



CAPITALICA BALTIC REAL ESTATE FUND I

COMPANY'S DESCRIPTION
MAY 2, 2019

€49.9M

MANAGED
ASSETS

€23.8M

TOTAL EQUITY

5 %

INTEREST

3 years

TERM



REFERENCE DOCUMENT

This reference document (hereafter referred to as '**Reference Document**') provides basic information for closed-ended type of informed investors about the intangible bonds (hereafter referred to as 'the **Bonds**' or 'the **Bond Issue**') issued by the investment company UAB CAPITALICA BALTIC REAL ESTATE FUND I (hereafter referred to as 'the **Company**', 'the **Issuer**', or '**CBREFI**'). This Reference Document is not considered a securities prospect according to the meaning of the Securities Law of the Republic of Lithuania and it is not approved by the Bank of Lithuania. The Securities offer prospect is not developed according to Section 4, Part 2, paragraph 6 of the Law on Securities Law of the Republic of Lithuania. This Reference Document has been prepared under the resolution of the Board of the Bank of Lithuania of February 28, 2013, No 03-45 by which it confirmed the description of the Reference Document, which is needed to be prepared in case of public emission of medium size, requirements for preparation and exceptions when it is not needed, and it also contains the information necessary according to the Rules of the Alternative Securities Market First North in Lithuania, which are applied in order to include the Bonds in trading on the Nasdaq Baltic First North market.

Investors are advised to familiarize with the information provided in this Reference Document, and risk factors that need to be taken into account before making a decision to purchase the Bonds. This Reference Document is not and cannot be understood as a recommendation or a suggestion to invest in the Bonds. Neither the Company, nor its Management Company (as defined below) does not provide recommendations or advice regarding the purchase of the Bonds. In order to fully understand the benefits and risks related to the purchase of the Bonds, each potential investor should contact their financial, legal, business or tax consultants.

BASIS AND REASON FOR ISSUING BONDS

This Reference Document contains basic information about the investment company UAB CAPITALICA BALTIC REAL ESTATE FUND I intended for closed-ended type of informed investors and the intangible bonds the Company issues.

BASIS FOR ISSUING BONDS:

The Bond Emission is issued on the basis of the decision of the General Meeting of Shareholders of the Issuer on April 29, 2019.

The Bonds are issued according to:

- the Law on Companies of the Republic of Lithuania;
- the Law on Securities of the Republic of Lithuania;
- the Law on the Protection of the Interests of Bond Owners of Joint Stock Companies of the Republic of Lithuania.

The Bonds are issued with a view to attract more capital which is needed for the Issuer to fund its regular business, i.e. to invest in real estate objects (directly or through the companies owned by the Issuer).



MAIN INFORMATION ABOUT THE COMPANY

NAME	Investment company UAB CAPITALICA BALTIC REAL ESTATE FUND I intended for the informed investors
LEGAL FORM	Limited liability company
COMPANY CODE	304407861
DATE OF INCORPORATION INTO THE REGISTER OF LEGAL ENTITIES	October 5, 2016
CLOSED-TYPE INVESTMENT COMPANY'S BUSINESS LICENCE	No 8, issued December 22, 2016
SUPERVISORY AUTHORITY	Bank of Lithuania
REGISTER OF THE COMPANY REGISTERED MANAGER OF THE REGISTER	The Register of Legal Entities of the Republic of Lithuania VĮ Registrų centras
REGISTERED OFFICE	Laisvės pr. 3 Vilnius, the Republic of Lithuania
PHONE	+370 612 30260
E- MAIL	info@capitalica.lt
WEBSITE	www.capitalica.lt
SHARE CAPITAL	EUR 18,362,432
NUMBER OF SHARES	18,362,432 pcs
NOMINAL PRICE PER SHARE	EUR 1
MAIN ACTIVITY OF THE COMPANY	Business activity of the investment company intended for informed investors



INFORMATION DISCLOSURE APPROVAL

The responsible person confirms that, to their knowledge, the information provided in this reference documents is true and that no relevant information has been omitted.

On behalf of the Management Company acting as the Issuer
General Manager, UAB Capitalica Asset Management
Andrius Barštys

RISKS RELATED TO ISSUED BONDS (1)

This part contains information about risk factors related to the Issuer and the securities offered. The information regarding the risk factors provided in this part should not be considered as a full and comprehensive description of risk factors related to the Issuer and the securities offered. The following risks can negatively affect the Issuer and, in extreme cases, make the Issuer insolvent, and cause the failure to fulfill obligations arising from the Bonds.

RISKS RELATED TO THE ISSUED BONDS

Below are the risks related to the Bonds to be issued:

LIQUIDITY RISK	The Bonds may not have sufficient liquidity on the secondary market. Thus, the investors may incur losses due to inability to sell the Bonds on the secondary market, or due to the fact that they would be forced to sell them at an unfavorable price.
CREDIT RISK	Credit risk should be evaluated as a possibility that the Issuer might become insolvent, go bankrupt, its business being suspended or terminated, and as a result, it would be impossible to redeem the Bonds and/or pay the accrued interests to the bondholders.
MARKET RISK	The situation on the finance market can affect the value of the Bonds. There is a risk that the value and price of the issued Bonds on the secondary market could fall if the interest rates rise, or for other reasons.
INFLATION RISK	This is a risk that, with inflation, the devaluation of money could be greater than the Bond yield.
CURRENCY RISK	The Issuer will redeem the Bonds and pay the interest in euros. Therefore, if the main activity of the bondholder is carried in another currency, there is a risk that, due to the change in the exchange rate, it will not be possible to convert the benefits received for the Bonds to that other currency on favorable terms, which is why the investor might incur additional losses.

RISKS RELATED TO ISSUED BONDS (2)

REINVESTMENT RISK	In case the interest rates decrease on the market, the interests received periodically for the Bonds (section or coupon) might not be sufficient to reinvest in financial instruments of at least the same yield. Due to this, there is a risk of lower return on investment in these securities.
LEGAL RISK	It is a risk of possible losses, arising due to the emergence of changes in laws, regulations and other legal acts, as well as a risk arising from execution of new legislation which could cause additional expenses or decrease return on investment; this risk also includes possible changes in the applicable tax assessment and changes in the procedure for the source of revenue tax.
LISTING RISK	It is a risk that due to various reasons the Company may not be able to include the Bonds into the alternative securities market First North's debt securities list, administered by AB NASDAQ Vilnius, which may aggravate the Bond's secondary circulation, and the investors willing to sell their Bonds may not be able to do so before its redemption date.
MEETINGS OF THE BONDHOLDERS	The Law on the Protection of the Interests of Bond Owners of Joint Stock Companies of the Republic of Lithuania applies to the issue of the Bonds. This law provides a possibility to resolve certain matters during the meetings of the Bondholders. In order to make a decision at the meeting of the Bondholders, it is not required that all the Bondholders participate in it and that all Bondholders vote on the decision. Accordingly, decisions made at the meeting of the Bondholders will be applied and valid with respect to all the Bondholders, even those which were absent at the time the decision was made or voted against such a decision.

RISKS RELATED TO ISSUED BONDS (3)

BONDS MAY NOT BE SUITABLE FOR SOME INVESTORS

Bonds can be an unsuitable investment for some investors. Each potential investor in the Bonds has to assess the suitability of this investment with respect to individual circumstances related to them. The potential investor should not invest in the Bonds, unless they have personal experience, or using relevant financial advisors, to assess the effect on the value of the Bonds with the change in market and economic situation.

BONDS REDEMPTION IS NOT SECURED ADDITIONALLY

No one other than the Issuer guarantees that the Bonds will be redeemed and any interests paid. There are no additional guarantors or guarantees which would assume or ensure responsibility for the execution of the Issuer's obligations related to the Bonds.

The redemption of the Bonds and the payment of the interest are not guaranteed by any additional instruments that warrant the fulfillment of obligations. Therefore, in the event of the Issuer being insolvent, the bondholders will not be able to use any additional instruments to guarantee the fulfillment of obligations. In the event of the insolvency of the Issuer or any of its controlled companies, their assets will be primarily used to meet the requirements of those creditors whose claims are secured by the charge of the assets and/or mortgage of the Issuer and its controlled companies. Therefore, there is a risk that in such a case, the assets of the company may not be sufficient to settle with the Bondholders.

CHANGES IN THE ISSUER'S FINANCIAL STATUS OR PROSPECTS

Any negative change in the Issuer's financial status or prospects might have significant influence on the Bond liquidity and might cause a significant decrease of its market price.

THE BONDHOLDERS CANNOT INFLUENCE THE ISSUER'S ACTIVITIES

The Bonds do not entitle its owners to vote with regards to the Issuers business. Thus the bondholders will not have any right to make any decisions regarding the activity of the Business.

RISKS RELATED TO THE ISSUER (1)

Below are the risks related to the Issuer:

CREDIT RISK	It is a potential loss which could arise due to the failure of the Issuer to meet its contractual obligations or due to improper fulfilment of it, which occurred due to the Issuer's business failure or other factors.
LIQUIDITY RISK	It is an ability to incur losses or have greater expenses due to the fact that the Issuer cannot fulfill its obligations related to payments in time.
INTEREST RATE AND FUNDING RISK	<p>In case of a rapid economic recovery or inflation increase, central banks may decide to increase the interest which can increase the cost of servicing loans taken for Company's investments, which would have a negative impact on the Company's return.</p> <p>If the economic situation worsens, it may be difficult or expensive to obtain financing for the acquisition of new investment objects or to refinance the expiring loan agreements, which would negatively affect the Company's return.</p>
OPERATIONAL RISK	Risk of loss due to inadequate or unenforceable processes of internal control of the Company, employee errors and illegal actions and software malfunctions.
TAX RISK	If the economic conditions and the country's governing forces change, there is a risk that land, real estate, value-added, profit and other taxes will increase. The Company will follow the possible course of the change in tax and seek to enter into agreements in tax conditions that are favorable for the Company and without violating any laws.
INVESTMENT RISK	The value of a particular real estate purchased by the Company may decrease due to the tenants that terminate the agreements unexpectedly, who are late to pay, or the decrease of the rental price. Also, the value of real estate may decrease due to natural disasters and similar events which could require additional investments in order to restore the real estate value. Therefore, there is a risk that the Company may not achieve the results set which could result in the Issuer's insolvency.

RISKS RELATED TO THE ISSUER (2)

RISK OF LIMITED DIVERSIFICATION OF INVESTMENTS

The Company intends to make a limited number of investments, therefore, even a single unsuccessful investment may have significant negative impact on the overall result of the Company. The Company invests not only in Lithuania, Latvia, and Estonia, therefore, the Company's geographical investments may not be diversified enough, and the success of the Company is directly related to the situation in the real estate market in Lithuania, Latvia, and Estonia.

MARKET RISK

Due to the constantly changing market situation, there is a risk that investments may lose its value. Because of the fact that the Company invests in real estate (directly or through its SPVs), the primary risk is the fluctuations of the real estate market, which could result in the decrease of the rental revenue received by the Company, and the liquidity and value of the property. The real estate market directly depends on the state of the economy. The shrinking economy determines decreasing rental revenue and increasing unemployment. This may make it difficult for the Company to collect the planned rental income. Due to the economic decline, the real estate value may also decrease. The real estate market may also fluctuate due to increased interest rates and shrunken financing opportunities. This might result in a decrease of buyers' activity on the market and the increase of sellers' activity on the market. This would lead to a fall in real estate prices and a drop in liquidity, which essentially would make it more difficult to sell the managed assets, which may affect the Company's ability to redeem the Bonds.

BUSINESS RISK

The success of the Company's investment will mainly depend on the decisions made by the Management Company regarding the management of the Company and the experience and abilities of its managers.

RISK OF CONFLICTS OF INTEREST

Certain conflicts of interest between the Management Company and the Company's shareholders may arise during the Company's management period. The Management Company manages conflicts of interest in accordance with the approved internal procedures and requirements of applicable legislation, thus ensuring the transparency of investment and investment supervision.

RISKS RELATED TO THE ISSUER (3)

REGULATORY RISK

This is a risk related to possible changes in the Company's legislation regulating its activity that could result in lower than expected revenue or cost increase to comply with legislation and/or other requirements.

INCREASE OF BUSINESS AND INVESTMENT COSTS

Due to the change in circumstances, the Company's expenses for asset management and administration may increase, which would decrease the Company's profitability. These expenses may increase due to the need for external specialists, advertisement and additional services, as well as the normal depreciation of the property, amortization, which will result in expenses for repair, maintenance and upgrade. The Company expects such expenses to be reasonable, however, income from tenants may not necessarily cover the costs of repair, maintenance and upgrade. Greater expenses for assets maintenance may have a significant negative effect on the Company's performance, results and financial state.

