Lithuania  
26/July/2021  
Decision No. V 2021/(34.3E-3400)-419-140

APPROVED  
at the meeting of the Board of AB Nasdaq Vilnius  
4/August/2021  
Minutes No 21-119

APPROVED BY  
Bank of Lithuania  
9/January/2024  
Decision No. V 2024/(1.160.E-9004)-441-10

APPROVED  
at the meeting of the Board of AB Nasdaq Vilnius  
21/December/2023  
Minutes No 23-178

## **RULES FOR THE OPERATION OF THE CENTRAL BASE OF REGULATED INFORMATION MANAGED BY AB NASDAQ VILNIUS**

**NOTE:** Only the Lithuanian version of these Rules shall be legally binding. This translation is done for information purposes alone. Every effort has been made to ensure the accuracy of this publication. However, Nasdaq Vilnius does not assume any responsibility for any errors or omissions.

### **1. PURPOSE AND LEGAL BASIS OF THE RULES**

1.1. The purpose of the Rules for the Operation of the Central Base of Regulated Information managed by AB Nasdaq Vilnius (the '**Rules**') is to regulate the procedure for the establishment, operation and administration of the operation of the Central Base of Regulated Information as well as other matters related thereto which AB Nasdaq Vilnius ('Nasdaq **Vilnius**') is obliged to manage pursuant to the Republic of Lithuania Law on Securities.

1.2. These Rules shall provide, among other things:

1.2.1. the procedure for submitting regulated information to the Central Base of Regulated Information;

1.2.2. the procedure for storing regulated information in the Central Base of Regulated Information;

1.2.3. the procedure for the use of regulated information stored in the Central Base of Regulated Information.

1.3. The legal basis of these Rules is clause 5 of the article 23 of the Law on Securities.

1.4. The rules aim to ensure that the Central Base of Regulated Information complies with quality standards of security, certainty as to the information source, time recording and easy access by end users, and that it provides non-discriminatory, free of charge and high-speed access to the regulated information stored.

### **2. DEFINITIONS USED IN THE RULES**

2.1. **Baltic and Nordic countries** – Republic of Lithuania, Republic of Latvia, Republic of Estonia, Kingdom of Sweden, Republic of Finland, Kingdom of Denmark and Republic of Iceland.

2.2. **Issuer** – an issuer or a person who has applied for the admission of securities to trading on a regulated market without the issuer's consent.

2.3. **Information Distributor** – a legal entity with technical access and the right to provide information to the Central Base of Regulated Information and authorised by the Issuer to provide regulated information to the Central Base of Regulated Information on a contractual or other legal basis.

2.4. Other definitions used in the Rules shall bear the same meaning as in the Law on Securities.

### **3. Basic principles for the establishment and operation of the Central Base of Regulated Information**

3.1. The Central Base of Regulated Information is a component of the Information Technology System (the '**System**') designed for the creation, storage and use of the databases of regulated information.

3.2. The System for the establishment, storage and use of the Central Base of Regulated Information shall consist of the following components:

3.2.1. an electronic interface through which information may be submitted to the Central Base of Regulated Information;

3.2.2. a database storage facility that stores all the regulated information provided;

3.2.3. a public website where website visitors can find regulated information submitted for storage.

### **4. The procedure for submitting regulated information to the Central Base of Regulated Information**

4.1. Regulated information may be submitted to the Central Base of Regulated Information as follows:

4.1.1. Where the Issuer uploads the regulated information to the Central Base of Regulated Information via the Information Distributor.

*In the manner set out herein, Regulated Information may be submitted to the Central Base of Regulated Information by the Issuers who have contracted or otherwise legally authorised the Information Distributor to submit Regulated Information to the Central Base of Regulated Information. Nasdaq Vilnius may enter into an agreement or sign a deed with an Issuer who intends to provide regulated information to the Central Base of Regulated Information in the manner referred to herein, which would inter alia set out the features of the provision of information (the manner of the provision of information, the date of commencement of the provision of information, the username and password, etc.).*

4.1.2. Where the Issuer uploads regulated information into the Central Base of Regulated Information via the website designed for this purpose.

