PANEVEZIO STATYBOS TRESTAS AB

Consolidated Interim Financial Statements

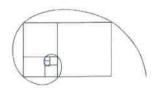
and Consolidated Interim Report

for the First Half of 2020

(UNAUDITED)

28 August 2020 Panevezys





STATEMENT OF EXECUTIVE OFFICERS OF THE COMPANY

Hereby we confirm that based on the information available to us, the interim financial statements of the Company and the Group provided for the six months of the year 2020 prepared in accordance with the International Financial Reporting Standards are true and show the assets, liabilities, financial position, profit or loss and cash flows of *Panevezio statybos trestas* AB and *Panevezio statybos trestas* AB Group in a correct manner, and that the review of business development and performance is indicated correctly in the interim report.

Egidijus Urbonas

Managing Director

Panevezio statybos trestas AB

Danguole Sirvinskiene

Chief Accountant

Panevezio statybos trestas AB



1. Accounting period covered by the Semi-Annual Report

This Consolidated Report for the half-year of 2020 covers the period from 1 January 2020 till 30 June 2020.

2. The main data about the Company (the issuer)

Name of issuer	Panevezio statybos trestas AB
Authorised capital	4,741,500 Euros
Address of registered office	P. Puzino Str. 1, LT-35173 Panevezys, Lithuania
Telephone	(+370 45) 505 503
Fax	(+370 45) 505 520
Legal-organisational form	Public Limited Liability Company
Date and place of registration	30 October 1993, Panevezys City Board
Registration No.	AB 9376
Register code	147732969
VAT code	LT477329610
LEI code	529900O0VPCGEWIDCX35
Administrator of Legal Entity Register	State Enterprise Centre of Registers
E-mail	pst@pst.lt
Website	www.pst.lt

3. Nature of the main operation of the issuer

The main operation area of the company and its subsidiaries (the Group) is designing and construction of various buildings, structures, equipment and communications and other objects in Lithuania and abroad, sale of building materials and real estate development. Furthermore, the company is engaged in rent of premises and machinery.

Vision

To become a reputed construction company in Europe, which uses advanced technologies, ensures quality and agreed work completions terms.

Mission

While honestly fulfilling our obligations, promoting long-term cooperation and proposing mature solutions in construction, we ensure profitable and sustainable business development.

Target

To retain the leading position in the construction market by creating the added-value to our clients, shareholders and employees.

4. The companies included in the Group of Panevezio statybos trestas AB

As of 31 June 2020, the Group of Panevezio statybos trestas AB included the following companies:

Subsidiary company	Registration date, register administrator	Company code	Registered address	Telephone, fax, e-mail, website	Portion of controlled shares (per cents)
Skydmedis UAB	17 June 1999 State Enterprise Centre of Registers	148284718	Pramones Str. 5, Panevezys	Tel. (+370 45) 467626 Fax (+370 45) 460259 info@skydmedis.lt www.skydmedis.lt	100
Metalo meistrai UAB	16 June 1999 State Enterprise Centre of Registers	148284860	Tinklu Str. 7, Panevezys	Tel. (+370 45) 461677 Fax (+370 45) 585087 info@metalomeistrai.lt www.metalomeistrai.lt	100
Vekada UAB	16 May 1994 State Enterprise Centre of Registers	147815824	Marijonu Str. 36, Panevezys	Tel. (+370 45) 461311 Fax (+370 45) 461311 info@vekada.lt www.vekada.lt	95.6
Alinita UAB	8 December 1997 State Enterprise Centre of Registers	141619046	Tinklu Str. 7, Panevezys	Tel. (+370 45) 467630 Fax (+370 45) 467630 info@alinita.lt www.alinita.lt	100
Kingsbud Sp.z o.o.	11 August 2010 District Court in Bialystok, XII Economic Department of National Court	200380717	A. Patli Str. 12, 16-400 Suwalki, Poland	Tel. (+48 875) 655 021 Fax (+48 875) 655 021 biuro@kingsbud.pl www.kingsbud.lt	100
PS Trests SIA	22 May 2000 Centre of Registers, Republic of Latvia	40003495365	Skultes Str. 28, Skulte, Marupes Parish, Riga Region, Latvia	Tel. +371 29525066	100
Teritorija 000	3 June 2013 Kaliningrad Obl. Federal Tax Service Inspection No. 12	3528202650	Lunacharskogo Drive 43-27, Cherepovets, Bologda Obl., Russian Federation	Tel. +7 9097772202 Fax +7 9217234709 baltevromarketao@ mail.ru maslena11@mail.ru	87.5
Seskines projektai UAB	9 November 2010 State Enterprise Centre of Registers	302561768	Verkiu Str. 25C, Vilnius	Tel. (+370 5) 2102130 Fax (+370 5) 2102131 info@psti.lt www.psti.lt	100
Ateities projektai UAB	25 April 2006 State Enterprise Centre of Registers	300560621	Verkiu Str. 25C, Vilnius	Tel. (+370 5) 2102130 Fax (+370 5) 2102131 info@psti.lt www.psti.lt	100
PST investicijos UAB	23 December 1998 State Enterprise Centre of Registers	124665689	Verkiu Str. 25C, Vilnius	Tel. (+370 5) 2102130 <u>info@psti.lt</u> <u>www.psti.lt</u>	68
Tauro aparta- mentai UAB	23 October 2018 State Enterprise Centre of Registers	304937621	Verkiu Str. 25C-1, Vilnius	Tel.(+370 610) 09222 a.jokubaitis@psti.lt	100
Hustal UAB	11 December 2018 State Enterprise Centre of Registers	304968047	Tinklu Str. 7, Panevezys	Tel.(+370 45) 461677 Fax (+370 45) 585087 info@metalomeistrai.lt	100

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Subsidiary company	Registration date, register administrator	Company code	Registered address	Telephone, fax, e-mail, website	Portion of controlled shares (per cents)
Aliuminio fasadai UAB	2 January 2020 State Enterprise Centre of Registers	305412441	Pramones Str.5, Panevezys	Tel. +370 686 32727 gamyba@pst.lt	100
Subsidiary compa	nies of PST investicijos UAI	3:			
ISK	13 July 2001 Independent		Rostovskaja Str. 5-7,	Tel.+79097772202	

Kaliningrad,

Kaliningrad Obl.,

Russian Federation

5.	Contracte w	ith the	intermediary	of public	, tradina in	coourities
J.	Contracts w	ith the	Intel mediai v	or papur	. u aumz m	Securities.