RISK OF TERMINATION OF EXISTING LEASE AGREEMENTS

The Company has mainly invested in commercial real estate, therefore, its main income comes from the lease of premises. Therefore, proper execution of lease agreements is very important for the Company. Also, not all lease agreements are long-term. Some lease agreements are extended by mutual agreement of the parties. Therefore, there is no guarantee that all the lease agreements will be extended after its term. The Company also does not guarantee that the renewal of any lease agreement will result in an agreement to the same or higher lease payments. The high rate of non-renewed lease agreements or unsuccessful negotiations with the tenants regarding the lease payment of at least the same size may have a significant negative effect on the Company's performance, results and financial state.

REDUCTION OF THE NEED FOR COMMERCIAL REAL ESTATE

Due to various economic factors, the need for leasing commercial premises may decrease, which will negatively affect the income from leasing premises, which may have a negative impact on the Company's performance, results and financial state.

RISKS RELATED TO THE ISSUER (4)

RISK OF NON-PURCHASE OF NECESSARY SERVICES AND NOT BEING ABLE TO TRANSFER RELATED COSTS

The Company uses external service providers to develop and maintain real estate objects and to plan future projects. The appropriateness, conditions, cost and quality of such external services and the ability to transfer the costs of these services to tenants are important for the Company's operations. Non-obtaining the required external services or the inability to transfer the costs of these services to the tenants may have a significant negative impact on the Company's performance, results and financial state.

FLUCTUATIONS OF THE EUROZONE

Considering the fact that the Company operates in the euro area, the financial risks associated with the euro area and its members may affect the Company's business environment, both directly and indirectly, through the single currency and monetary policy. Prolonged and large fiscal deficits, high levels of indebtedness and unemployment in specific member states of the euro area can lead to some serious economic problems for the whole euro area. Failure to resolve the problems in the euro area may have a significant negative impact on the Company's performance, results and financial state.

DEPENDENCE ON THE MANAGEMENT COMPANIE

The Issuer and its assets are managed by the Management Company. Therefore, the Company's activities depend on the experience, skills and decisions of the Management Company. In addition, the Company's activities also depend on whether the Management Company successfully implements the Issuer's investment policy and investment strategies. However, there is no guarantee that this will end successfully for the Management Company. The Management Company is also responsible for the daily management and administration of the Company's business. Therefore, any dissaray of the services provided by the Management Company may cause significant troubles for the Company's activities. In addition, if for any reason the Management Company were replaced or if the Management Company lost its operating license, the management of the Company may be transferred to another entity (or the Company itself may lose its existing operating licence). This would mean that the Company's management and operations would be disrupted, which could have a significant negative impact on the Company's operations and financial results, which could lead to difficulties in settling with the Bondholders.

RISKS RELATED TO THE ISSUER (5)

RISK OF WITHDRAWAL OF THE PERMIT FOR ACTIVITY

The Bank of Lithuania shall be entitled to revoke the validity of the activity licenses issued to the Company and its Management Company in the manner prescribed by legal acts. This may happen if the Company and/or the Management Company no longer meets the requirements for obtaining a license for activity, is not able to fulfill its duties under its obligations or there is data that it will not be able to do so in the future, and in other cases provided by the laws of the Republic of Lithuania. In such a case, the Company may have to discontinue its activities as a collective investment undertaking, which might cause difficulties for the proper settlement of the Bonds.

LOSS OF MANAGING EMPLOYEES

Due to its specificity, the Company has no employees. The success of the Company's depends on the employees of the Management Company. There is no guarantee that it will be possible to keep all of the current people important for the success of the Company's management, as well as to hire new, professional employees. Loss of people that are important for the successful management of the Company, possibly their move to the competitors of the Management Company, and inability to attract new, qualified employees may have a significant negative impact on the Company's management, its performance, results, and financial state.

REAL ESTATE LIQUIDITY RISK

Real estate can be relatively illiquid due to its properties. This may have an impact on the Issuer's ability to change its real estate portfolio or to transfer the asset timely, and/or at the desired price. If there is a sudden need to transfer the real estate object being managed, there is no guarantee that the market conditions at that time will be favorable. If the Company fails to obtain its desired price for the property being sold, it may have a significant negative effect on its financial state and limit the ability to settle properly with the Bondholders.

RISKS RELATED TO THE ISSUER (6)

RISK OF REAL ESTATE BEING DEVELOPED

The Issuer also invests in the developed real estate.

Such investments usually pose a higher risk than investing in completed objects because they have no operating income (e.g. leasing). At the same time, high costs are incurred, including construction and development costs, real estate taxes and insurance. Real estate development also faces the risk that significant financial resources will be invested in projects that can be terminated for legal and regulatory reasons, or be severely delayed, or incur higher than planned costs. In addition, major losses are possible due to the inability of the third parties (contractors) to successfully carry out construction work. This may have a significant negative impact on its financial state and limit the ability to settle properly with the Bondholders.

INSURANCE RISK

The prohibitions held by the Company and its SPVs may not be sufficient to compensate for the loss caused by the damage to the managed assets, including loss of rental income. Any losses exceeding the amounts of the insurance contracts may have a negative impact on the Issuer's activities, financial state and cash flows.

TECHNICAL RISK

Although the Company invests in the maintenance and technical inspection of existing property, there might be problems related to the technical characteristics of the assets under management, for example, due to construction defects, other hidden defects and contamination. Removing these problems may require significant investment, which would have a negative impact on the Issuer's financial state and cash flows.

RISK OF LEGAL DISPUTES

There is a risk that, due to its activities, the Company may be involved in legal disputes related to the tenants, real estate transactions, execution of construction works etc. The resolution of such disputes that is unfavorable for the company may have a negative effect on its operations and financial state, as well as damage its reputation. All of this may affect the Company's ability to adequately settle with the Bondholders.

KEY CONDITIONS OF THE BONDS (1)

ISSUER	Investment company UAB Capitalica Baltic Real Estate Fund I intended for informed investors
SECURITIES	Ordinary, non-convertible, fixed-rate bonds
TOTAL NOMINAL SIZE OF THE BONDS	Up to EUR 4,999,000 (inclusive)
NOMINAL VALUE AND CURRENCY OF THE BOND	EUR 100
TOTAL NUMBER OF BONDS TO BE ISSUED BY THE ISSUER	Up to 49,990 (inclusive)
VALUE OF A SINGLE BOND ISSUE (SUBSCRIPTION PRICE)	EUR 100
START DATE OF BOND ISSUE	June 3, 2019
END DATE OF BOND ISSUE	3 years
ANNUAL INTEREST RATE AND CALCULATION	<p>5 percent per year, interest is calculated daily in euros from the nominal value of the Bonds, taking into account the (act/act*) calculation method.</p> <p>Calculation of the interest begins on the date of the Bond issue, including the date on which it begins. For the purpose of calculating and paying interest for the relevant period of the previous three months, the date on which the interest is to be paid shall not be included in the calculation.</p>

* Interest is calculated based on the actual number of days in the period for which interest is paid, divided by the actual number of days in the year

KEY CONDITIONS OF THE BONDS (2)

PAYMENT OF INTEREST

Every 3 (three) months for the past three corresponding months. Interest payment days are September 3 and December 3, 2019, March 3, June 3, September 3, and December 3, 2020, March 3, June 3, September 3, and December 3, 2021, March 3, and June 3, 2022.

DATE OF BOND REDEMPTION

On June 3, 2020, the Bonds are redeemed on the Redemption Date, by paying the nominal value of the Bonds to its owners. On the Redemption date, the interest calculated up to the Redemption Date shall be also paid. The right to receive the nominal value of the Bonds and the interest accrued shall be held by the Bondholders one business day before the relevant payment date.

LISTING

Not later than 3 (three) months after the effective date of the Bonds, it is planned to apply to AB Nasdaq Vilnius for the inclusion of the Bond issue into the multilateral trading system administered by AB Nasdaq Vilnius, i.e. the alternative market First North.

TRUSTEE

UAB Legisperitus

DISTRIBUTOR OF THE BONDS AND ACCOUNT MANAGER

AB Šiaulių bankas

The detailed terms of the Bond issue, which the Issuer undertakes to comply with, are set out in Appendix No 1 of this Reference Document, which contains a copy of the decision of the Issuer's General Meeting of Shareholders regarding the issue of the Bond emission of April 29, 2019.

SUBSCRIBING BONDS AND PAYMENT (1)

DISTRIBUTION OF BONDS AND CONCLUSION OF SIGNING CONTRACTS

Bond distribution is understood as the public offering of the Bonds and the conclusion of Bond subscription agreements with investors and presentation of the Bonds acquired to investors. The Company is using the distributor AB Šiaulių bankas to distribute the Bonds. Bond subscription agreements with investors on behalf of the Company will be made by the Distributor. Information about the distribution of the Bond issue will be provided via email: sbbroker@sb.lt, or by phone: 8 5 2 462 465; 8 5 2 032 266.

DURATION OF BOND DISTRIBUTION

The Bond issue distribution period (initial Bond circulation) is from May 2nd, 2019 to December 3rd, 2019. If by June 3rd, 2019, the total number of Bonds will not be distributed, then, after issuing and registering the number of Bonds already distributed, the distribution of the Bonds (initial circulation) will continue. After June 3rd, 2019, the distributed Bonds will be issued and attached to the Bonds already issued on September 3rd, 2019 and/or December 3, and with the previously issued Bonds will amount to the same issue and the Bondholders will have the same property and non-property rights.

MINIMUM QUANTITY OF BONDS THAT CAN BE BOUGHT BY ONE INVESTOR

1 unit.

SUBSCRIBING BONDS AND PAYMENT (2)

MAXIMUM NUMBER OF BONDS

Unlimited. Investors will have to indicate the maximum number of Bonds they wish to purchase. Investors will confirm that they understand they may be issued less Bonds than the indicated maximum number of Bonds.

BOND SUBSCRIPTION PRICE

Price of a single Bond subscription (issue) is EUR 100 (one hundred). The specific sum paid by the investor for the subscribed Bonds shall be calculated by multiplying the maximum number of Bonds to be subscribed by the investor by the issue price of one Bond.

PRICE PER ONE BOND

EURO 100 (one hundred).

PROCEDURE FOR PAYMENT OF BONDS

The subscribed Bonds will have to be fully paid by June 2, 2019, September 2, 2019, or December 2, 2019, respectively. Payment for the Bonds shall be made to account no. LT627189900004910657, opened for the purpose of distribution at AB Šiaulių bankas, code 112025254, registered office at Tilžės g. 149, LT-76348 Šiauliai, Lithuania.

PROCEDURE FOR DISTRIBUTION OF BONDS

The bonds will be distributed by giving priority to the investors who paid the application the earliest. If the demand for the Bonds exceeds the supply, the Bonds will be distributed in proportion to the size of the application to those investors who will pay the application at the same time. If the Issuer does not subscribe the Bonds to the investor and/or if the investor is assigned a lower number of Bond subscriptions, the remaining funds will be returned to the investor on the same account from which the investor's payment was made.

RIGHTS GRANTED TO THE BONDHOLDERS (1)

- All issued Bonds give their owners equal rights which are established by the Law on Companies of the Republic of Lithuania and other legislation of the Republic of Lithuania.

The following basic rights are granted to each Bondholder:

- After holding the Bonds until the Bond redemption date, to receive the nominal value of the Bonds owned. If the Bonds are not redeemed, the Bondholder shall have the right to demand redemption of the Bonds within 3 years from the date of the redemption specified in the Decision. If no claim is submitted within this period, the Bondholder loses the right to such a claim;
- To receive interest during the validity period of the Bonds (paid on the days of interest payment);
- To sell or otherwise transfer the ownership and/or pledge of all or part of the Bonds to another person;
- The Issuer, having issued the Bonds, becomes the borrower of the investor, i.e. the Bondholder, and assumes obligations for the benefit of the investor. All Bonds and the rights given by them to the Bondholders shall be considered/assessed pari passu together with other unsecured and unsubordinated obligations of the Issuer to its other creditors. In the event of the issuer's insolvency, the Bondholders shall have the right to recover their investments under the same conditions as other creditors, which, under the relevant legislation, are assigned to the claim group. There are no contracts or other transaction documents that would subordinate the requirements of the Bondholders in respect of unsecured liabilities of the Issuer;
- The Bonds cannot be converted to the Issuer's shares.
- There are no restrictions on the transfer of the Bonds on the secondary market (purchase and sale or other transfer). After the Issuer has included the Bonds into the First North market, the secondary circulation shall be carried out in accordance with the rules established in the Law on the Financial Instrument Markets of the Republic of Lithuania and the Rules of Alternative Securities Market First North in Lithuania approved by Nasdaq Vilnius.

RIGHTS GRANTED TO THE BONDHOLDERS (2)

The Bondholders also have the following rights established in the Law on the Protection of the Interests of Bond Owners of Joint Stock Companies of the Republic of Lithuania:

- To participate and vote in the Bondholders' meetings;
- To initiate the convening of and make the decision to convene the Meeting of the Bondholders in accordance with the procedure established by legislation;
- To obtain information from the Bondholders related to the protection of the interests of the Bondholders on the Company, its Bond issue and other information related to the issue and the protection of the interests of the Bondholders, except for the information which constitutes a confidential or commercial (productive) secret of the Company, also excluding cases when the request to provide information is not justified.
- To obtain a copy of the Bondholders' trustee agreement on the protection of the interests of the Bondholders;
- If the Company does not redeem the Bonds in due time, all settlements with the Bondholders shall be made through the depository account of the Bondholders.