*Any Issuer may submit Regulated Information to the Central Base of Regulated Information in the manner set out herein. The detailed procedure for the submission of regulated information to the Central Base of Regulated Information via the website designed for this purpose shall be set out in a user guide which shall be provided to each Issuer that intends to submit regulated information in this way and shall be placed on the website designed for the submission of regulated information. Nasdaq Vilnius may enter into an agreement or sign a deed with an Issuer who intends to provide regulated information to the Central Base of Regulated Information in the manner referred to herein, which would inter alia set out the features of the provision of information (the manner of the provision of information, the date of commencement of the provision of information, the username and password, etc.).*

4.2. When Regulated Information is submitted in the manner set out in sub-clause 4.1.1, the security of the submission of regulated information and certainty as to the information source shall be assured by means of submission of such information in an XML or other format in accordance with the technical connection and other related terms and conditions established by Nasdaq.

4.3. When regulated information is provided by means referred to in sub-clause 4.1.2, the security of the provision of regulated information and certainty as to the information source shall be ensured as follows:

4.3.1. The Issuer shall connect to a website designed for the provision of regulated information using the secure *https* Internet protocol;

4.3.2. The Issuer shall log in by entering a unique username and password;

4.3.3. The Issuer shall be able to change the password at any time and additionally shall be required to change the password at least every 2 months;

4.3.4. if an inaccurate username and/or password is entered 3 times during the login process, the access to the website designed for the provision of regulated information shall be blocked.

4.4. The Issuers shall be provided with an opportunity to upload regulated information to the Central Base of Regulated Information 24 hours a day, 7 days a week, regardless of the method used to submit the regulated information. When the need for substantial repair and/or maintenance of the System or improvements to the System or the services provided arises, the opportunity to upload regulated information may be denied, but only for a short period of time and only for the purpose of carrying out the said activities. Nasdaq Vilnius shall notify in advance, wherever practicable, of the periods when the opportunity to upload regulated information is denied.

4.5. Regulated information may be submitted to the Central Base of Regulated Information in any format of an electronic file, regardless of the method used to submit the regulated information as referred to in clause 4.1. The information uploaded in the Central Base of Regulated Information shall be in the form prescribed by legal acts governing the production of such information (for example, in the form of a table).

4.6. When uploading regulated information to the Central Base of Regulated Information, the Issuer shall indicate the category of information provided, regardless of the method used to submit the regulated information as referred to in clause 4.1. The categories of information provided may include:

4.6.1. annual information;

4.6.2. half-yearly information;

4.6.3. interim information;

4.6.4. the acquisition or loss of a shareholding;

4.6.5. the acquisition or loss of own shares;

4.6.6. the total number of voting rights and capital of the Issuer;

4.6.7. changes in rights attached to classes of shares or securities;

4.6.8. inside reports;

4.6.9. the General Meeting of Shareholders;

4.6.10. notifications of managers' transactions;

4.6.11. prospectus;

4.6.12. payments to public authorities;

4.6.13. home Member State;

4.6.14. other information.

4.7. Regulated information uploaded to the Central Base of Regulated Information shall not be modified, removed or otherwise altered. If the regulated information already uploaded is to be amended or supplement , the Issuer shall adjust or supplement the regulated information already uploaded by specifying what is being amended or supplemented specifically, and shall re-upload the amended/ supplemented regulated information in the Central Base of Regulated Information. Where the Issuer uploads the adjusted/supplemented regulated information to the Central Base of Regulated Information, the latter information shall be automatically marked as an adjustment of the previously uploaded regulated information.

4.8. In case connection fails at the time when regulated information is uploaded to the Central Base of Regulated Information or if the regulated information is not uploaded to the Central Base of Regulated Information for any other reasons, the Issuer shall be immediately notified thereof and shall be obliged to re-upload the regulated information to the Central Base of Regulated Information.

