

OFFERING CIRCULAR FOR OFFER
OF THE SHARES OF ANYKŠČIŲ VYNAS AB
INTENDED FOR PURCHASE

1. Terms and conditions of the official offer.

In the general meeting of shareholders of ANYKŠČIŲ VYNAS AB (hereinafter referred to as the *Company*), which was convened on 22 April 2015, it was decided to remove the Company's shares from AB NASDAQ OMX Vilnius stock exchange secondary list, to suspend public offer of Company's shares and Company group ALITA, AB (legal entity code 302444238) was approved as a person submitting the official tender offer to buy the shares.

Pursuant to paragraph 1 of Article 38 of the Law of the Republic of Lithuania on Securities (hereinafter – the Law), following the decision to delist the shares from the trading of the regulated market operating in the Republic of Lithuania, an official takeover bid (offer) must be submitted and implemented to buy-up the shares admitted to the regulated market operating in the Republic of Lithuania. Subject to paragraphs 2-3 of Article 47², following the decision not to offer the shares publicly the official offer must be submitted and implemented in the company to buy-up the remaining shares of the company. If the issuer's shares were admitted to trading on a regulated market operating in the Republic of Lithuania and the shareholders' general meeting passed a decision not to offer shares publicly together with the decision to delist shares from trading on a regulated market, it is suffice to submit an official takeover offer once and implement it according to the procedure provided for in Article 38 of the Law.

On the April 24, 2015 Company group ALITA, AB published about its intention to submit a tender offer to buy the rest shares of ANYKŠČIŲ VYNAS, AB via the website of the Company. ANYKŠČIŲ VYNAS, AB also notified a regulated market supervisory authority, an operator of the market about the intention to submit a tender offer.

Subject to the fact that the Company group "ALITA", AB (legal entity code 302444238) has been approved as the person providing official offer to buy-up the shares of the Company in the ordinary General Meeting of the Shareholders of the Company, dated on April 22nd, 2015, and pursuant to articles 29-31, 33-36, 38, 43 of the Law, Company group ALITA, AB (hereinafter – Official Offerer) submits and intends to implement a official tender offer (hereinafter – Official offer) to purchase remaining 577 659 (five hundred seventy seven thousand six hundred fifty nine), shares of the Company, which ISIN code LT0000112773, each having nominal value – 0,29 EUR (twenty nine hundreds of an euro).

The price in the Official offer – 0,220 EUR (0,76 LTL) for 1 (one) ordinary registered share of the Company. The substantiation of the estimation and the price of the Official offer are defined in the paragraph 13 of this Circular.

2. Name, legal form, code, address, telephone and fax number, e-mail address and web site address of the company whereof shares are covered by the Official Offer.

Title	AB "Anykščių vynas"
Legal form	Public Limited Liability Company
Code	254111650
Headquarters address	Dariaus ir Girėno st. 8, Anykščiai LT-29131
Telephone	8 (5) 2786215, +37062053107, +37038150233
Fax	+370 381 50350
E-mail	info@anvynas.lt
Web site	www.anvynas.lt

3. Legal information of the Offerer.

3.1. *Full name, residential address, telephone and fax number of the Official Offerer (where the Offerer is a natural person)*

Not applicable.

3.2. *Name, legal form, code, address, telephone and fax number, e-mail address and web site address of the Official Offerer*

In the ordinary General Meeting of the Shareholders, dated on April 22nd, 2015, the shareholders of the Company – Company group "ALITA", AB (legal entity code 3024442389) and joint stock company "MINERALINIAI VANDENYS" (legal entity code 121702328) voted "in favor" of the decision to delist the shares of the Company from the trading of the regulated market operating in the Republic of Lithuania AB „NASDAQ OMX Vilnius“ additional trading list and not to offer the shares of the Company publicly. Pursuant to paragraph 3 of Article 38 of the Law, the official takeover bid (offer) aimed to delist shares from the trading on a regulated market operating in the Republic of Lithuania must be submitted by the shareholders who have voted in favor of the decision to delist the shares from the trading on a regulated market operating in the Republic of Lithuania. One or several shareholders have a right to execute this obligation on behalf of other shareholders. For this reason Company group "ALITA", AB (legal entity code 3024442389) and joint stock company "MINERALINIAI VANDENYS" (legal entity code 121702328) voted "in favor" of the decision to approve the Company group "ALITA", AB (legal entity code 302444238) as the person providing the official offer to buy-up the shares of the Company.

Title	UAB „Mineraliniai vandenys“
Legal form	Private Limited Liability Company
Code	121702328
Headquarters address	J. Jasinskio st.16F, LT-03163 Vilnius
Telephone	8 (5) 2786215, +37062053107, 8 (5) 2786069
Fax	8 (5) 2786087
E-mail	info@mv.lt
Web site	www.mv.lt

Subject to the decision of the General Meeting of the Shareholders of the Company, dated on April 22nd, 2015, the official takeover bid (offer) shall be executed by Company group "ALITA", AB.