RIGHTS GRANTED TO THE BONDHOLDERS (3)

- Court judgments on settlement with Bondholders are executed according to the procedure established by the Code of Civil Procedure of the Republic of Lithuania.

The Bondholders at the meeting can make the following decisions:

- remove the Trustee of the Bondholders and appoint a new one, at the same time obliging the Company to implement this decision;
- to indicate to the trustee of the Bondholders that the violation committed by the Company is non-essential and therefore there is no need to take any measures to protect the rights of the bondholders;
- to approve the Company's proposed but unfulfilled obligations to the Bondholders for enforcement measures;
- to determine what information periodically or at the request of the bondholders shall be provided by the trustee of the Bondholder at the Bondholder meetings, as well as the procedure for presenting this information.

The Bondholder meeting may also address other issues related to the protection of the interests of the Bondholders.

The right of initiative at the Bondholders' meeting shall belong to the trustee of the Bondholders, the Bondholders, who own at least 1/10 of the voting rights of the same Bond issue at the Bondholders' meeting, and the Company.

An application for the convening of a meeting is presented to the trustee of the Bondholders, who shall take a decision to convene the meeting within 5 working days.

THE OBLIGATIONS OF THE ISSUER TO THE BONDHOLDERS

By issuing the Bonds, the Issuer undertakes to comply with all the obligations of the Issuer to the Bondholders specified in the Decision, including, but not limited to, paying the interest for the Bonds under the specified terms, and, according to the terms established in the Decision, to redeem the Bonds issued by paying the amount which equals the nominal value of their Bonds to the Bondholders.

The decision shall specify the terms which, in the event of the Issuer's breach, shall entitle the Bondholders to demand the redemption of the Bonds before the Redemption Date, according to the procedure established in the Decision.

The Issuer's trustee appointed by the Issuer (UAB Legisperitus) is responsible for supervising the compliance with the obligations assumed by the Issuer. The Trustee must take measures to ensure compliance with the Company's obligations to the Bondholders.

AGREEMENTS MADE BY THE ISSUE REGARDING THE BONDS (1)

REGARDING BOND ACCOUNTING

On May 2, 2019, the Company entered into a service agreement with AB Šiaulių bankas (hereinafter referred to as **‘the Bank’**) (company number 112025254, registered office at Tilžės g. 149, LT-76348 Šiauliai, the Republic of Lithuania, e-mail info@sb.lt) on accounting of financial instrument, payment for the services and other related issues.

Essential agreement terms:

- By this Agreement, the Bank undertakes to open the financial instruments issue registration accounts and represent the Company at Nasdaq CSD SE, and, according to the list of Bondholders and the number of Bonds owned by the Bondholders, calculate the Interest belonging to the Bondholders, to pay the interest to the Bondholders from the amount of interest transferred to the Bank by the Company.

REGARDING BOND DISTRIBUTION

On May 2, 2019, the Company entered into a service agreement with AB Šiaulių bankas (hereinafter referred to as the Organizer of the Offer) (company number 112025254, registered office at Tilžės g. 149, LT-76348 Šiauliai, the Republic of Lithuania, e-mail info@sb.lt) on the distribution of the Bonds and the provision of the distribution-related services.

Essential agreement terms:

- Under this Agreement and its terms and conditions, the Company assigns the Organizer of the Offer and the Organizer of the Offer undertakes to provide the Bond distribution services to the Company and act as an exclusive financial advisor on the matters of Bond offering and distribution.
- By this Agreement, the Parties undertake to make best efforts and cooperate to make the offer happen.

The Agreement shall remain in force until the Parties fulfill their obligations under this Agreement.

AGREEMENTS MADE BY THE ISSUE REGARDING THE BONDS (2)

REGARDING THE PROTECTION OF THE INTEREST OF THE BONDHOLDERS

On May 2, 2019, the Company entered into a service agreement with UAB Legisperitus (hereinafter referred to as the Trustee) (company number 302441904, registered office at A. Juozapavičiaus g. 6, LT-09310 Vilnius, the Republic of Lithuania, e-mail danute@legisperitus.lt) on the protection of the interests of the Bondholders in relations with the Issuer.

Essential agreement terms:

- In compliance with this Agreement, the law and other legislation, the Trustee undertakes to protect the rights and legal interests of all the Bondholders in relations with the Issuer, and the Issuer undertakes to pay to the Trustee the remuneration established in the Agreement.

The Agreement concludes:

- When the Issuer fulfils all of its obligations assumed upon the issue of the Bonds to the Bondholders; when the Trustee gains the status of a bankrupt or liquidated entity or loses its right to provide services as the Bondholder's trustee; and/or in other cases provided in the law and/or other legislation of the Republic of Lithuania.

REGARDING PROVISION OF CERTIFIED ADVISOR SERVICES

On April 18, 2019, the Company entered into a service agreement with the law firm Sorainen & Partners (company number 9400025, located at Jogailos 4, LT-01116 Vilnius, the Republic of Lithuania, e-mail lithuania@sorainen.com) on the provision of certified advisory services to the Company.

Essential agreement terms:

- The law firm Sorainen & Partners shall undertake to provide services of a certified adviser in order to incorporate debt securities into First North Lithuania.

THE ISSUER'S MANAGEMENT

The General Meeting of Shareholders is the Issuer's management body. The management of the Issuer is transferred to the Management Company, which has the right to manage the collective investment subjects for the informed investors. The Managing Company is UAB Capitalica Asset Management (hereinafter referred to as **CAM or Managing Company**), company no 304234719, address Laisvės pr. 3, Vilnius, Lithuania.

The bodies of the Management Company are: general meeting of shareholders, collegial management body, the Board, consisting of 3 members and a one-person management body, the Manager.

MANAGEMENT COMPANY BOARD

Jolanta Grašienė	Chairperson of the Board
Adam Saulius Vaina	Member of the Board
Ignas Mačeika	Member of the Board

MANAGEMENT COMPANY MANAGER

Andrius Barštys	Manager
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INFORMATION ABOUT ISSUER'S SHAREHOLDERS (1)

ISSUER'S SHAREHOLDER	NUMBER OF SHARES OWNED BY THE ISSUER'S SHAREHOLDER*	NOMINAL VALUE OF THE SHARES OWNED BY THE ISSUER'S SHAREHOLDER*	THE ISSUER'S SHAREHOLDER'S SHARE CAPITAL, %*
UAB SBA koncernas, company number 132206739, Laisvės pr. 3, LT-04215 Vilnius	9,744,209	EUR 9,744,209	53.07%
Pension funds managed by UAB INVL Asset Management, company no 126263073, Gynėjų g. 14, LT-01109 Vilnius	2,627,440	EUR 2,627,440	14.31%
Other shareholders**	5,990,783	EUR 5,990,783	32.62 %
Total:	18,362,432	EUR 18,362,432	100%

Some of the Issuer's shareholders have transferred their voting rights to the Management Company on the basis of the transfer of voting rights at the General Meeting of Shareholders of the Issuer, therefore the Management Company, at the General Meeting of Shareholders of the Issuer, has 46.93% of the voting rights.

Voting rights of UAB SBA Koncernas have not been transferred.

* Information provided valid on March 31, 2019

**There are no other shareholders whose capital share owned is more than 5 per cent.

INFORMATION ABOUT ISSUER'S SHAREHOLDERS (2)

MANAGEMENT COMPANY'S SHAREHOLDER	NUMBER OF SHARES OWNED BY MANAGEMENT COMPANY'S SHAREHOLDER*	MANAGEMENT COMPANY'S SHAREHOLDER'S SHARE CAPITAL AND VOTES, %*
UAB SBA koncernas, company number 132206739, Laisvės pr. 3, LT-04215 Vilnius	260,000 pcs	80%
UAB Fox Holdings, company number 303016870, Šaulio g. 97, Bajorai, LT-14189 Vilniaus r.	65,000 pcs	20%
Total:	325,000 pcs	100%

INFORMATION ABOUT ISSUER'S SHAREHOLDERS (3)

Below is the list of shareholders of UAB SBA Koncernas:

SHAREHOLDER	SHAREHOLDER'S SHARE CAPITAL AND VOTES, %*
Arūnas Martinkevičius	Share capital: 90% Share of votes: 100%
UAB SBA koncernas	Share capital: 10%

Below is the list of shareholders of UAB Fox Holdings:

SHAREHOLDER	SHAREHOLDER'S SHARE CAPITAL AND VOTES, %*
Andrius Barštys	100%

INFORMATION ABOUT THE ISSUER (1)

The auditor of the Issuer and the Management Company: UAB ERNST & YOUNG BALTICS, company no 110878442, Subačiaus g. 7, LT-01127 Vilnius, Lietuva

Keeper of the Issuer's property: AB Swedbank, company no 112029651, Konstitucijos pr. 20A, LT-03502 Vilnius, Lithuania

Assessor of the Issuer's property: UAB Newsec valuations, company no 126212869, Konstitucijos pr. 21C, LT-09306 Vilnius, Lithuania; SIA CPB Real Estate Services, company no. 40003945157, Mukusalas Street 71, LV-1004 Riga, Latvia

BUSINESS MODEL AND INVESTMENT STRATEGY:

The Issuer is the subject of collective investment (investment company) which acts under the law of the Republic of Lithuania on the collective investment subjects for the informed investors. The Company is controlled by the Management Company. The activity of the Company as a collective investment undertaking is to invest capital provided by the informed investors, who are shareholders of the Company, into assets corresponding to the Company's investment strategy and to ensure long-term growth of the Company's return to shareholders. The company invests in the real estate market of the Baltic States (the Republic of Lithuania, the Republic of Latvia, and the Republic of Estonia), focusing mainly on investing in commercial real estate. In case of attractive options, investments in residential real estate are possible.

The duration of Company's activity is 10 years from the receipt of permission for activity, i.e. until 2026, with a possibility to extend the activities for 2 additional years.

INFORMATION ABOUT THE ISSUER (2)

The Management Company managing the Company organizes the attraction of the capital to the Company from the informed investors. The capital of the informed investors is attracted according to all the applicable regulatory requirements. Investors in the Company's Bonds will not receive any return from Company's investment in real estate. The Bondholders only have the right to the intended Bond interest and the redemption of the Bonds. Neither the interest paid or the redemption amount of the Bonds will depend on the return on investment made by the Company in real estate.

Currently, the Company does not have any direct real estate objects. Real estate objects are owned by separate companies (hereinafter referred to as **SPVs**) which are fully controlled by the Company. The Company owns 100% of shares and votes in each of its SPVs.

The list of SPVs controlled by the Company:

UAB Žaliakalnio parkas, company no 304287223, registered address K. Donelaičio g. 62-1 Kaunas, the Republic of Lithuania;

UAB Verslo centras 135, company no 301733282, registered address Žalgirio g. 135 Vilnius, the Republic of Lithuania;

UAB PC Luizė, company no 302761548, registered address Šiaurės pr. 15-1 Klaipėda, the Republic of Lithuania;

SIA Hanza 14, company no 40203157541, registered address Miera iela 93 - 27, Riga, the Republic of Latvia.