Registration Company

AB - Administrator of

shareholders' register

Baltevromarket

AO

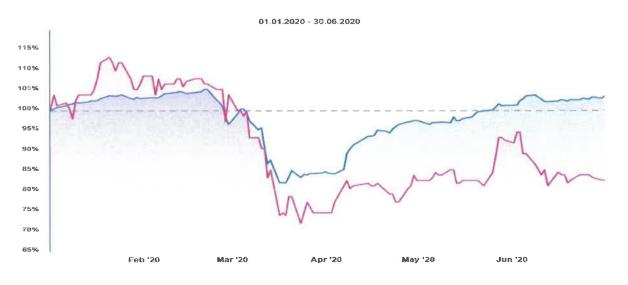
In 2013, the Company signed the contract with the Financial Brokerage Company *Finasta* AB for securities accounting and provision of services related with securities accounting. On 21 December 2015, the Financial Brokerage Company *Finasta* AB had been rearranged by way of merge with *Siauliu bankas* AB, which took over all assets, rights and liabilities of the Financial Brokerage Company *Finasta* AB from the mentioned date.

6. Data on trading in securities of the issuer in regulated markets

The ordinary registered shares of *Panevezio statybos trestas* AB have been on the Official Trading List of *Nasdaq Vilnius* AB (company symbol PTR1L) since 13 July 2006.

Share type	Number of shares, pcs.	Par value, Euros	Total par value, Euros	Emission code ISIN
Ordinary registered shares (ORS)	16,350,000	0.29	4,741,500	LT0000101446

Comparison of PTR1L Panevezio statybos trestas and OMX Vilnius Benchmark GI indexes for the First Half of 2020



Index Equity	Opening value	Closing value	Change %
OMX Vilnius	712.14	737.71	+3.59
PTR1L - Panevezio statybos trestas	0.75	0.62	-17.33

100

baltevromarketao@

mail.ru

Company share price variation at the Stock Exchange Market Nasdaq Vilnius for the period covering 2016 through the First Half of 2020 (Euros)



Company share price variation at the Stock Exchange Market Nasdaq Vilnius for the First Half of 2020 (Euros)



Table 1. Information on the company share price at the Stock Exchange Market Nasdaq Vilnius (Euros):

Indicator	6 months 2020	2019	2018	2017	2016
Highest price, Eur	0.85	0.878	0.99	1.34	1.08
Lowest price, Eur	0.52	0.71	0.75	0.85	0.845
Share price as of the end of reporting period, Eur	0.62	0.75	0.752	0.916	0.94
Turnover, pcs.	1,237,742	989,685	1,596,044	2,854,251	1,565,210
Turnover, mln. Eur	0.814	0.77	1.41	3.08	1.49
Capitalization, mln. Eur	1.014	12.26	12.3	14.98	15.37

7. Authorised capital of the issuer and its structure

As of 30 June 2020, the authorised capital of the company amounted to 4,741,500 Euros divided into 16,350,000 ordinary registered shares (ORS), the nominal value of each share being 0.29 Euros. All shares are non-certificated and fully paid. The proof of ownership is the record in the securities accounts.

On 30 June 2020, the total number of shareholders was 1545.

Table 2. The shareholders holding or controlling more than 5 per cents of the authorised capital of the company:

Full name of a shareholder (company name, type, headquarter address, company code)	Number of ordinary registered shares held by a shareholder under ownership right (pcs.)	Percentage of the authorized capital held	Percentage of votes granted by the shares held under ownership right	Portion of votes owned by a shareholder along with acting persons
Panevezio keliai AB S. Kerbedzio Str. 7, Panevezys Company code: 147710353	8,138,932	49.78	49.78	
Clients of Swedbank AS Liivalaia 8, 15040 Tallinn, Estonia	1,253,548	7.67	7.67	
Freely negotiable shares	6,957,520	42.55	42.55	

None of the shareholders of the issuer has any special control rights. All shareholders have equal rights prescribed by Section 4 of the Law on Companies of the Republic of Lithuania.

The number of shares carrying votes at the General Meeting of Shareholders of *Panevezio statybos trestas* AB is 16,350,000.

8. Fair review of position, performance and development of the Company and the Group, description of the principal risks and uncertainties the company faces

Key events of the reporting period

- 2 January 2020. The aluminium structure production shop at Pastatu apdaila Branch of Panevezio statybos trestas AB has been reformed to Aliuminio fasadai UAB. The company produces the most advanced aluminium profile systems, aluminium windows and doors, facades. There are more than 30 work places created at the company, the investments amount to 800 thousand Euros.
- 10 March 2020. The investigation of the appeal by Panevezio statybos trestas AB on the judgement of the Vilnius Regional Administrative Court dated 14 May 2018 in the administrative case No. eI-1443-1063/2018 on the decision of the Competition Council No. 2S-11(2017) is being started at the Supreme Administrative Court of Lithuania at Zygimantu Str. 2, 01102 Vilnius. Any information on the decisions of the Supreme Administrative Court of Lithuania will be published additionally.
- 29 April 2020. The General Meeting of Shareholders, which made the decision to pay dividends in the amount of 0.03 Euros per share, had been convened.
- 26 May 2020. The Ad Hoc Arbitration that took place in Sweden issued the award ending the more than two-year long dispute on the quality of products delivered by Metalo meistrai UAB to the Swedish company Strängbetong AB. The Stockholm Arbitration Court denied the claim advanced by Strängbetong AB in full and found the case unproven for the reason that the products by Metalo meistrai UAB had been acceptable and of good quality.
- 3 June 2020. The Judicial Panel of the Supreme Administrative Court of Lithuania following the written proceedings on appeal at the court session conducted the hearing of the administrative case based on the appeals by the applicants Panevezio statybos trestas AB and Active Construction Management UAB (the former name Irdaiva UAB), in respect of which the bankruptcy proceedings have been initiated, on the judgement of the Vilnius Region Administrative Court dated 14 May 2018 in the administrative case based on the complaints of Panevezio statybos trestas AB and Irdaiva UAB against the respondent, the Competition Council of the Republic of Lithuania, on vacation or amendment of the judgement (the parties third interested are Panevezio statybos trestas AB and Irdaiva UAB).

Following Article 144 (1) of the Law on Administrative Proceedings of the Republic of Lithuania the Judicial Panel has rendered the judgement to deny the *appeals* by the applicant *Panevezio statybos trestas* AB and the applicant under bankruptcy *Active Construction Management* UAB (the former name *Irdaiva* UAB) as unreasonable, and to leave the judgement of the Vilnius Region Administrative Court dated 14 May 2018 unaffected.