Title	Company group ALITA, AB
Legal form	Public Limited Liability Company
Code	302444238
Headquarters address	Miškininkų st. 17, LT-62200 Alytus
Telephone	8 (5) 2786 215, +37062053107, +370 315 57243
Fax	+370 315 79467
E-mail	alita@alita.lt
Web site	www.alita.lt

3.3. Full name, residential address, telephone and fax number of the Official Offerer's representative (where the representative is a natural person)

Not applicable.

3.4. Full name, address, code, telephone and fax number of the Official Offerer's representative (where the representative is a legal entity)

Not applicable.

4. Person who is consulting the Offerer (company's name, consultant's full name, headquarters address, telephone and fax number).

Not applicable.

5. Duration of implementation of the Official Offer (in days).

The implementation of the Official Offer will be commenced on the 4th (fourth) business day following the decision on approval of this Offering Circular (hereinafter referred to as the Circular) by the Bank of Lithuania.

Duration of the implementation of the Official Offer – 14 (fourteen) calendar days.

6. Number of shares issued by the company whereof shares are covered by the Official Offer by types, classes, ISIN code, their nominal price and number of own shares.

The size of the Company's authorized capital is 5 800 000 EUR (five million eight hundred thousand euros). It is divided into 20 000 000 (twenty million) ordinary nominal shares having nominal value of 0,29 EUR (twenty nine hundreds of an euro) each. ISIN code of the shares: LT0000112773.

As of the day of the submission of the Circular the Company has not acquired own shares.

7. Information on placing the securities of the company whereof shares are covered by the Offer for sale in the regulated market.

All registered ordinary shares of the Company are enclosed in the Additional trading list of NASDAQ OMX Vilnius.

8. Minimum and maximum number of shares intended for purchase by types, classes, ISIN code of the company whereof shares are covered by the Offer; if the owners of the securities

of the company whereof shares are covered by the Offer do not specify the number of the securities intended for purchase, the official offer shall be considered as a failure (to be filled in if a voluntary official offer is announced).

Not applicable.

9. Number of shares issued by the company whereof shares are covered by the Official Offer by types, classes, ISIN code, the number of votes carried by these shares (%) which:

9.1. were or are held by the Offerer at the shareholders meeting of the company whereof shares are covered by the Offer on the moment of exceeding the limit of 1/3 of all votes and on the day of signing of this Circular (to be filled in case of the mandatory official offer); were held by the Offerer on the day of signing of this Circular (to be filled in case of the voluntary offer).

On the day of signing of this Circular the Official Offerer owns 18 980 045 (eighteen million nine hundred eighty thousand forty five) registered ordinary shares of the Company (VP ISIN code LT0000112773), constituting 94,9 proc. of votes carried by them at the general meeting of shareholders of the Company¹.

9.2. were or are held by every person jointly acting at the shareholders meeting of the company whereof shares are covered by the Offer on the moment of exceeding the limit of 1/3 of all votes and on the day of signing of this Circular (to be filled in case of the mandatory official offer); were held by every jointly acting person on the day of signing of this Circular (to be filled in case of the voluntary offer).

Not applicable.

9.3. Persons referred to in the items 9.1-9.2 are entitled to acquire the company's whereof shares are covered by the Offer securities on their own initiative on the basis of the valid agreement.

Not applicable.

9.4. The third persons have deposited their shares to the persons referred to in the item 9.1-9.2, who have been entitled to exercise voting rights carried by their shares at their own discretion.

Not applicable.

10. Type, class, ISIN code (if any) and number of the securities issued by the Offerer whereof title belongs to the company whereof shares are covered by the Offer as well as the number of votes at the Offerer's general meeting of the company whereof shares are covered by the Offer.

The Company has no securities issued by the Official Offerer. Besides, the Company has no votes at the Offerer's general meeting.

¹ The joint stock company "MINERALINIAI VANDENYS" (legal entity code 121702328) which voted "in favor" of the decision to delist the shares of the Company from the trading of the regulated market operating in the Republic of Lithuania AB „NASDAQ OMX Vilnius" additional trading list and not to offer the shares of the Company publicly in the General Meeting of the Shareholders of the Company, dated on April 22nd, 2015, on the signature date of the Circular has 442 296 ordinary registered shares (ISIN code: LT0000112773), constituting 2,21 percent of the authorized capital and votes.

11. Mode of payment for the securities of the company whereof shares are covered by the Offer (cash, securities or a combination of cash and securities).

The payment for the purchased ordinary nominal shares of the Company will be made in cash.

12. The price (exchange rate in case of payment in securities or combination of cash and securities i.e. what whole number represents one security of the company whereof shares are covered by the Offer) offered for the securities of the company whereof shares are covered by the Offer (the price of the Official Offer). In case of voluntary official offer where the payment is made in securities, the price must be also specified in cash.