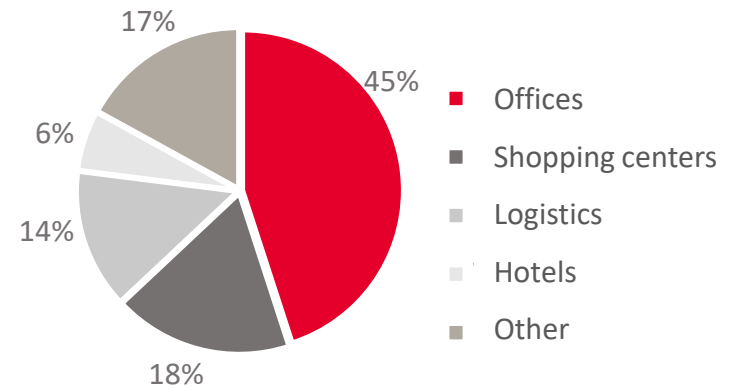
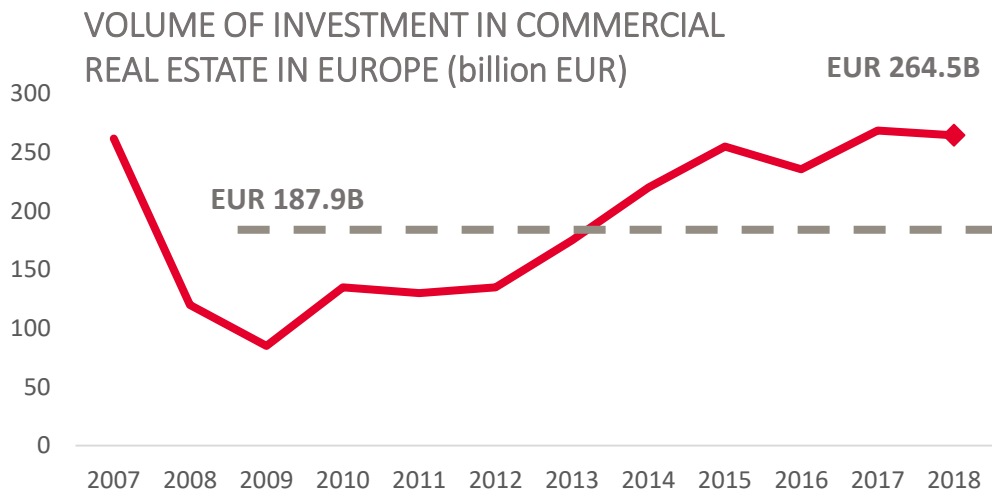
INFORMATION ABOUT THE ISSUER (3)

List of real estate objects owned by each of the SPVs:

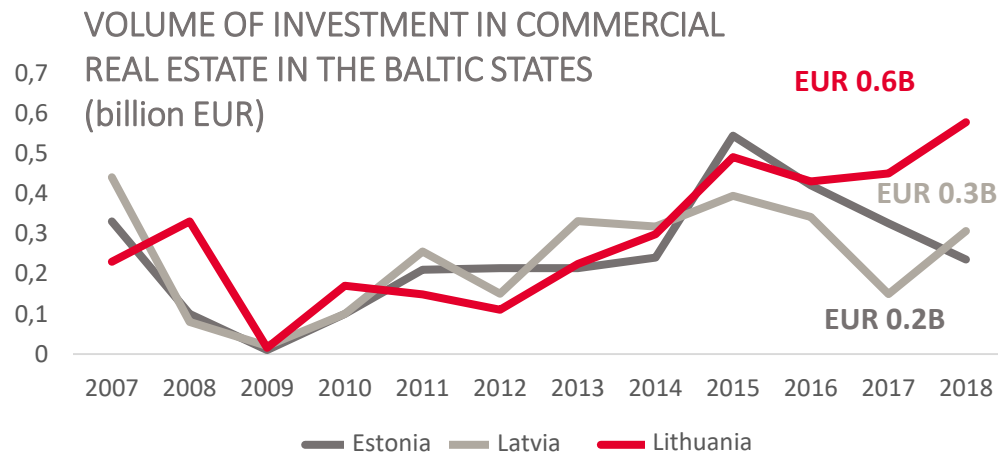
SPV	Real estate objects
UAB Žaliakalnio parkas	Business center Kauno Dokas, located at Jonavos g. 8, Kaunas, Lithuania
UAB Verslo centras 135	Verslo centras 135, located at Žalgirio g. 135, Vilnius
UAB PC Luizė	Shopping center Luizė, located at Šiaurės pr. 10-11, Klaipėda, Lithuania
SIA Hanza 14	Land-plot, located at R.Hirša iela 1, Riga, Latvia

A more detailed information on each of the real estate objects is provided in slides 45-48.

COMMERCIAL REAL ESTATE ENVIRONMENT (1)



Source: BNP Paribas Real Estate, 2019

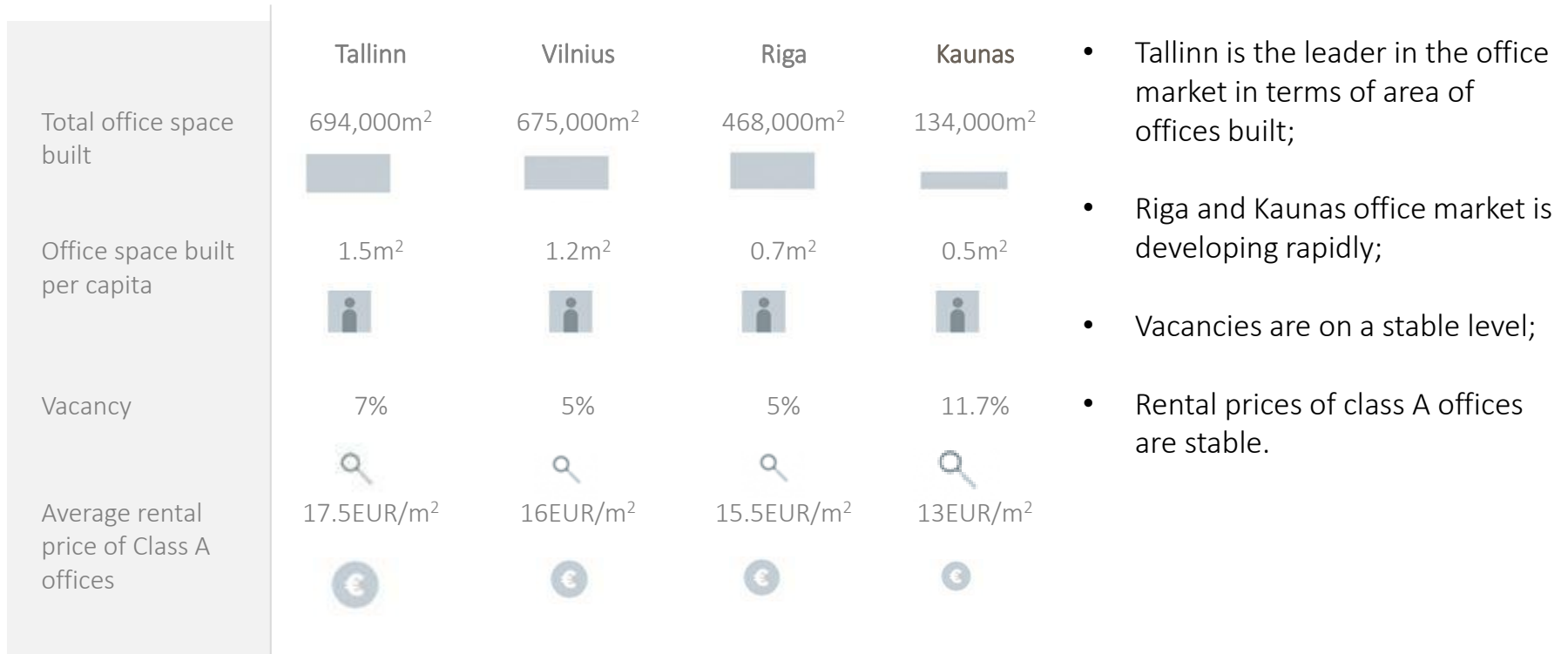


Source: Colliers International, Newsec, 2019

- The 10-year average is 187.9 billion euros, which is 4 times more than the annual GDP of Lithuania;
- the Office Market is the dominant segment of commercial RE;
- Investment in commercial real estate in the Baltic States in 2018 amounted to approx. 1 billion euros, which is 7.5 times less than in Finland.

COMMERCIAL REAL ESTATE ENVIRONMENT (2)

Office market in the Baltic region at the end of 2018



COMMERCIAL REAL ESTATE ENVIRONMENT (3)

- The overall commercial real estate structure, both in Europe and in the Baltic States, is dominated by investment in the office segment. This trend will continue in the near future.
- Investment in commercial real estate in the Baltic States in 2018 amounted to about EUR 1 billion EUR. Most investments happened in Lithuania: 0.6B EUR. For comparison, investment in commercial real estate in Finland in 2018 amounted to EUR 7.5 billion and was 7.5 times higher than in the Baltic States.
- We believe that the Baltic region still has a lot of potential for the growth of investment in commercial real estate.
- Considering the main commercial real estate indicators at the end of 2018 (office space per capita, vacancy rate, average rental price), we think that the biggest opportunities for office market growth in the Baltic States is in Riga and Kaunas.
- New or expanding service centers will remain the driving force of the market.
- Interest in sustainable (environmentally friendly) and quality objects will increase.

TRENDS IN COMMERCIAL REAL ESTATE

- Investments in real estate remain attractive in terms of low interest rates and rental yields. Once the borrowed capital lever has been exhausted, a 15% annual return on real estate investment can reasonably be expected. Although the yield on rent has been decreasing for several years in a row, the real estate portfolio formed allows to gain additional return on real estate capital gains.
- Considering this, the Company's performance targets for 2019 are related to the real estate portfolio growth, Class A office project in Riga which is already being developed, and the long-term increase of the Company's income from the lease of managed real estate objects.
- When preparing this Reference Document, the Company has started developing projects in Riga. A new real estate development project in Riga, that has already been launched, will help diversify the portfolio of real estate, thereby spreading risks, both geographically and in terms of tenant structure. More information about the Riga project is provided in slides 50-52.
- In case of favorable opportunities, the company is open to new acquisitions of business centers in central urban locations. Currently, class A offices in Vilnius, Riga, and Tallinn are considered as priority acquisitions.

STANDARD FOR SUSTAINABILITY OF UAB CAPITALICA BALTIC REAL ESTATE FUND I

BC Kauno Dokas, stages I and II



- Lithuania's first business center cooled by river water;
- Planned BREEAM In-Use sustainability certificate
- Central city location.

BC 135



Objects use 100% of
electricity produced from
renewable energy
sources

- BREEAM In-Use sustainability certificate;
- Central city location.

BC H14 in Riga



- Planned BREEAM Excellent (New Construction) sustainability certificate.
- Central city location.

PORTFOLIO OF UAB CAPITALICA BALTIC REAL ESTATE FUND I

CASH FLOW GENERATING OBJECTS AND PROPERTY VALUES

#1 BC Kauno Dokas, stage I



#2 BC 135



#3 S/C Luizė



OBJECTS IN DEVELOPMENT AND ASSETS VALUE

#4 BC Kauno Dokas, stage II



#5 BC H14 in Riga



* Overall assessment of Kauno Dokas, stages I and II

**Value of land-plot in Riga

PORTFOLIO STRUCTURE OF UAB CAPITALICA BALTIC REAL ESTATE FUND I*

The value of the RE owned by the Company is EUR 49.87M.

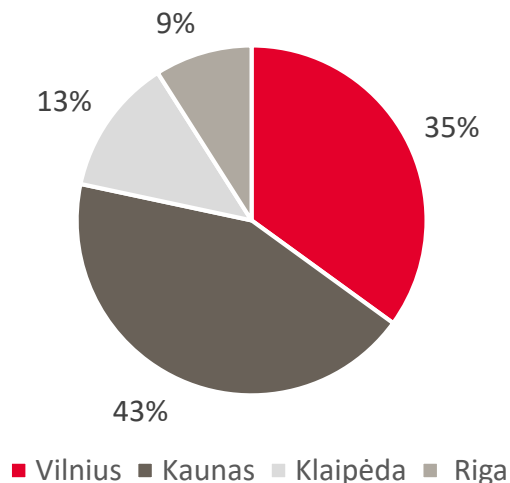
3 RE objects managed:

- 2 office buildings
- 1 shopping center

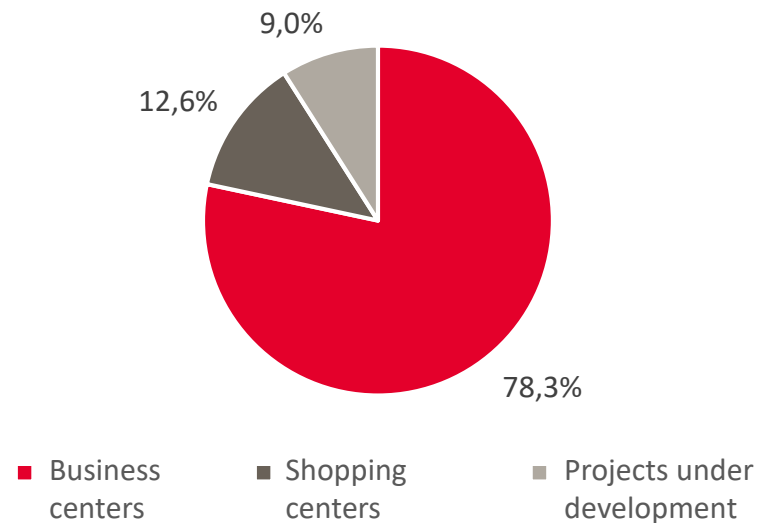
2 RE objects developed:

- 2 office buildings

GEOGRAPHICAL DISTRIBUTION
OF CBREF I ASSETS



DISTRIBUTION OF CBREF I ASSETS
BY REAL ESTATE SEGMENT



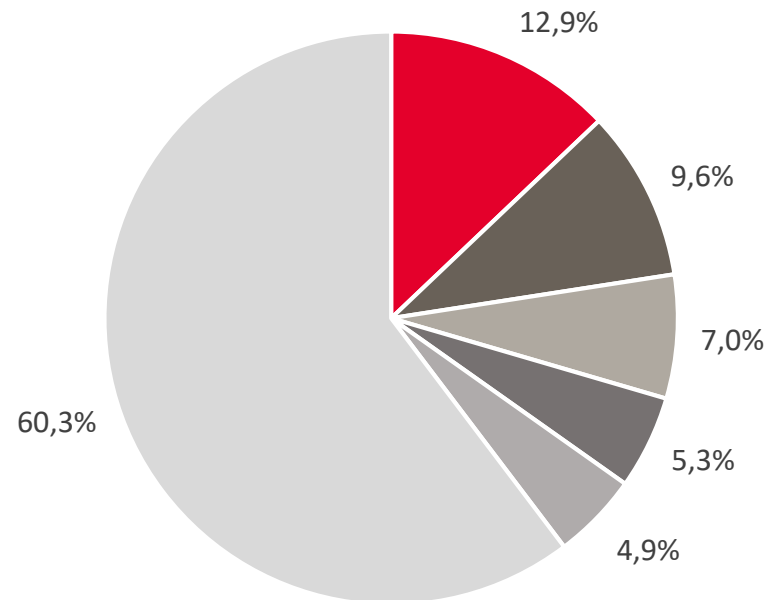
STRUCTURE OF TENANTS OF PORTFOLIO OF UAB CAPITALICA BALTIC REAL ESTATE FUND I*

TOP 5 BIGGEST TENANTS IN TERMS OF RENTED AREA

Well diversified
tenant structure;

The largest tenant,
UAB Hakonlita, holds
12.9% of the
portfolio.