19 June 2020. Dalius Gesevicius, Managing Director of *Panevezio statybos trestas* AB, leaves the company by the mutual decision. Based on the decision taken by the Board, from June 23rd the position of Managing Director will be taken over by Egidijus Urbonas who has been managing the companies of the PST Group - *Metalo meistrai* UAB and *Hustal* UAB.

16 July 2020. Panevezio statybos trestas AB has signed the contract for the major repairs of the office building in Mazeikiai District. The total area of the buildings to be renovated is 7300 square meters. The project completion is scheduled for summer 2021.

21 July 2020. Panevezys City Municipality and Panevezio statybos trestas AB have signed the Construction Contract Agreement for reconstruction of Senvage territory and its approaches. After the project implementation is completed, the public space covering the area of 9.03 ha will be arranged and adapted for community activities. The value of the construction works amounts to 5.7 mln. Euros, funding will be provided according to the Operational Program for the European Union Funds Investments for 2014-2020 Integrated Development of Large Cities. Project duration – 16 months from the contract effective date.

August 2020. The State Tax Inspectorate under the Ministry of Finance assented to payment of the fine imposed by the resolution No. 2S-11(2017) dated 20 December 2017 by the Competition Council and the interest to be made in equal instalments over the period of eight years.

Risk factors related to the company's operation:

In performance of business, both the Company and the Group face various types of risks: legal regulation, severe competition, shortage of qualified labour, variation in the value of the Russian Rouble, cyclical nature of economy, macroeconomic factors, damping. However, only a few of them may have significant impact on the performance results of the Group and the Company. The main factors that create business risk for the Company and the Group are competition in the construction market and changes in the demand for construction services. The demand for construction services also depends heavily on the volume of investments and financing received from the EU structural funds. Increase and variation of material and service prices make the process of the project budgeting and possibility to complete the already started projects based on the planned costs more difficult. This results in extra risk for performance of fixed price construction contracts and reduces profitability of projects. Furthermore, activity of the Company and the Group is influenced by the economic situation (economic cycles) in Lithuania and the countries where the Group companies operate. There is still some uncertainty about the trends in global economic development as well as regional and global crisis in future.

Information on the types of financial risks and risk management is provided in the Notes to the Separate Financial Statements (Note 4) and the Notes to the Consolidated Financial Statements (Note 4).

Legal uncertainties are provided in the Notes to the Separate Financial Statements (Note 27) and the Notes to the Consolidated Financial Statements (Note 27).

COVID-19 impact:

On 16 March 2020, the Government of the Republic of Lithuania officially announced quarantine throughout the country, which lasted until 16 June 2020. In response to the situation, *Panevezio statybos trestas* AB ir the Group of *Panevezio statybos trestas* AB has taken all mandatory and recommended precautionary measures to maximally protect the interests of the company's employees and business partners. The management responsibly monitors and evaluates the current situation (especially with regard to payments by the clients, shortage of supplies, order execution), and is ready to react without delay and take appropriate decisions to ensure business continuity.

Due to the restrictions caused by the COVID-19 virus, private and investment construction projects have been in the process of rapid interruption locally. The majority of real estate developers and investors have stopped planned or new projects or refused thereof. As a result of such situation in the construction sector in 2020, the contraction of about 30 percent is being forecasted. The situation has created imbalances and high tensions in the construction market. Most companies cut work costs to survive, retain employees and get new orders, although neither costs not wages decrease. This results in losses.

It is projected that more than one year will be required for recovery of the construction market. The Company was also significantly affected by COVID-19 in 2020. The main factors of COVID-19 having impact on the Company are as follows:

- during quarantine, clients have suspended their work, which results in the Company losing income;
- the start dates for the work based on the new contracts have been postponed to a further period, and a larger part of their execution have been shifted to the next year;
- signing of the awarded contracts have been delayed;
- new construction and development projects have been suspended or delayed;
- the construction market has contracted.

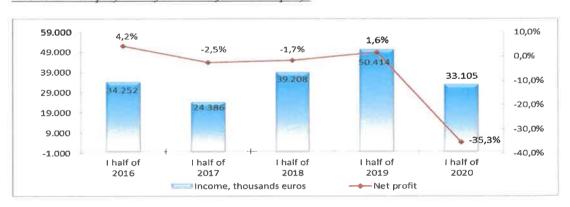
9. Analysis of financial and non-financial performance, information related to environment and employee matters

Referring to the unaudited data, over the six months of 2020, the turnover of *Panevezio statybos trestas* AB amounted to 33.105 mln. Euros, that is by 34.3 per cents lower compared to the six months of the year 2019 when the turnover was 50.414 mln. Euros. In the first half of 2020, the Company incurred the net loss in the amount of 11.697 mln. Euros, whereas over the first half of 2019 the Company made the net profit in the amount of 0.807 mln. Euros. The fine imposed by the Competition Council in the amount of 8.5 mln. Euros and the accrued interest thereof in the amount of 1.4 mln. Euros had the greatest impact on the negative result of the Company. The decrease in the turnover was significantly influenced by the activities suspended by the large client as a result of COVID-19. Furthermore, signing of the awarded contracts and start dates of work have been postponed to a further period due to quarantine, and a larger part of their execution have been shifted to the next year.

The total consolidated revenue of *Panevezio statybos trestas* AB Group amounted to 37.148 mln. Euros and decreased by 24.7 per cents compared to that for the first half of 2019 when the revenue of the Group had been 49.324 mln. Euros. Over the accounting period the Group incurred the net loss in the amount of 12.648 mln. Euros, whereas over the first half of 2019 the Group made the net profit in the amount of 0.903 mln. Euros.

Over the six months of 2020, EBITDA – earnings before interest, taxes, depreciation and amortization – of the Company was -10.730 mln. Euros with 1.592 mln. Euros over the first half of the year 2019. EBITDA of the Group was -9.473 mln. Euros over the six months of 2020 compared to 1.797 mln. Euros over the first half of 2019.