4.9. If the Issuer is unable to upload the regulated information to the Central Base of Regulated Information in the manner chosen by the Issuer due to technical failures in the systems of Nasdaq Vilnius, Nasdaq Vilnius shall provide the Issuer with an opportunity to upload the regulated information by other means specified in clause 4.1.

4.10. Once the Issuer has uploaded the regulated information to the Central Base of Regulated Information, the System shall automatically record the exact date and time of submission of the regulated information.

4.11. Nasdaq Vilnius provides the Issuers with consultations over the telephone in the Lithuanian and English languages on the submission of regulated information to the Central Base of Regulated Information on weekdays during normal working hours (8.00-12.00, 13.00-17.00).

## **5. The procedure for storing regulated information in the Central Base of Regulated Information**

5.1. Regulated information uploaded by the Issuers to the Central Base of Regulated Information shall be stored on a database storage device (server) or a cloud database. Regulated information shall be stored in two copies in technologically and physically different storage devices.

5.2. Regulated information shall be stored in the Central Base of Regulated Information in electronic files in the format submitted by the Issuer. Regulated information may not be edited or otherwise altered during its storage in the Central Base of Regulated Information.

5.4. Regulated information shall be stored in the Central Base of Regulated Information for at least 10 years.

## **6. The procedure for the use of regulated information stored in the Central Base of Regulated Information**

6.1. Regulated information stored in the Central Base of Regulated Information is available to the end-users on a public website at <http://crib.lt> or <http://oam.lt> (the 'Website').

6.2. This Website does not apply any restrictions on access to information: an end-user is not required to enter any user identification codes and/or passwords on the Website in order to search for and use regulated information. Access to, retrieval and use of regulated information is provided free of charge to the end-users.

6.3. Access to regulated information stored in the Central Base of Regulatory Information via the Website is generally available to the end-users 24 hours a day, 7 days a week. Access to regulated information stored in the Central Base of Regulated Information may be denied for a short period of time only and only for the purpose of carrying out essential repair and/or maintenance of the System or for the purpose of improving the System or the services it provides. Nasdaq Vilnius shall notify in advance, wherever practicable, of the periods when access is denied.

6.4. Nasdaq Vilnius shall also provide free consultations to the end-users in the Lithuanian and English languages over the telephone on how to access, search and use regulated information on weekdays during normal working hours (8.00-12.00, 13.00-17.00).

6.5. The Website enables the end-users to search for regulated information stored in the Central Base of Regulated Information. The search may be carried out, at the choice of the end user, in the Lithuanian or English languages.

6.6. The search may be conducted based on the following criteria:

6.6.1. the country in which the Issuer is registered;

6.6.2. The name of the Issuer;

6.6.3. the date and time of submission of the regulated information to the Central Base of Regulated Information;

6.6.4. ICB classification;

6.6.5. the category of the regulated information (the search shall be carried out according to one of the categories specified in clause 4.6);

6.6.6. the size of the company in relation to the capitalisation of the Issuer's securities.

6.7. Once the end-user has completed the search, the Website shall provide them with a list of regulated information stored in the Central Base of Regulated Information that matches the search criteria. The list shall contain the following data:

6.7.1. The name of the Issuer;

6.7.2. the title of the information;

6.7.3. the category of the information;

6.7.4. the languages in which the information is provided;

6.7.5. the date and time of submission of the regulated information to the Central Base of Regulated Information;

6.7.6. a link to the full content of the information.

6.8. The end-user shall be allowed for printing and downloading the search results in PDF and/or EXCEL formats. The end-user shall be able to view the regulated information stored in the Central Base of Regulated Information on a computer screen, print and download the regulated information in the formats and in all languages in which the regulated information is provided. When viewing, printing and downloading regulated information, the cover will automatically be marked as "regulated information". In the case of viewing, printing and downloading the non-regulated information, the cover is not marked.