- Hakonlita, UAB
- DevBridge LT
- Studio Moderna
- Dematic Limited
- Ferratum finance
- Other



**DEVBRIDGE
GROUP**

TOP SHOP



centric
connect.engage.succeed.

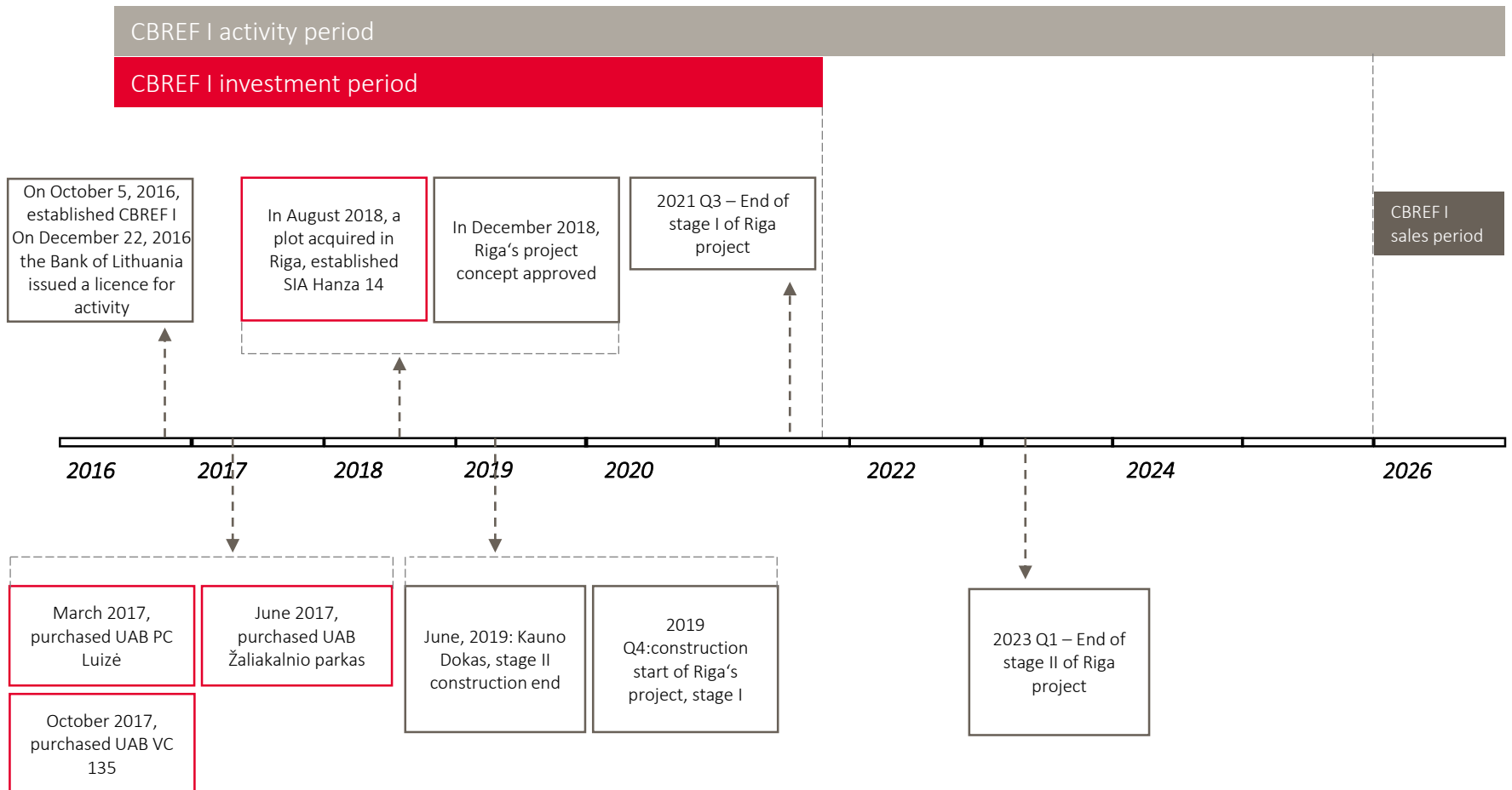


Bentley®

DEMATIC

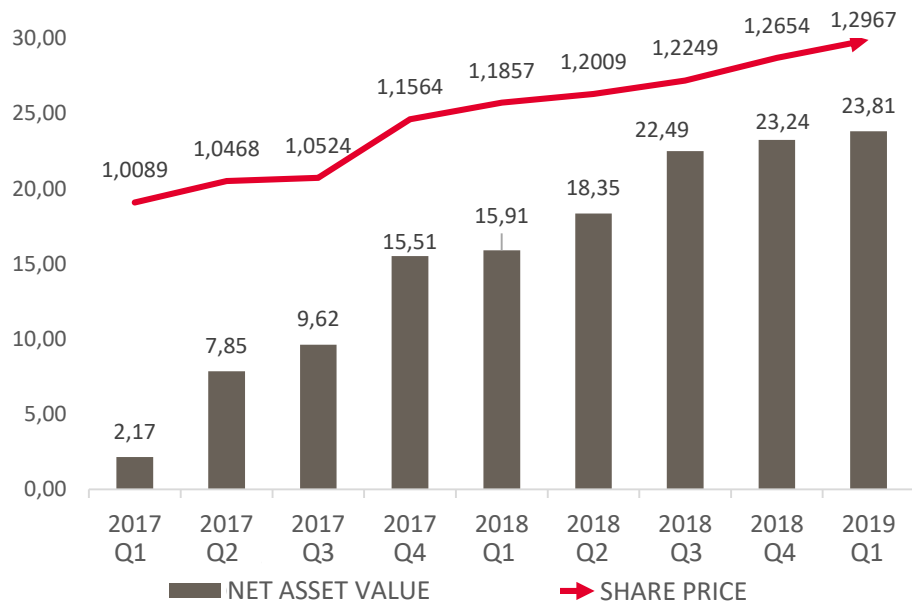
**ferratum
money**

DEVELOPMENT OF UAB CAPITALICA BALTIC REAL ESTATE FUND I

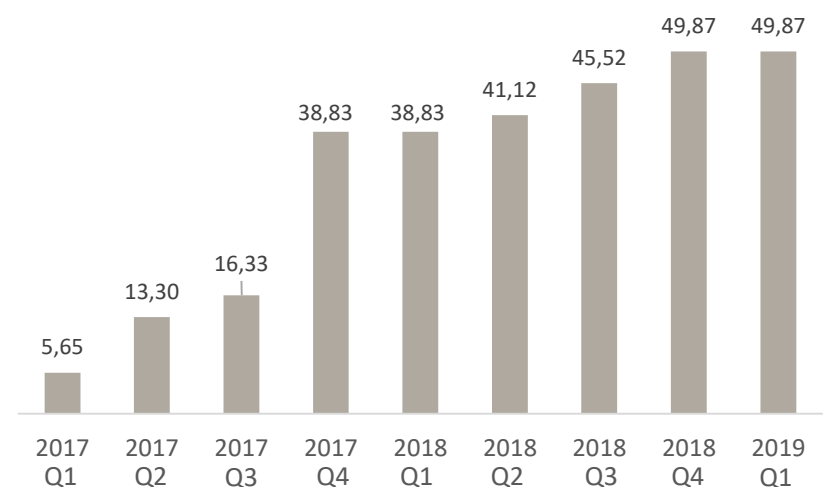


BUSINESS OVERVIEW OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (1)

CBREFI NET ASSET AND UNIT VALUE
(million EUR)



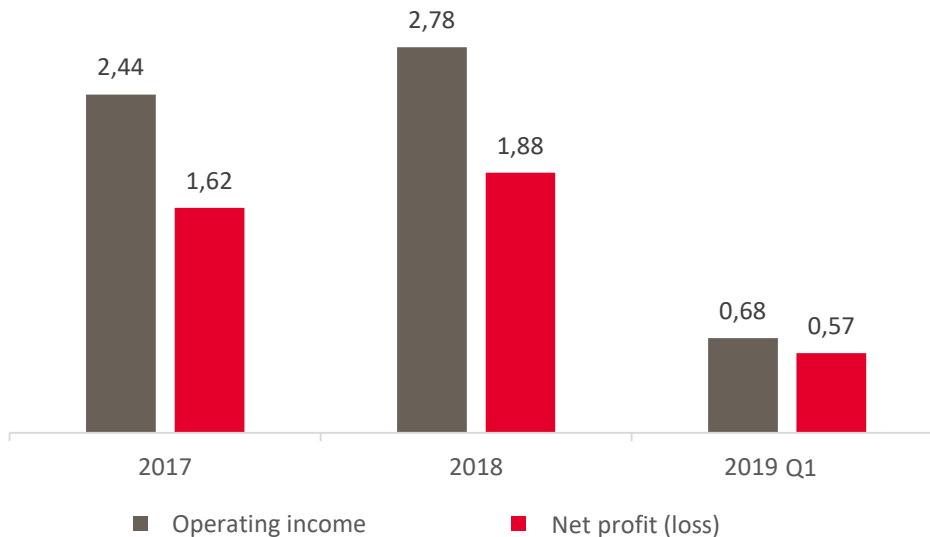
PROPERTY VALUE
(million EUR)



- Stable and sustainable growth of CBREF I net asset and share value;
- The value of CBREF I net assets: EUR 23.81 million. EUR;
- The value of assets owned by CBREF I is close to 50 million. EUR;

BUSINESS OVERVIEW OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (2)

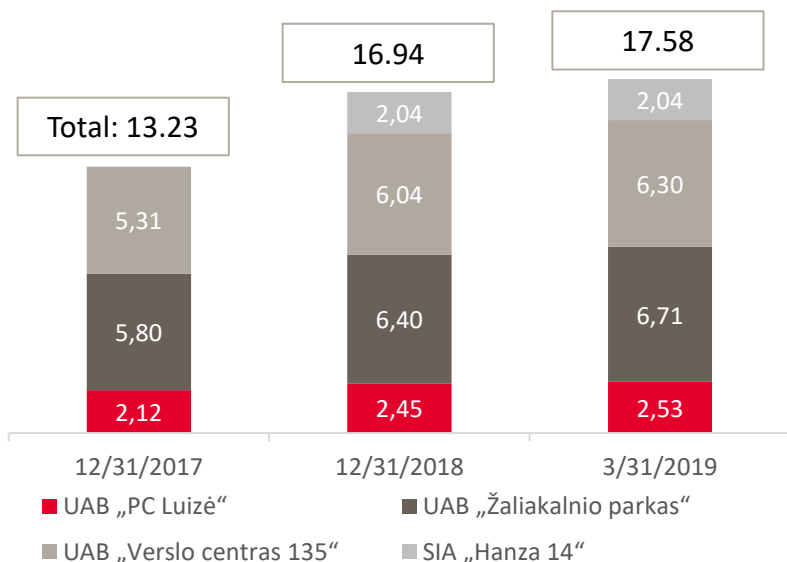
CBREF I OPERATING INCOME AND NET PROFIT (million EUR)



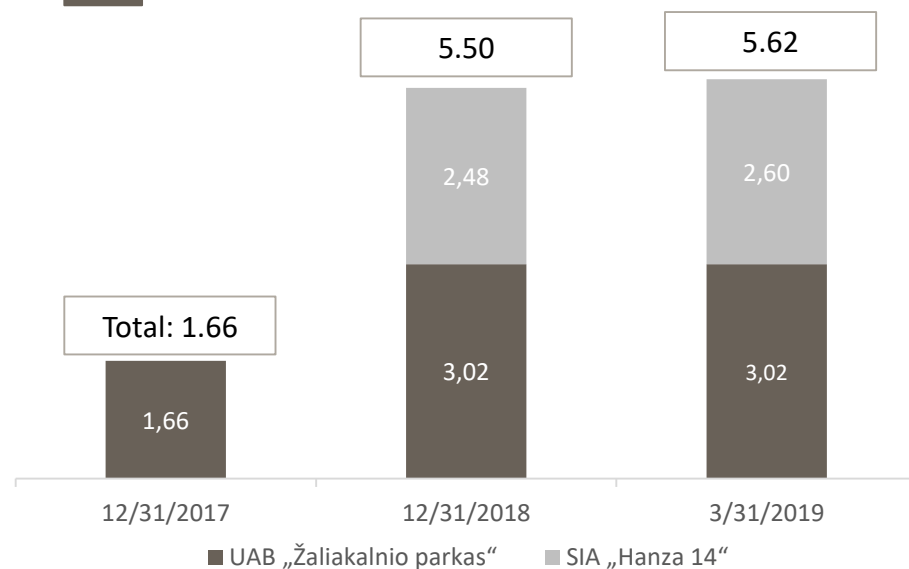
- Growing operating income and net profit of CBREF I;
- Sources of operating income:
 - Profit as a result of change in value and sale of investments
 - Dividends
 - Interest income
- In 2018, the largest share of operating income was generated by profit due to changes in the value of investments and sales.