Income and net profitability variation for the Company:



Income and net profitability variation for the Group:



Table 3. The results of the Company and the Group of Panevezio statybos trestas AB for the First Half of 2018 through the First Half of 2020 (thousands Euros):

	Group	5 1		7-1-1	Company		
I half of 2018	I half of 2019	I half of 2020	Items	I half of 2018	I half of 2019	I half of 2020	
45,567	49,324	37,148	Revenue	39,208	50,414	33,105	
42,475	46,712	34,319	Cost	37,782	48,517	32,726	
3,092	2,612	2,829	Gross profit	1,426	1,897	379	
6.79	5.30	7.62	Gross profit margin (per cents)	3.64	3.76	1.14	
21	-244	-10,202	Typical operating result	-676	-1	-11,375	
0.05	-0.49	-27.46	Typical operating result from turnover (per cents)	-1.72	-0.002	-34.36	
3	1,797	-9,473	EBITDA ¹	5	1,592	-10,730	
0.01	3.64	-25.50	EBITDA margin (per cents)	0.01	3.16	-32.40	
-879	903	-12,648	Net profit	-664	807	-11,697	
1.93	1.83	-34.05	Nets profit (loss) margin (per cents)	-1.69	1.60	-35.33	
-0.05	0.055	-0.774	Earnings per share (Euros) (EPS) ²	-0.04	0.049	-0.715	
-2.42	2.60	-56.09	Return on equity (per cents)(ROE) ³	-1.78	2.31	-51.86	
-1.48	1.24	-17.70	Return on assets or asset profitability (ROA) ⁴	-1.20	1.20	-17.73	
-2.30	1.93	-51.45	Return on investments (ROI) ⁵	-1.75	1.77	-49.69	
2.38	2.69	1.28	Current liquidity ratio ⁶	2.06	1.79	0.91	
1.74	1.39	0.53	Critical liquidity ratio ⁷	1.86	1.56	0.83	
0.61	0.48	0.32	Equity ratio ⁸	0.67	0.52	0.34	
2.22	2.12	1.38	Book value per share ⁹	2.28	2.14	1.38	
0.41	0.34	0.45	Ratio of share price and book value (P/BV) ¹⁰	0.40	0.34	0.45	

 $^{^{1}}$ EBITDA = profit before taxes, interest, depreciation and amortization. The essence of EBITDA indicator is to determine the most objective profit (loss) of the company, which is least dependable on circumstances (least variable).

² Earnings per share (Euros) = net profit (loss) / number of issued shares.

³ Return on equity (per cents) (ROE) = net profit / equity capital (a portion equity capital belonging to the shareholders).

⁴ Return on assets (ROA) or asset profitability = net profit / assets.

⁵ Return on investments (ROI) = net profit / (assets-current debt).

⁶ Current liquidity ratio = current assets / current liabilities.

⁷ Critical liquidity ratio = (current assets – inventories) / current liabilities.

⁸ Equity ratio = equity capital / assets.

 $^{^{9}}$ Book value per share = equity capital / number of shares.

¹⁰ Price-to-book ratio (P/B ratio) = share price as of the end of reporting period / share book value.

Table 4. Income (mln. Euros) by operation types

	Group					
mln. Euros	I half of 2018	I half of 2019	I half of 2020			
Construction works	40.83	46.30	36.14			
Products produced and other income	4.74	3.02	1.01			

During the first half of 2020, the main income of *Panevezio statybos trestas* AB by operation types was from construction and erection. Over the first half of 2020, the income of the Group from construction and erection totalled 97,3 %, income from made products and other income amounted to 2,7 %. Over the first half of 2019, the income of the Group from construction and erection totalled 93,6 %, income from made products and other income amounted to 6,1 %.

Table 5. Operating income (mln. Euros) by countries:

		Group			Company		
	I half of 2018	I half of 2019	I half of 2020	I half of 2018	I half of 2019	I half of 2020	
Lithuania	38.79	40.74	31,13	37.56	46.33	32.55	
Russian Federation	1.23	0.92	0	1.23	0.92	0	
Scandinavian countries	5.03	4.09	5.44	0	0	0	
Other countries	0.52	3.58	0.58	0.42	3.17	0.56	

In the first half of 2020 the main activities of *Panevezio statybos trestas* AB were carried out in Lithuania and made 98.3 per cents compared to 91.9 per cents over the first half of 2019. The income of the Group from the works performed within the country made 83.8 per cents of the income, in the Scandinavian countries – 14.6 per cents. In the first half of 2019, the income within the country made 82.6 per cents of the income, in the Scandinavian countries – 8.3 per cents.

Information on any transactions with related parties as prescribed by Paragraph 2, Article 37 of the Law on Companies.

There were no such transactions concluded.

Environmental protection

Quality, environment protection, occupational health and safety play a very important role in activities of *Panevezio statybos trestas* AB. Quality Management (LST EN ISO 9001:2015), Environmental Management (LST EN ISO 14001:2018) and Occupational Health and Safety Management (LST EN ISO 45001:2018) Systems introduced and in place at the Company allow taking proper care of these significant factors. Assessment of occupational risk is carried out, analyses are performed and measures for risk reduction or elimination are taken on each site. For the purposes of environment and resource protection and sustainability, ensuring pollution prevention, in the beginning of each project the environmental plan including specific measures for control of significant aspects of environment protection and activities performed is prepared.

The companies of the Group also have Quality Management, Environmental Management, Occupational Health and Safety Management Systems in accordance with the requirements of LST EN ISO 9001:2015, LST EN ISO 14001:2015 and LST ISO 45001:2018 introduced and successfully functioning.

In 2018, the Lithuanian National Accreditation Bureau accredited the Construction Laboratory of the Company for the period of 5 years in accordance with LST EN ISO/IEC 17025:2005, thus granting it the right to perform tests of building materials.

Employees

Professional, competent and responsible employees are the biggest asset of *Panevezio statybos trestas* AB. Therefore, much attention is paid to motivation of employees: environment favourable for generation and implementation of new ideas is being created and sharing of information is being promoted. In modern environment, competence of employees is one of the key factors describing competitiveness of the company.

Considering this factor, the company encourages employees in all organizational levels to learn and improve their skills on a continuing basis. The employees are motivated not only by material incentives – competitive salaries, progressive bonus system but also by exceptional quality of working environment.

As of 30 June 2020, the number of employees in the Group was 916, in the company – 642. As of 30 June 2019, the number of employees in the Group was 1,016, in the company – 753.