## **7. Contributions payable by the Issuers for the use of the Central Base of Regulated Information**

7.1. The Issuers who are required by law to submit regulated information to the Central Base of Regulated Information shall pay the contributions specified herein before they start submitting information to the Central Base of Regulated Information. The obligation to pay contributions shall apply irrespective of the manner in which the regulated information is provided under clause 4.1. If the Issuer fails to pay the contribution in accordance with the procedure specified herein, he shall be precluded from submitting information to the Central Base of Regulated Information.

7.2. Each Issuer shall pay Nasdaq Vilnius a one-off login fee of EUR 810.94 (plus VAT) and a share of the annual administration contribution as set out in clauses 7.3 and 7.4 before he is allowed to submit information to the Central Base of Regulated Information. The one-off log-in fee shall be paid to the account specified by Nasdaq Vilnius. If the Issuer fails to pay the one-off log-in fee and the share of the annual administration contribution as set out in clauses 7.3 and 7.4, he shall not be granted the opportunity to submit information to the Central Base of Regulated Information.

7.3. Each Issuer shall pay Nasdaq Vilnius an annual administration contribution of EUR 615 (plus VAT) for the administration of the Central Base of Regulated Information. The administration contribution shall be paid in advance to the account specified by Nasdaq Vilnius in two equal instalments (including VAT) by 15 January and 15 July of each calendar year. If the Issuer fails to pay the annual administration contribution in accordance with the prescribed procedure, the opportunity

to submit information to the Central Base of Regulated Information shall not be granted (it shall be terminated).

7.4. The annual administration contribution shall be also paid in the calendar year in which the Issuer is granted access to submit information to the Central Base of Regulated Information, and the Issuer shall pay the one-off log-in fee set out in clause 7.2. In the event that the Issuer is not granted the possibility to submit regulated information to the Central Base of Regulated Information as of the beginning of a calendar year, he shall pay a portion of the annual administration contribution proportionate to the period from the date of the possibility to submit regulated information to the Central Base of Regulated Information to the end of the relevant half-year of the calendar year. The relevant portion of the annual administration contribution shall be paid to the account specified by Nasdaq Vilnius within 15 calendar days from the date following the granting of the opportunity to submit the regulated information to the Central Base of Regulated Information.

7.5. In the event where the Issuer is no longer obliged by law to submit regulated information to the Central Base of Regulated Information, but has already paid a portion of the annual administration contribution for the current half-year of the calendar year, Nasdaq Vilnius shall refund to the Issuer a portion of the annual administration contribution proportionate to the period from the date of the extinguishment of the obligation to submit regulated information to the Central Base of Regulated Information to the end of the current half-year of the calendar year with a deduction of the administration contribution of EUR 124.54 for the return of the funds.

7.6. The amount of the annual administration contribution and/or payment procedure may be changed by making appropriate amendments to these Rules and coordinating them with the Bank of Lithuania. The amount of the annual administration contribution may not be changed more than once per calendar year.

## **8. Launch of the Central Base of Regulated Information**

8.1. The Central Base of Regulated Information became operational on 1 January 2008. As of this date, the Issuers that have fulfilled the conditions set out in these Rules shall be able to submit information to the Central Base of Regulated Information.

## **9. Transitional provisions**

The Issuers who have concluded the Deeds with Nasdaq Vilnius on submission of regulated information to the central base of regulated information (the 'Deed') prior to the entry into force of the recast of these Rules shall treat the references in the Deed to clauses 4.2.1 and 4.2.3 of the Rules as references to clause 4.1.1 of the Rules, and the reference to clauses 4.2.2 and 4.4 of the Rules as references to clause 4.1.2 of the Rules, respectively.

CHAIRMAN OF THE BOARD

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MEMBER OF THE BOARD

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MEMBER OF THE BOARD

VAIDOTAS UŽPALIS