INVESTMENT PORTFOLIO STRUCTURE OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (1)

1. INVESTMENTS IN CBREF I SPVs (million EUR) (market value)



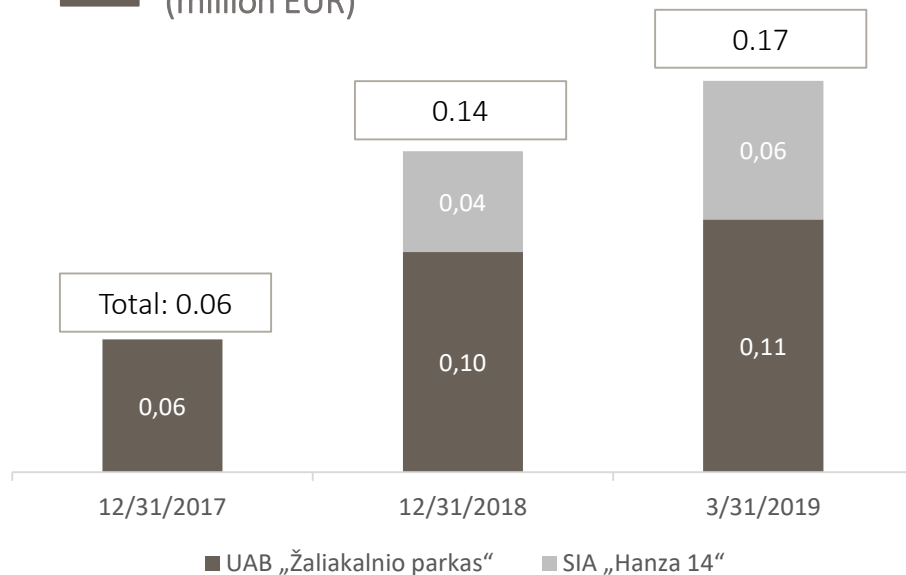
2. SPVs LOANS (million EUR)



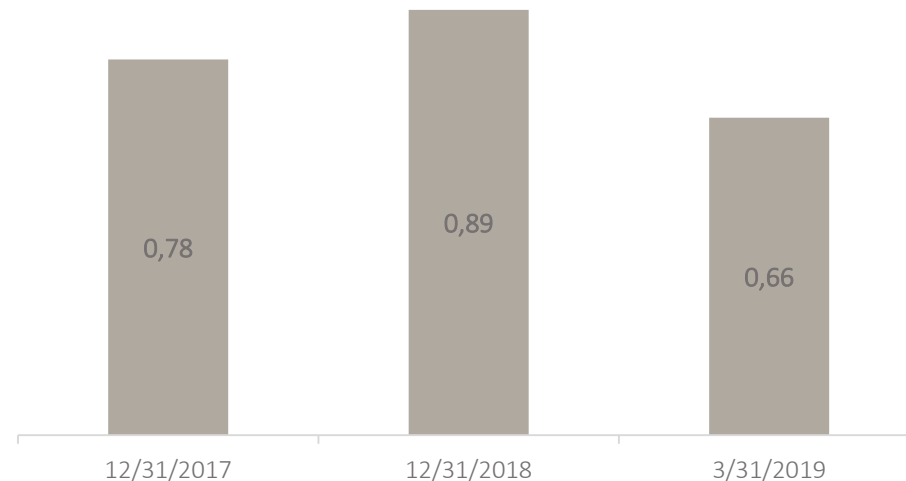
- In 2018, CBREF I acquired a plot of land in Riga, where two A-class business centers will be developed, with a total leasable area of around 30,000. sq.m.
- In 2018, CBREF I granted loans to UAB Žaliakalnio Parkas (for the construction of Kaunas Dock, stage II) and the acquisition of the SIA Hanza 14 plot in Riga.

INVESTMENT PORTFOLIO STRUCTURE OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (2)

3. RECEIVABLES FROM SPVs
(million EUR)



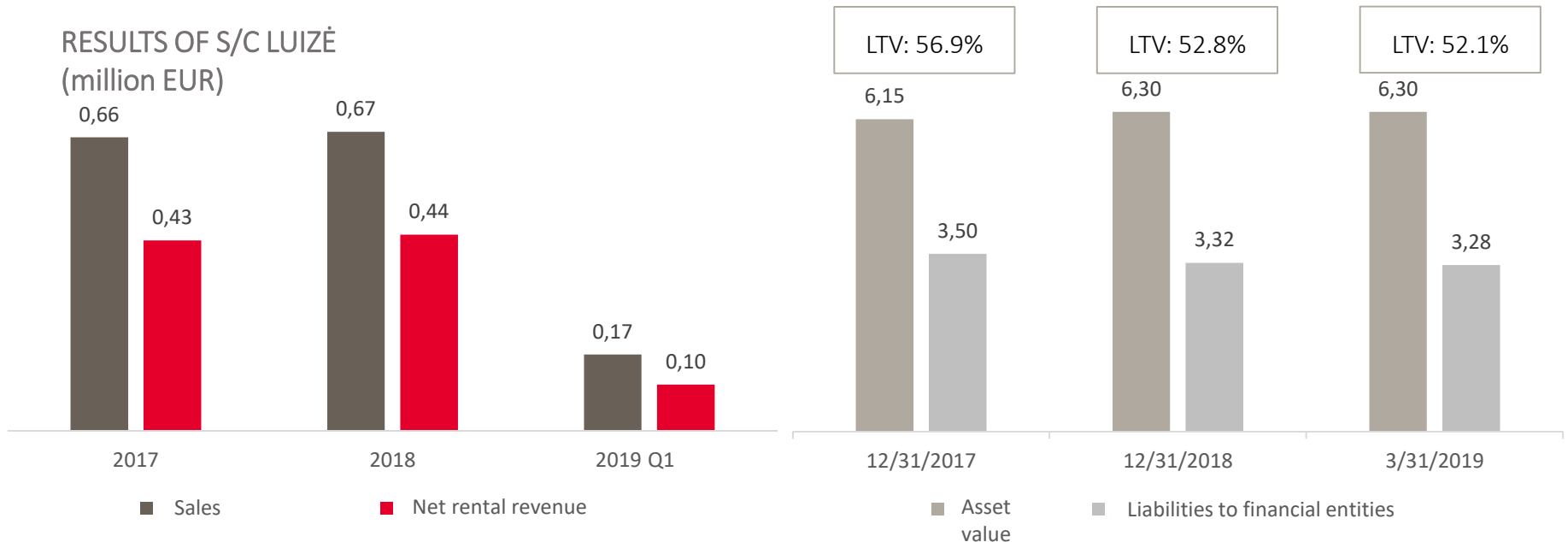
4. CBREF I CASH
(million EUR)



- Due to loans granted to SPVs (UAB Žaliakalnio Parkas and SIA Hanza 14) in 2018 and 2019 Q1, higher receivables from the SPVs at the end of 2019 Q1.
- Decreased CBREF I cash balance by the end of 2019 Q1 due to loans granted to SIA Hanza 14.

BUSINESS OVERVIEW OF OBJECTS OWNED OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (1)

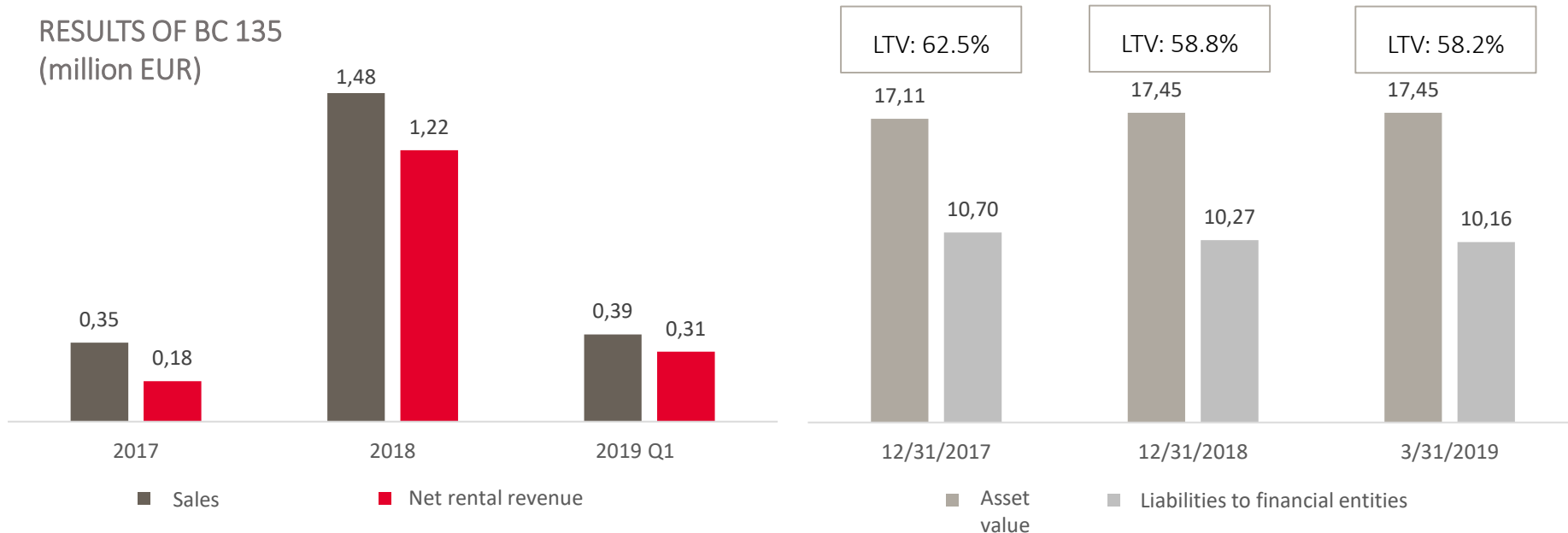
RESULTS OF S/C LUIZĖ (million EUR)



- Stable growth of sales revenue and net rental income of UAB PC Luizė;
- On March 31, 2019, the occupation level of PC Luizė was 92%;
- Average weighted rental price: EUR 10.3/m²;
- The weighted average duration of lease agreements is 4.3 years.

BUSINESS OVERVIEW OF OBJECTS OWNED OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (2)

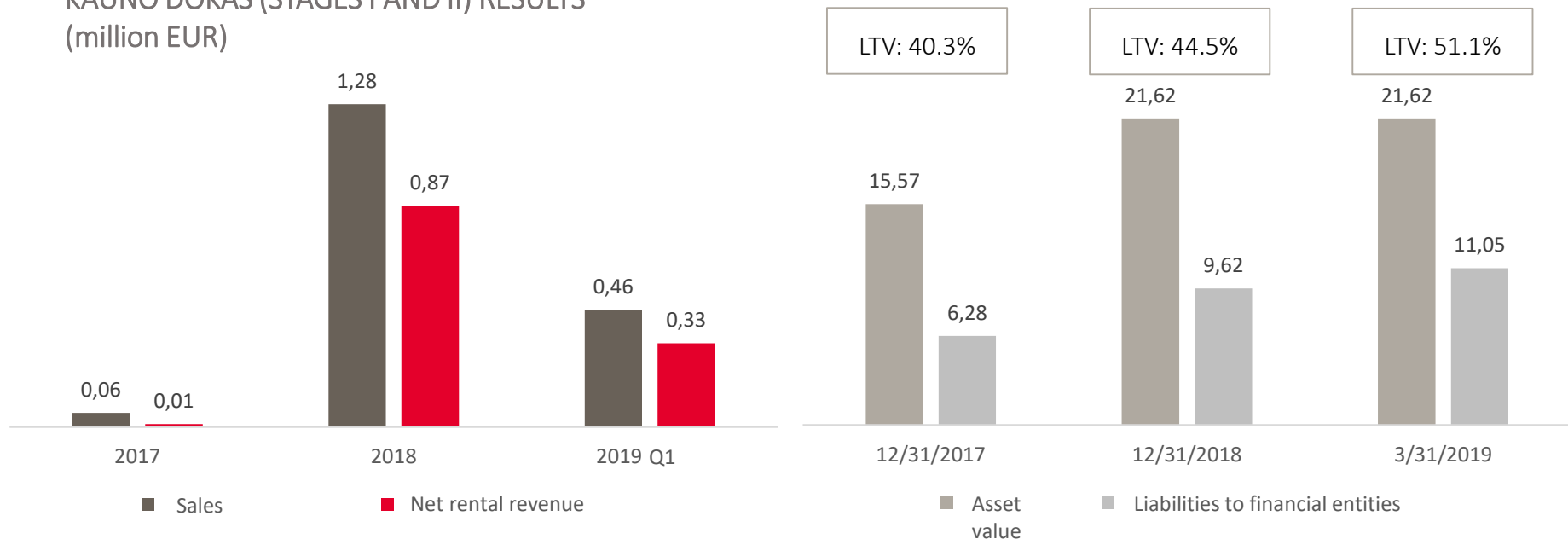
RESULTS OF BC 135
(million EUR)



- Stable flow of sales revenue and net rental income of UAB Verslo centras 135;
- On March 31, 2019, the occupation level of Verslo centras 135 was 100 %;
- Average weighted rental price: EUR 13.1/m²;
- The weighted average duration of lease agreements is 3.3 years.