Table 6. Average number of employees:

Average number of	I ha	lf of 2019	I half of 2020		
employees	Group	Company	Group	Company	
Managers	24	13	25	13	
Specialists	339	264	324	246	
Workers	680	493	605	411	
Total	1,043	770	954	670	

Table 7. Education level of the Group employees as of the end of the period:

PST Group employees	Payroll number	Higher university level education	Higher non- university education	Junior college education	Secondary education	Incomplete secondary education
Managers	28	24	1	2	1	0
Specialists	315	240	34	29	12	0
Workers	573	26	12	113	375	47
Total:	916	290	47	144	388	47

Table 8. Average monthly gross pay per employee (Euros)

	I half	I half of 2019 I half of 2		f of 2020
	Group	Company	Group	Company
Managers	3,512	4,090	3,871	4,682
Specialists	1,683	1,736	1,866	1,844
Workers	1,272	1,260	1,391	1,385
Total	1,490	1,515	1,661	1,668

Over the first half of 2020, the natural turnover of employees took place. Employment contracts do not include any special rights and obligations of employees or some part of them.

In 2020, the company also pays much attention to qualification improvement. Training in the company is done in three directions using:

- 1. Services of training arranging institutions (external training);
- 2. Services of higher education institutions (employee studies).

10. Information on research and development activities performed by the company and the Group

The Company aims to maintain the highest competence in the construction sector by implementing innovative processes and technologies.

For design preparation we use the up-to-date designing software. We are constantly keeping up to date with the latest applications and supplementing our software package.

The Company strives for especially fluent construction operations. We use the up-to-date software that allows us using the advantages of the Building Information Modelling (BIM). This digital model is used in the tender preparation and preparation for construction stages, planning of necessary resources, scheduling production and supply, making the budget, delivering supplies to the site, monitoring the progress of planned and completed activities.

Application of BIM allows assessing risks, reducing probability of delay in work, taking immediate corrective actions, if necessary, and improving performance quality.

11. Procedure for amendment of the Articles of Association of the issuer

Any amendments of the Articles of Association of *Panevezio statybos trestas* AB are made following the procedure set forth in the regulations of the Republic of Lithuania.

12. Bodies of the issuer

Referring to the Articles of Association of *Panevezio statybos trestas* AB, the management bodies of the Company are the General Meeting of Shareholders, the Board and the Managing Director. There is no Supervisory Board is formed at the Company.

The powers of the General Meeting of Shareholders have no difference from the powers of the General Meeting of Shareholders set forth by the Law on Companies.

The Board of the Company consisting of five persons is elected by the General Meeting of Shareholders for a period not longer than 4 years. At present, the Board of the Company consists of five members. The procedure for election and withdrawal of a member of the Board has no difference from the procedure set forth by the Law on Companies. The activities of the Board are managed by the Chairman of the Board. The Chairman of the Board is elected by the Board from the members of the Board. The Board elects and removes from the office the manager of the Company—the Managing Director, fixes his salary, sets other terms of the employment contract, approves his job description, gives incentives and imposes penalties.

The manager of the Company is a single-person management body of the Company who organizes the current economic activities based on the authority granted.

The Board:

REMIGIJUS JUODVIRSIS – the Chairman of the Board. No membership in the capital of the Company. Membership in the activities or capital of the companies below:

Company	Position	Number of shares	Capital, %	Votes, %
Panevezio statybos trestas AB Company code 147732969 P. Puzino Str. 1, Panevezys	Chairman/ Adviser	-	-	-
Panevezio keliai AB Company code 147710353 S. Kerbedzio Str. 7, Panevezys	Board Member/ Adviser Main place of employment	531,675	28.47	28.47
Lauktuves jums UAB Company code 147797155 Laisves Sq. 26, Panevezys	Board Member	10,737	48.65	48.65
Pokstas UAB Company code 168424572 Gustoniu Vlg., Panevezys District Municipality		111	50	50
Klovainiu skalda AB Company code 167901031 Klovainiu Township, Pakruojis District Municipality		470,421	8.74	8.74
Gustoniu zemes ukio technika UAB Company code 168581940 S. Kerbedzio g. 7F, Panevezys	Board Member	1,085	50.28	50.28
PST investicijos UAB Company code 124665689 Verkiu Str. 25C, Vilnius	Board Member	16,407	3.32	3.32
Convestus UAB Company code 300124684 Laisves Sq. 26, Panevezys		50,000	50	50
Kauno tiltai AB Company code 133729589 Ateities Road 46, Kaunas		492	0.31	0.31

Company	Position	Number of shares	Capital, %	Votes, %
Specializuota komplektavimo valdyba AB Company code 121420097 Savanoriu Ave.191A, Vilnius		21,490	1.07	1.07
Tertius UAB Company code 247647690 S. Kerbedzio Str. 7F, Panevezys		704,638	80	80

Term of office: June 2018 through June 2022 Clean record.

AUDRIUS BUTKUNAS – the Member of the Board. No membership in the capital of the Company. Membership in the activities or capital of the companies below:

Company	Position	Number of shares	Capital, %	Votes, %
Panevezio statybos trestas AB Company code 147732969 P. Puzino Str. 1, Panevezys	Board Member	-	-	-
Panevezio keliai AB Company code 147710353 S. Kerbedzio Str. 7, Panevezys	Board Member/ Technical Director Main place of employment	22,010	1.18	1.18
PK Road AB Company code 559020-4623 Skiffervagen 10, 22478 Lund, Sweden	Board Member	-	-	-

Term of office: June 2018 through June 2022 Clean record.

AUDRIUS BALCETIS – the Member of the Board. No membership in the capital of the company. Membership in the activities or capital of the companies below:

Company	Position	Number of shares	Capital, %	Votes, %
Panevezio statybos trestas AB				
Company code 147732969	Board Member	-	-	-
P. Puzino Str. 1, Panevezys				
Panevezio keliai AB				
Company code 147710353	Chairman	2,226	0.12	0.12
S. Kerbedzio Str. 7, Panevezys				
Panevezio rysiu statyba UAB	Director/			
Company code 147688743	Board Member	279,507	27	27
Paliuniskio Str.9, Panevezys	Main place of employment			
PST investicijos UAB				
Company code 124665689	Board Member	-	-	_
Verkiu Str. 25C, Vilnius				

Term of office: June 2018 through June 2022 Clean record.