BUSINESS OVERVIEW OF OBJECTS OWNED OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (3)

KAUNO DOKAS (STAGES I AND II) RESULTS
(million EUR)



- On March 31, 2019, the occupation level of Kauno Dokas (stage I) was 94%;
- Occupation of Kauno Dokas (stage II) currently 27%; based on this, a lease agreement has been signed in advance;
- Average weighted rental price - EUR 11.1/m²;
- The weighted average duration of lease agreements is 3 years.

SUMMARY OF ACTIVITIES OF UAB CAPITALICA BALTIC REAL ESTATE FUND I AND OWNED OBJECTS

- In 2018, CBREF I net profit increased by 16% and amounted to EUR 1.88 million. The growth of net profit was mainly influenced by the change in investment value and sales income.
- In the overall CBREF I portfolio investment structure, investments in CBREF I SPVs increased by 28% in 2018, and by 20% in 2019 Q1, to 3.8%. At the end of March 31, 2019, investments in CBREF I SVPs amounted to EUR 17.58 million.
- In 2018, loans granted to SPVs increased by EUR 3.84 million, In 2019 Q1, by EUR 0.12M. At the end of March 31, 2019, loans granted by CBREF I to UAB Žaliakalnio parkas and SIA Hanza 14 accounted for a total of EUR 5.62 million.
- At the end of March 31, 2019, due to loans granted to SPVs, receivables (interest on loans granted) amounted to EUR 0.17 million, and the cash balance decreased to EUR 0.66 million.
- In 2018, performance results SPVs owned by CBREF I were positive, a growth in sales and net rental income was noticed. The total weighted LTV ratio on December 31, 2019, was 49.1%. The average weighted occupancy rate of objects managed by CBREF I 95.7% (excluding Kaunas Dock, stage II).
- As of March 31, 2019, debts of SPVs owned by CBREF I to credit institutions amounted to EUR 24.49 million.

PROJECTS IN DEVELOPMENT

#1 KAUNO DOKAS, STAGE II

MAIN INFORMATION:

- Class A business center
 - Gross leasable area: approx. 5,100 sq.m
 - Average rental price: EUR 11/sq.m
 - Net rental revenue (2020 p.): EUR 0.69 million
 - Project funding; **secured**.
 - **End of the project: 2019 Q2**
-
- Currently, we have signed pre-lease agreements whereby total occupation already amounts to **27%** of the leased building area.
 - It is planned to fully fill the building with tenants by autumn 2019.



PROJECTS IN DEVELOPMENT

#2 H14 PROJECT IN RIGA



PROJECTS IN DEVELOPMENT

#2 H14 PROJECT IN RIGA

MAIN INFORMATION:

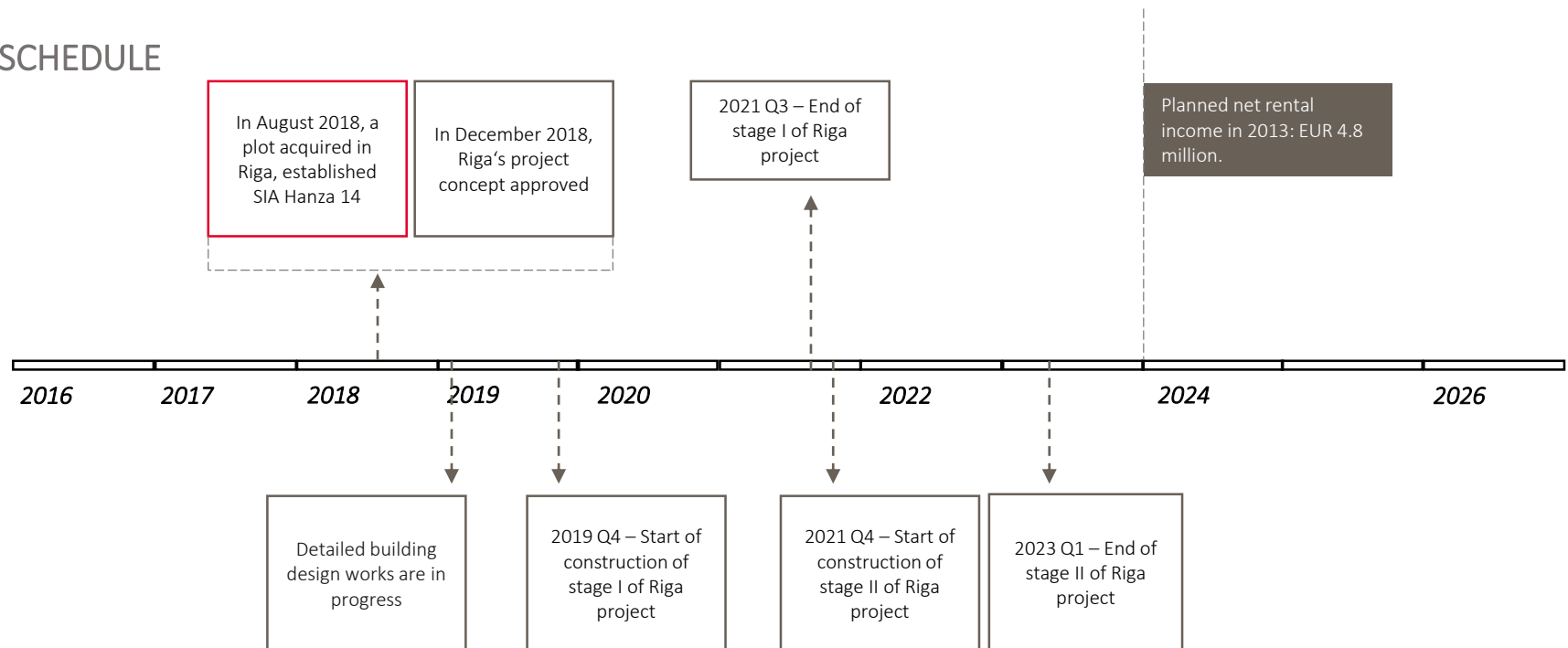
- Exclusive Design (according to ARHIS architects)
 - Two Class A business centers (constructed in two stages)
 - Land area: 135 ares
 - Total area: approx. 38,000 sq.m
 - Rentable area: approx. 30,000 sq.m
 - Parking: 412 places
 - Project development: 2018-2022
 - Total investment: EUR 62 million
 - Net rental revenue (2023): EUR 4.8 million
-
- *LOCATION: CENTRAL CITY LOCATION, DISTRICT OF SKANSTE, RIGA*
 - *BREEAM EXCELLENT (NEW CONSTRUCTION) SUSTAINABILITY CERTIFICATE*



PROJECTS IN DEVELOPMENT

#2 H14 PROJECT IN RIGA

SCHEDULE



- In 2019, the planned investment amount in Riga's project will amount to 2.5 million. EUR;
- Investments in 2020-2022: approx. EUR 54 million. EUR;

HISTORICAL FINANCIAL INFORMATION OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (1)

CBREF I PROFIT LOSS REPORT

- The Company's financial statements are prepared in accordance with international accounting standards. Financial year: 1 January-31 December
- Data for 2017 and 2018 is presented in accordance with the audited financial statements of the Company. It, together with the annual reports and the auditor's conclusions, can be accessed as described in slide 59. Data of 2018 Q1 and 2019 Q1 has not been audited.
- Auditor: UAB ERNST & YOUNG BALTICS

CBREF I, EUR	2016	2017	2018	2018 Q1	2019 Q1
INCOME OF MAIN ACTIVITIES	-	2,440,859	2,782,539	406,678	681,870
<i>yearly change</i>		100%	14%	-	68%
COSTS OF MAIN ACTIVITIES	-	491,130	506,935	-	8,208
<i>yearly change</i>		100%	3%	-	100%
GROSS PROFIT (LOSS)	-	1,949,729	2,275,604	406,678	673,662
<i>yearly change</i>		100%	17%	-	66%
<i>Gross profit margin</i>	-	80%	82%	-	99%
GROSS AND ADMINISTRATIVE EXPENDITURE	1,525	325,692	398,550	53,747	98,796
<i>yearly change</i>		21,257%	22%	-	84%
PROFIT (LOSS) BEFORE TAXATION	(1,525)	1,624,037	1,877,054	352,932	574,867
<i>yearly change</i>		106,594%	16%	-	63%
NET PROFIT (LOSS)	(1,525)	1,624,037	1,877,054	352,932	574,867

- In 2018, CBREF I basic business revenue increased by 14%, mainly due to the impact of paid dividends and interest income;
- In 2018, gross and net profit increased by 17% and 16% respectively.

HISTORICAL FINANCIAL INFORMATION OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (2)

CBREF I BALANCE (1)

CBREF I, EUR	12/31/2016	12/31/2017	12/31/2018	3/31/2018	3/31/2019
A. LONG-TERM ASSETS		14,943,533	22,572,461	15,388,409	23,371,123
FINANCIAL PROPERTY		14,943,533	22,572,461	15,388,409	23,371,123
Investments in companies of the group of companies		13,230,000	16,937,709	13,667,118	17,580,959
Loans to group companies		1,655,904	5,495,684	1,655,904	5,620,684
Receivables from group companies		57,629	139,068	65,387	169,480
B. SHORT-TERM ASSETS	1,306	782,800	886,362	714,911	661,541
MONEY	1,306	782,800	886,362	714,911	661,541
C. FUTURE COSTS AND INCOME ACCRUED		-	-	-	-
TOTAL ASSETS	1,306	15,726,333	23,458,823	16,103,320	24,032,664

- Financial assets consist of: 1) investments in group companies (SPVs), 2) loans to group companies (SPVs) and 3) receivables from group companies (SPVs);
- Short-term assets: money.
- As of March 31, 2019, there were no future expenses and accrued income.

HISTORICAL FINANCIAL INFORMATION OF UAB CAPITALICA BALTIC REAL ESTATE FUND I (3)

CBREF I BALANCE (2)

CBREF I, EUR	12/31/2016	12/31/2017	12/31/2018	3/31/2018	3/31/2019
D. EQUITY CAPITAL	975	15,514,513	23,236,578	15,907,940	23,811,444
CAPITAL	2,500	13,416,537	18,362,432	13,416,537	18,362,432
SHARE BONUS	2,500	475,464	1,374,580	475,464	1,374,580
RETAINED PROFIT (LOSS)	(1,525)	1,622,512	3,499,566	2,015,939	4,074,433
F. PAYABLE SUMS AND OTHER OBLIGATIONS	331	211,820	222,245	191,145	221,220
PAYABLE SUMS AND OTHER OBLIGATIONS AFTER ONE YEAR		191,051	184,335	170,014	186,603
PAYABLE SUMS AND OTHER OBLIGATIONS IN ONE YEAR	331	20,769	37,910	21,131	34,617
G. COSTS ACCRUED AND FUTURE INCOME		4,235	7,037	4,235	-
TOTAL EQUITY CAPITAL AND OBLIGATIONS	1,306	15,726,333	23,458,823	16,103,320	24,032,664

- At the end of March 31, 2019, CBREF I's authorized capital amounted to EUR 18,362,432 and the retained earnings were EUR 4,074,433;
- Payable after one year: the accrued success fee. The success fee is paid at the end of the Company's period of activity.

PERFORMANCE INDICATORS OF UAB CAPITALICA BALTIC REAL ESTATE FUND I

FINANCIAL INDICATORS

CBREF I indicators (on a consolidated level)*	2017	2018	2019 Q1
Financial debt, million EUR	20.48	23.22	24.49
Gross financial debt, million EUR	19.11	21.88	23.20
Debt-to-property ratio	52.7%	46.6%	49.1%
Net financial debt/EBITDA**	30.21	9.49	-
Debt-service coverage ratio (DSCR)	-	1.80	2.07
Financial dependency rate (D/E)	1.44	1.29	1.32
Debt ratio (D/A)	0.48	0.43	0.44

- Financial debt of CBREF I (aggregating all financial debts of SPVs) at the end of 2019 Q1 amounted to EUR 24.49 million. EUR;
- The debt-to-assets ratio decreased and, at the end of 2019 Q1, amounted to 49.1%;
- Debt-service coverage ratio: 2.07.
- Debt ratio at the of 2019 Q1 amounted to 0.44.

* The group's consolidated reports are not being prepared. The indicators are calculated using the financial data of the Company and all existing legal entities controlled by the Company. As the Company does not have any financial debts and because the loans are granted only to legal entities controlled by the Company, the indicators at the Company's level are not calculated.

** The indicator is calculated at the end of the year.

TRANSACTIONS WITH RELATED PARTIES

PARTIES RELATED TO THE ISSUER;

- UAB Koncernas SBA (ultimate controlling shareholder);
- UAB Capitalica Asset Management (Management Company);
- Other companies of the SBA group.

Below are the transactions with related parties in 2017 and 2018 (in euros):

	2017	2018	2019 Q1
Management fee to UAB CAPITALICA ASSET MANAGEMENT	90,772	289,341	86,659
UAB Koncernas SBA	500	-	-
Other companies of the SBA group:			
Loans granted with interest accrued	1,713,533	3,839,780	155,415
Loans granted with interest accrued (balance)	1,713,533	5,634,752	5,790,164
Other	3,974,489*		

* This amount includes acquisitions of shares of UAB PC Luizė and UAB Žaliakalnio parkas. On March 17, 2017, the Company purchased 100% of the shares of UAB PC Luizė owned by UAB Evenmor for EUR 2,124,489; On June 23, 2017, the company purchased 100% of the shares of UAB Žaliakalnio parkas, owned by UAB Urban Inventors, for EUR 1,850,000. These acquisitions satisfy market conditions.

ADDITIONAL INFORMATION (1)

Information about working capital and debts: As of March 31, 2019, the Company's working capital was sufficient and amounted to EUR 626,924. The amounts due in one year amounted to EUR 34,616. Payable sums included the management fee, legal services, and audit costs. As of March 31, 2019, payable sums after one year (accumulated success fee) amounted to EUR 186,603. The success fee is paid at the end of the Company's period of activity.

The Issuer's policy with regard to dividends: The decision on the distribution of profits and the distribution of dividends to the Company's shareholders is made at the General Meeting of Shareholders. According to the plans of the Company, as a collective investment entity, after the defined investment period of the Company, it will be sought to distribute dividends to the Company's shareholders in order to achieve a 5% dividend yield from the initial value of the Company.

Neither the Company nor its SPVs are involved in legal proceedings. Neither the Company nor its SPVs had any cases brought against them (including bankruptcy proceedings) in the past.

The Issuer does not have information that members of the Management Company of the Company or other persons related to the Management Company of the Company are being prosecuted in cases of fraud or other economic violations.

The company has no employees and therefore does not carry out employee incentive programs.

Provision of the information

Information on the start and end of the Bond distribution and other distribution related events will be published on the Company's website: www.capitalica.lt

Public documents

This Reference Document, Company's annual audited financial statements of 2017 and 2018, the annual reports and auditor's report of 2017 and 2018, and financial statements are available at the Company's registered office at Laisvės al. 3, in Vilnius, during the Company's work time (from 9am to 6pm), it is also published on the Company's website www.capitalica.lt.

These documents are also available at the location of the Bondholders' Trustee at A. Juozapavičiaus g. 6, LT-09310 Vilnius, the Republic of Lithuania.

At the request of the person, these documents will be sent to them by e-mail.

A copy of the decision of the Issuer's General Meeting of Shareholders on the issue of the Bond issue of April 29, 2019

The following decision of the General Meeting of Shareholders confirmed:

To issue up to 49,990 (forty nine thousand nine hundred ninety) units of ordinary, non-convertible, fixed rate Company bonds under the following conditions:

1. The nominal value of the bond issue is up to EUR 4,999,000 (four million nine hundred ninety-nine thousand).
2. Currency of the Bond emission: Euros.
3. Nominal value of a single Bond: EUR 100 (one hundred).
4. Price of a single Bond: EUR 100 (one hundred).
5. The total maximum number of bonds issued: up to 49,990 (forty-nine thousand nine hundred ninety).
6. Bond issue date: June 3, 2019
7. The maturity (term) of the Bond Issue: 3 (three) years from the start date of the Bonds.
8. The bond redemption date, if the bonds are not redeemed earlier, is June 3, 2022 (hereinafter referred to as "Redemption Date"). Bond Redemption Date, which is the date from which the bondholders acquire the right to receive from the Company the amount of money, which consists of the nominal value of their bonds and the calculated but unpaid interest.
9. The Bonds are redeemed on the Redemption Date, by paying the nominal value of the Bonds to its owners. On the Redemption Date, the interest calculated up to the Redemption Date shall be paid. The right to receive the nominal value of the Bonds and the interest accrued shall be held by the Bondholders one business day before the relevant payment date.

10. Redemption of the Bonds before June 3, 2022 is possible at the request of the bondholders. If it becomes clear that the Company has made or has at least one of the cases of default referred to in paragraph 10.2 of the decision, and, because the meeting of the Bondholders, in accordance with the procedure established by the Law on the Protection of the Interests of the Companies of the Republic of Lithuania and the Companies of the Private Limited Liability Companies, approves the decision to immediately redeem the Bonds from Company for the nominal value and pay all the accrued interest within 10 calendar days after the decision of the bondholders meeting to redeem all the issued and not yet redeemed bonds by paying the nominal value of the bonds and paying the calculated and unpaid interest. If such a decision of the Bondholders' meeting to demand immediate redemption of the Bonds from the Company is not made within 3 (three months) after it has become clear that the Company has made or at least one of the default events listed in paragraph 10.2 below has happened, the bondholders shall lose the right to claim earlier redemption on that basis.

10.1. Additional obligations of the Company it has to comply with before the date of the Bond redemption date:

10.1.1. The total financial debt of the Company's group of companies shall not exceed 85% (eighty-five percent). This indicator will be calculated once a year according to the data of the end of the previous financial year (i.e. December 31), aggregating the financial debts of the Company and financial debts of all existing legal entities controlled by the Company and dividing it by the total value of assets managed by the legal entities controlled by the Company, multiplied by 100. This financial debt indicator of the Company's group of companies shall be indicated in the audited annual financial statements of the Company.

"Company Group," in the context of this provision, shall understood as the Company and legal persons controlled by the Company.

"Financial debts of the Company," in the context of this provision, shall be understood as financial liabilities of the Company arising from the Bonds issued on the basis of this Decision.

“Legal entity controlled by the Company” means a legal person whose 100% (one hundred percent) of the issued capital (shares) and voting rights are held by the Company.

“Financial debts of legal entities controlled by the Company,” in this context, shall mean financial liabilities of legal entities controlled by the Company to credit institutions under credit, issue of letter of credit, factoring or other similar type of loan agreements, which provide for payment of interest for the use of the refunded amount of money.

“The value of the assets controlled by the legal entities controlled by the Company,” in the context of this provision, shall be understood as the value of the real estate (buildings and land) owned by the legal entities controlled by the Company, established by the independent property valuer and specified in the annual financial statement set of the respective legal entity controlled by the Company, which may be audited or not.

10.1.2. The Company will not grant loans to third parties. Third parties in this context means any person that is not legal entity controlled by the Company (as defined in point 10.1.1). This limitation does not apply to the Company’s investments in various investment-grade securities of any government of the world, or any company that carries its business in any country.

10.1.3. The Company will not guarantee or warrant the fulfillment of the obligations of third parties, nor will it ensure fulfillment of the obligations of third parties by pledging of the Company's assets or mortgages, except for the assurance of fulfillment of obligations of legal persons controlled by the Company. Third parties in this context means any person that is not legal entity controlled by the Company (as defined in point 10.1.1).

10.2. Cases where bondholders have the right to demand redemption of the Bonds before the redemption date as discussed in paragraph 10 above:

10.2.1. The Company shall not pay all the interest accrued to any bondholder on the date of payment of interest in accordance with the procedure provided for in this Decision and shall remain unpaid for 5 (five) business days;

10.2.2. The Company shall not pay in due time to any third party any reasonably payable amount of over EUR 500,000 (five hundred thousand) in accordance with any loan agreement and this amount shall remain unpaid for 5 (five) business days;

10.2.3. The Company has discontinued its activities;

10.2.4. Decision on liquidation of the Company has been adopted;

10.2.5. Bankruptcy procedure has been initiated for the Company;

10.2.6. The Company has breached any of its obligations under paragraph 10.1 above.

11. The Company shall not impose any additional restrictions on the transfer of the Bonds.

12. The bonds are subject to a fixed annual interest. The annual interest rate is 5 (five) percent calculated from the nominal value of the Bonds, i.e. the annual interest rate on one Bond is 5 (five) euros. The amount of interest paid to each bondholder depends on the number of Bonds they hold and the total nominal value. Interest is calculated in euros on a daily basis, based on the actual number of days the interest is paid for, divided by the actual number of days in the (Act/Act).

13. Interest for the Bonds is paid every 3 (three) months for the previous three corresponding months. Interest payment days are September 3 and December 3, 2019, March 3, June 3, September 3, and December 3, 2020, March 3, June 3, September 3, and December 3, 2021, March 3 and June 3, 2022. The right to received the interest calculated belongs to entities that are Bondholders one day before the corresponding payment date. If any of the intended interest payment days is not a business day, the interest accrued for the relevant three-month period shall be paid on the last business day preceding the relevant interest payment date. If bonds were redeemed before June 3, 2022, interest for periods after such prior redemption shall no longer be calculated and shall not be payable.

14. Interest calculation begins on the date of the Bond emission. For the purpose of calculating and paying interest for the relevant period of the previous three months, the date on which the interest is to be paid shall not be included in the calculation. Interest on Bonds not issued is not calculated.

15. The Company's obligation to redeem the bonds (to pay its nominal value) and to pay interest shall not be secured by additional measures that secure performance of the duties.

16. The Bond issue distribution period (initial bond circulation) is from May 2nd, 2019 to December 3rd, 2019. If by June 3rd, 2019, the total number of Bonds will not be distributed, then, after issuing and registering the number of Bonds already distributed, the distribution of the Bonds (initial circulation) will continue. After June 3rd, 2019, the distributed Bonds will be issued and attached to the Bonds already issued on September 3rd, 2019 and/or December 3, and with the previously issued Bonds will amount to the same issue and the Bondholders will have the same property and non-property rights. Interest on additional bonds issued is calculated as of September 3, and/or December 3, 2019, respectively, including those days.

17. On September 3 and/or December 3, 2019, additional bonds issued, if for any reason it will not be redeemed earlier, will be redeemed on the same redemption date as the bonds issued before, i.e., June 3, 2022.

18. Only fully paid Bonds will be issued. The bond subscription and payment procedure is set by the bond distributor. The subscribed bonds will have to be fully paid by June 3, September 3, or December 3, 2019, respectively.

19. If by June 3, 2019, at least 10,000 bonds will not be distributed, the Company's bonds will be considered non-distributed and will not be issued. Further distribution of the Bonds will not be carried. In this case, the investors who have already paid for the Bonds (if any) will be reimbursed the amount they have paid.

20. The provision of the Law on the Protection of the Interests of Bond Owners of Joint Stock Companies of the Republic of Lithuania applies to the issue of the Bonds provided in this Decision.
21. To enter into the agreement on the protection of the interests of the bondholders with UAB Legisperitus (company code 302441904) and/or other provider of such services.
22. To enter into a mediation agreement on implementation of a public Bond offer with Šiaulių bankas (company code 112025254) and/or other provider of such services.
23. To conclude an agreement on certified First North advisor service with SORAINEN & Partners and/or other provider of such services.
24. The Bonds are offered publicly upon preparation of the Reference Document approved in accordance with the description confirmed by the Resolution of the Board of the Bank of Lithuania, which is necessary to prepare when publicly distributing bonds of medium size, regarding preparation requirements and cases in which it is not necessary.
25. Not later than 3 (three) months after the effective date of the Bonds, to apply to AB Nasdaq Vilnius for the inclusion of the Bond issue into the multilateral trading system administered by AB Nasdaq Vilnius, i.e. the alternative market First North.
26. After issuing the bonds, the Company will become the debtor of the bondholder(s) and assume the obligations set out in this Decision for the benefit of the bondholder(s) All bonds issued on the basis of this decision constitute one bond issue and give their owners equal property and non-property rights.
27. The Management Company, acting on behalf of the Company shall be entitled to set other Bond issue terms not discussed in this decision, however, without changing or adding no obligations of the Company indicated in this decision for the benefit of the Bondholders.