VILIUS GRAZYS – the Member of the Board. No membership in the capital of the Company. Membership in the activities or capital of the companies below:

Company	Position	Number of shares	Capital, %	Votes, %
Panevezio statybos trestas AB Company code 147732969 P. Puzino Str. 1, Panevezys	Board Member	-	-	-

Company	Position	Number of shares	Capital, %	Votes, %
Akvalda UAB				
Company code 300568422		750	50	50
Vyturio g.45, Panevezys				
Betono apsaugos sistemos UAB				
Company code 126148612		40	40	40
Papilenu Str. 1-30, Vilnius				
Panevezio keliai AB				
Company code 147710353	Consulting Expert	12,395	0.66	0.66
S. Kerbedzio Str. 7, Panevezys				
Formus UAB				
Company code 303349362		1322	15	15
Gedimino Ave. 54A-3, Vilnius				

Term of office: June 2018 through June 2022

Clean record.

JUSTAS JASIUNAS – the Member of the Board. No membership in the capital of the Company. Membership in the activities or capital of the companies below:

Company	Position	Number of shares	Capital, %	Votes, %
Panevezio statybos trestas AB Company code 147732969 P. Puzino Str. 1, Panevezys	Board Member/ Commercial Director Main place of employment	-	-	-
KINGSBUD Sp.z o.o. Company code 200380717 A. Patli Str. 12, 16-400 Suwalki, Poland	Chairman	-	-	-
UAB "Aliuminio fasadai" Company code 305412441 Pramones Str. 5, Panevezys LT-35289	Chairman	-	-	-
Vekada UAB Company code 147815824 Marijonu Str. 36, Panevezys LT-35138	Chairman	-	-	-
Skydmedis UAB Company code 148284718 Pramones Str. 5, Panevezys LT-35289	Board Member	-	-	-

Term of office: June 2018 through June 2022

Clean record.

Administration:

EGIDIJUS URBONAS – Head of the Company Administration, Managing Director. Holds no shares of the Company. University education (Kaunas Technology University), Construction Engineering. Master Degree in Construction Management (Vilnius Gediminas Technical University). Clean record.

DANGUOLE SIRVINSKIENE – Chief Accountant of the Company. Holds no shares of the Company. University Education (LZUA. 1983), Accounting - Economics. Clean record.

In the first half of 2020 neither the members of the Board nor the top managers of *Panevezio statybos trestas* AB were granted loans, given guarantees and sureties, had any property transfers to them.

Audit Committee

Following Article 52 of the Law on Audit of the Republic of Lithuania, the General Meeting of Shareholders of *Panevezio statybos trestas* AB elects the Audit Committee. The Audit Committee consists of three members, one of them being independent. The term of office of the Audit Committee is one year. The continuous term of office of a committee member cannot exceed 12 years.

The duties of the Audit Committee are as follows:

- 1) to monitor the financial reporting process;
- 2) to monitor effectiveness of the company's internal control, risk management and internal audit, if applicable, systems;
- 3) to monitor carrying out of the audit;
- 4) to monitor independence and objectivity of the auditor or audit company.

The following members were elected to the Audit Committee at the Annual General Meeting of Shareholders of *Panevezio statybos trestas* AB on 29 April 2020:

Drasutis Liatukas - independent auditor, Head of Finansu auditorius UAB, auditor. Holds no shares of the company.

Irena Kriauciuniene – independent auditor, auditor. Holds no shares of the company.

Egle Grabauskiene - Deputy Chief Accountant of Panevezio statybos trestas AB. Holds no shares of the company.

13. Information about public information

Following the requirements of the Law of the Republic of Lithuania, all main events concerning the Company and information about the time and venue of the General Meeting of Shareholders are published on the website of the Company https://www.pst.lt/en/investuotojams and in AB NASDAQ Vilnius (www.nasdaqomxbaltic.com) Stock Exchange.

14. Information on compliance with the Governance Code

The Company complies with the procedure of company management set forth by the Law on Companies of the Republic of Lithuania.

The Company partially complies with the Governance Code applicable to the companies that are on the list of the Vilnius Stock Exchange. During the six months of 2020 there were no essential changes related to the company's notification on compliance with the Governance Code for the year 2019 applicable to the companies that are on the list of *NASDAQ OMX VILNIUS* Stock Exchange.

The annual report of the Company will include the more detailed explanation of how the Company complies with the recommendations of the Governance Code.

15. Unaudited financial statements

Separate statement of comprehensive income

ITEM	6 months of 2020	6 months of 2019
INCOME	33,105	50,414
COST OF SALES	-32,726	-48,517
GROSS PROFIT (LOSS)	379	1,897
OPERATING EXPENSES	-11,754	-1,898
Sales	-138	-169
Fine by Competition Council	-8,514	0
Other general and administrative	-3,102	-1,729
TYPICAL OPERATING PROFIT (LOSS)	-11,375	-1
OTHER ACTIVITIES	52	49
Income	393	284
Costs	-341	-235
FINANCIAL AND INVESTMENT ACTIVITIES	-656	827
Income	843	860
Costs	-1,499	-33
incl. interest accrued on the fine by Competition Council	-1,385	0
PROFIT (LOSS) BEFORE TAXATION	-11,979	875
INCOME TAX	282	-68
NET PROFIT (LOSS)	-11,697	807

Consolidated statement of comprehensive income

ITEM	6 months of 2020	6 months of 2019
SALES	37,148	49,324
COST OF SALES	-34,319	-46,712
GROSS PROFIT (LOSS)	2,829	2,612
OPERATING EXPENSES	-13,031	-2,856
Sales	-197	-215
Fine by Competition Council	-8,514	• 0
Other general and administrative	-4,320	-2,641
TYPICAL OPERATING PROFIT (LOSS)	-10,202	-244
OTHER ACTIVITIES	133	-58
Income	459	209
Costs	-326	-267
FINANCIAL AND INVESTMENT ACTIVITIES	-3,018	1,288
Income	68	1,354
Costs	-3,086	-66
incl. interest accrued on the fine by Competition Council	-1,385	0
PROFIT (LOSS) BEFORE TAXATION	-13,087	986
INCOME TAX	439	-83
NET PROFIT (LOSS)	-12,648	903
ATTRIBUTABLE TO SHAREHOLDERS	-12,180	543
ATTRIBUTABLE TO MINORITY INTEREST	-468	360

Separate statement of financial position

ASSETS	30 June 2020	31 Dec. 2019
Non-current assets	27,232	23,260
Intangible assets	211	154
Tangible assets	8,046	8,362
Investment and amounts receivable in one year	18,724	14,744
Deferred tax assets	251	0
Current assets	38,736	48,077
Inventories	3,505	3,934
Prepayments	139	312
Trade receivables	17,866	26,953
Other current assets	15,011	11,988
Cash and cash equivalents	2,215	4,890
TOTAL ASSETS	65,968	71,337

EQUITY AND LIABILITIES	30 June 2020	31 Dec. 2019
Equity	22,557	34,745
Share capital	4,742	4,742
Reserves	1,811	1,878
Retained earnings	16,004	28,125
Translation reserve	0	0
Minority share	0	0
Amounts payable and liabilities	43,411	36,592
Amounts payable in one year and non-current liabilities	984	1,004
Loans and other financial liabilities	0	0
Warranty provision and others	984	973
Deferred tax liabilities	0	31
Amounts payable in one year and current liabilities	42,427	35,588
Loans and financial liabilities	15,000	11,800
Trade payables	12,610	18,523
Income tax payable	0	0
Other liabilities	14,817	5,265
TOTAL EQUITY AND LIABILITIES:	65,968	71,337

Consolidated statement of financial position

thousands Euros

ASSETS	30 June 2020	31 Dec. 2019
Non-current assets	11,371	10,968
Intangible assets	282	219
Tangible assets	8,421	8,780
Investment and amounts receivable in one year	2,138	1,780
Deferred tax assets	530	189
Current assets	60,077	65,711
Inventories	35,248	31,602
Advance payments	364	460
Amounts receivable	19,077	25,865
Other current assets	630	1,110
Cash and cash equivalents	4,758	6,674
TOTAL ASSETS:	71,448	76,679

EQUITY AND LIABILITIES	30 June 2020	31 Dec. 2019
Equity	22,549	34,327
Share capital	4,742	4,742
Reserves	2,846	2,924
Retained earnings	11,748	24,343
Translation reserve	3,213	2,318
Minority interest	823	913
Grants and liabilities	13	0
Amounts payable and liabilities	48,063	41,439
Amounts payable in one year and non-current liabilities	1,197	1,196
Loans and other financial liabilities		
Warranty provisions and other	3	2
Deferred tax liabilities	1,189	1,158
Other liabilities	5	36
Amounts payable in one year and current liabilities	46,866	40,243
Loans and financial liabilities	15,522	12,319
Trade payables	13,753	20,074
Prepayments received	0	0
Income tax payable	66	215
Other liabilities	17,525	7,635
TOTAL EQUITY AND LIABILITIES:	71,448	76,679

Panevezio statybos trestas AB Interim Financial Statements for Six Months of 2020

Separate statement of changes in equity

thousands Euros

	Share capital	Non-current tangible asset revaluation reserve	Legal	Retained profit	Total
Balance as of 1 January 2020	4,742	1,403	475	28,125	34,745
Net profit (loss) for 2020				-11,697	-11,697
Dividends				-490	-490
Total comprehensive income		-67		99	-1
Balance as of 30 June 2020	4,742	1,336	475	16,004	22,557
Balance as of 1 January 2019	4.742	2,280	475	26,657	34,154
Net profit (loss) for 2019				807	807
Total comprehensive income		-65		99	1
Balance as of 30 June 2019	4,742	2,215	475	27,530	34,962

Panevezio statybos trestas AB Interim Financial Statements for Six Months of 2020

Consolidated statement of changes in equity

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	Share	Revaluation	Legal	Currency translation reserve	Retained earnings profit	Equity attributable to the company's owners	Minority	Total
Balance as of 1 January 2020 Reduction in revaluation reserve Net profit (loss) for 2020 Dividends	4,742	2,325 -77	599	2,318	24,343 77 -12,181 -491	34,327 0 -12,181 -491	913	35,240 0 -12,649 -491
Effect of changes in foreign exchange rates				894		894	378	1,272
Balance as of 30 June 2020	4,742	2,248	299	3,212	11,748	22,549	823	23,372
Balance as of 1 January 2019	4,742	2,475	665	3,360	23,784	34,960	945	35,905
Reduction in revaluation reserve Net profit (loss) for 2019		-77			77 543	0 543	360	0 903
Dividends Effect of changes in foreign exchange						0	-13	-13
rates				-167		-767	-319	-1,086
Balance as of 30 June 2019	4,742	2,398	599	2,593	24,404	34,736	973	35,709

Separate statement of cash flows

	30 June 2020	30 June 2019
Cash flows from operating activities		
Net profit (loss)	-11,697	807
Depreciation and amortization	645	694
Profit (loss) from transfer of non-current assets	11	0
Cost of fine imposed by Competition Council	10,295	0
Income tax expense	-282	68
-	-1,028	1,569
Change in inventories	429	-635
Change in trade receivables	8,726	-9,376
Change in prepayments	173	-95
Change in amounts receivable after one year	-397	-65
Change in other assets	176	1,107
Change in trade payables	-5,913	-471
Change in prepayments received	615	493
Change in provisions and other liabilities	-1,746	-2,844
	1,035	-10,317
Income tax paid	0	0
Net cash flows from operating activities	1,035	-10,317
Cash flows from investing activities		
Acquisition of non-current assets (excl. investments)	-420	-485
Disposal of non-current assets (excl. investments)	22	0
Acquisition of long-term investments	-147	0
Loans granted	-6,374	-6,860
Loans recovered	100	33
Dividends and interest received	504	789
Net cash flows from investing activities	-6,315	-6,523
Cash flows from financing activities		
Dividends paid	-488	0
Increase in loans and financial liabilities	3,200	9,685
Decrease in loans and financial liabilities	0	0
Interest paid	-107	-24
Net cash flows from financing activities	2,605	9,661
Increase (decrease) in net cash flows	-2,675	-7,179
Cash and its equivalent at the beginning of the period	4,890	13,708
Cash and its equivalents at the end of the period	2,215	6,529

Consolidated statement of cash flows

	30 June 2020	30 June 2019
Cash flows from operating activities		
Net profit (loss)	-12,648	903
Elimination of other non-cash items:		
Depreciation and amortization	729	778
Cost of fine imposed by Competition Council	10,295	0
Other non-cash items	13	-285
	-1,611	1,396
Change in inventories	-1,358	-815
Change in contracts in progress	-1,900	-7,178
Change in trade receivables	6,427	-9,043
Change in prepayments	96	-143
Change in other assets	494	677
Change in trade payables	-6,321	164
Change in prepayments received	592	1,074
Change in provisions and other liabilities	-1,102	-2,270
	-4,683	-16,138
Elimination of results from financial and investing		
activities	611	-870
Net cash flows from operating activities	-4,072	-17,008
Cash flows from investing activities		
Acquisition of non-current assets (excl. investments)	-466	-533
Disposal of non-current assets (excl. investments)	22	0
Acquisition of long-term investments	- 9	0
Loans granted	0	-14
Loans recovered	4	11
Dividends and interest received	3	1
Net cash flows from investing activities	-446	-535
Cash flows from financial activities		
Dividends paid	-487	0
Increase in loans and financial liabilities	3,200	9,685
Decrease in loans and financial liabilities	0	-13
Payment of finance lease liabilities	-3	-3
Interest paid	-108	-51
Net cash flows from financing activities	2,602	9,618
Increase (decrease) in net cash flows	-1,916	-7,925
Cash and cash equivalents in the beginning of the period	6,674	16,046
Cash and cash equivalents in the beginning of the period	4,758	8,121

EXPLANATORY NOTE

General information

Panevezio statybos trestas AB (hereinafter "the Company") was established in 1957 and for a long time was known as the North Lithuania Construction Trust (Siaures Lietuvos statybos trestas). In 1991, the Company was registered as a State Company. On 30 October 1993, the State Company was reorganized to a Public Limited Liability Company. Company code 147732969, VAT code LT477329610. Registration certificate No. 013732 issued on 27 September 2004 by the State Register Centre Panevezys Branch.

The Company comprises the following branches: *Gerbusta*, *Pastatu apdaila*, *Genranga*, *Konstrukcija*, *Betonas*, *Stogas* and *Klaipstata*. The Company has its permanent establishments in Latvia and the Kingdom of Sweden. Financial year of the Company is calendar year. The period of commercial-economic operation of the Company is unlimited.

The main operations of the Company and its subsidiaries (hereinafter "the Group") is designing and construction of various buildings, structures, facilities, communications and other similar objects in Lithuania and abroad, real estate development.

Basis of interim financial statement preparation

Separate and consolidated financial statements were prepared according to the International standard of Financial Accounting applicable in the European Union.

The same accounting principles are applicable to both -interim and annual financial statements.

The following currency rates (amount of currency for 1 Euro) were used when preparing the interim financial statement:

Currency	30 June 2020	30 June 2019
1 RUB	78.9169	71.5975
1 SEK	10.478	10.563
1 PLN	4.4664	4.2496

Principles of consolidation

Subsidiary companies are the companies controlled by the parent company. Such control is defined as a capability to a company to have determinant effect on other company, manage and influence financial and economic activities to get benefit from that company. For the purposes of control assessment, the total available number of shareholder votes at the General Meeting of Shareholders is considered. The financial statements of subsidiary companies are included into the Consolidated Financial Statement from the day of control gain and are excluded from the day of control loss. During consolidation of financial statement, the income and expenses, amounts receivable and payable and unrealized results of the Company Group are eliminated.

Segments

As the income, profit and assets of the Company and the Group in the segments do not exceed 10 or more per cents of all operating segments, following the requirements of item 13 in the IFRS 8, operating and geographical segments of the Group are not provided.

Investments

Over the first half 2020 the investments of the Group in acquisition of non-current assets amounted to 466 thousands Euros. *Panevezio statybos trestas* AB acquired non-current assets for 420 thousands Euros. During the first half of 2019 the costs related to depreciation and amortization of assets of the Group amounted to 729 thousands Euros, including 645 thousands Euros accounted for in the Financial Statements of *Panevezio statybos trestas* AB.

Assets and liabilities

In the year 2018, Seskines projektai UAB started construction of an office building. As of 30 June 2020, 23,805 thousand Euros have already been invested in this project. As the income of the Group decreased by 12,176 thousand Euros, the amounts receivable by the Group decreased by 6,788 thousand Euros. On 3 June 2020, the Supreme Administrative Court of Lithuania left the judgement of the Vilnius Region Administrative Court unaffected based on which the Company is obliged to pay the fine inposed by the Competition Council of the Republic of Lithuania in the amount of 8,514 thousand Euros plus the accrued interest in the amount of 1,385 thousand Euros. This made the results of the Group worse by 9,899 thousand Euros and at the same time increased the current liabilities by 9,415 thousand Euros. On 12 August 2020 the Company received approval from the State Tax Inspectorate on payment of the imposed fine and interest to be made over the period of 8 years. As the agreement with the STI on the payment of fines and interest has not been signed, the liabilities to the STI are accounted for in the current liabilities.

Loans and other financial liabilities of the Group

(thousands Euros)			30 June 2020	31 Dec. 2019
Loans Leasing liabilities			15,520 5	12,312 9
Total loans and other financia	l liabilities		15,525	12,321
Long-term liabilities Current liabilities			3 15,522	2 12,319
Total loans and other financia	l liabilities		15,525	12,321
The loan breakdown is provided	ł below:			
(thousands Euros)	Interest rate	Valid till	30 June 2020	31 Dec. 2019
	3 months EURIBOR + 1%, from 21 May 2020 till 30 July 2020 3 months EURIBOR+1.3%, from			
OP Corporate Bank plc.	31 July 2020 3 months	D 2020	15.000	11 000
Lithuanian Branch (overdraft)	EURIBOR+1.95	Dec. 2020	15,000	11,800
Panevezio keliai AB (loan)	1 and 6 months EURIBOR+1.9	Dec. 2020	309	305
Natural persons	12 % fixed, from 30 Nov. 2017 - 6%	Dec. 2020	211	207
Total loans			15,520	12,312

Based on the agreement with the bank, on 30 June 2020 for the overdraft used the Group has put in pledge the land plot, which is owned by the rental right by the subsidiary company *Seskines projektai* UAB, with the non-residential building at Ukmergės Str. 219, Vilnius. The overdraft in the amount of 15,000 thousand Euros has been used for development of the real estate project by *Seskines projektai* UAB.

Guarantees, sureties

As of 30 June 2020, the guarantees of the liabilities of *Panevezio statybos trestas* AB Group issued by credit institutions and insurance companies amounted to 25,402 thousand Euros, including 24,732 thousand Euros for guarantees related to performance of contracts and obligations by *Panevezio statybos trestas* AB and issued by the Lithuanian credit institutions and insurance companies. The Company has the sureties in the amount of 365 thousands Euros related to performance of the subsidiary companies issued to the insurance companies.

Dividends

The Ordinary General Meeting of Shareholders of *Panevezio statybos trestas* AB held on 29 April 2020 took the resolution to pay the dividends in the amount of 490 thousand Euros. 99.6 % of the dividends have been paid out by 30 June 2020.

Transactions with associated parties

There were no significant transactions made with any associated parties.