The price in the Official offer – 0,220 EUR (0,76 LTL) for 1 (one) ordinary registered share of the Company having nominal value of 0,29 EUR (twenty nine hundreds of an euro) each.

The substantiation of the estimation and the price of the Official offer are defined in the paragraph 13 of this Circular.

13. The price estimation method of the securities of the company whereof shares are covered by the offer, price substantiation.

Pursuant to paragraph 4 of Article 38 of the Law, in case a shareholder of the issuer, acting independently or together with other persons submitted and implemented a mandatory takeover bid not earlier than three months prior to the decision of the general meeting of shareholders to delist the issuer's shares from the trading on a regulated market operating in the Republic of Lithuania, the price shall be fixed equal to the price paid for the shares acquired this way.

The price of this Official offer, which is provided in order to implement the decision of Company's General Meeting of Shareholders dated on April 22nd, 2015, is equal to the price which was fixed in the non-competitive official offer to buy-up the shares of AB „ANYKŠČIŲ VYNAS“ circular, the period of implementation of which had been January 16th, 2015 – January 29th, 2015. The abovementioned non-competitive official offer was approved by the decision No 241-4 of Supervision Service of the Bank of Lithuania dated on January 12th, 2015.

The weighted average market price of Company's shares – 0,220 EUR (0,76 LTL) for (one) ordinary registered share of the Company, having nominal value of 0,29 EUR (twenty nine hundreds of an euro) each.

14. Information on the securities offered in exchange:

14.1. name, legal form, code, address, web site of the company issuing these securities

Not applicable.

14.2. characterization of the securities (type, class, ISIN code, nominal price etc.)

Not applicable.

14.3. number of the Offerer's securities offered in exchange

Not applicable.

14.4. the regulated market operating in the EU member-state where trade in these securities is permitted

Not applicable.

14.5. where it is possible to find a circular and other information about the offered securities

Not applicable.

15. Information on the offer's financing sources (whether own or borrowed funds will be used for implementation of the offer; the method for securing repayment of the borrowed (offered as a loan) funds: guarantee, surety, mortgage; please specify the credit Company, the guarantor, surety Company, pledge holder (mortgage creditor) etc.).

The implementation of the Offer shall be financed by own funds.

16. Offered compensation for all the losses of the title holders resulting from implementation of the requirements laid down in the parts 1-5 of the article 36 of the Law (method of compensation calculation, mode of payment).

Not applicable.

17. Circumstances determining execution of the Official Offer, which are outside the Offerer's control.

On the day of signing the Circular there were no known circumstances determining execution of the Official Offer which are outside the direct Offerer's control.

18. Offerer's plans and intentions related to the company whereof shares are covered by the Offer in case of occurrence of the Official Offer:

18.1. Continuity of business areas of the company whereof shares are covered by the offer.

Current business areas of the Company will be continued.

18.2. restructurization (change of management structure), shake-up, rearrangement or winding-up

Not scheduled.

18.3. Employees-related policy

The employees-related policy will not be changed.

18.4. managers-related policy

There are no plans to change the policies applied to the members of managing bodies of the Company.

18.5. capital attraction policy

The Company's capital attraction policy will not be changed.

18.6. dividends-related policy

The dividends-related policy will not be changed.

18.7. scheduled amendments of the Articles of Association of the company whereof shares are covered by the offer.

There are no changes in the Company's Articles of association planned.

18.8. Specific remunerations and incentives etc. for the management bodies of the company whereof shares are covered by the offer.

There are no planned special payments, promotion systems to the managers of the Company and it is not expected to temporarily change applied principles of promoting.

19. Written agreement determining rights and mutual liabilities of the jointly acting persons as well as liability for violation of the Offerer's rules of circular development, approval and implementation.

On the day of signing of this Circular there was no agreement of this kind.

20. Written agreements on voting at the general meeting of the company whereof shares are covered by the offer made with other persons.

On the day of signing this Circular the Offerer had no written agreements on voting by a solid vote at the Company's general meetings of shareholders made with other persons.

21. Law governing the agreements related to the official offer made by the securities owners of the Offerer and the company whereof shares are covered by the offer as well as the competent courts.

The legislation of the Republic of Lithuania will govern the agreements made by the Offerer and the Company's shareholders related to the offer. All the disputes will be handled by the courts of the Republic of Lithuania.

22. Information about the Offerer:

22.1. whether the Offerer (natural person) was applied an administrative punishment for violations of the legislation governing stock markets within the last 5 years

Not applicable.

22.2. whether there is any valid previous conviction of the Offerer (natural person) for crimes against property, finance and violations of economic rules

Not applicable.

23. Information on the ongoing trials and arbitral procedures which have or may have substantial influence on the operation or financial status of the Offerer.

In 2011, the Company Group ALITA, AB received a letter from the Foreign Trade Court of Arbitration at the Chamber of Commerce and Industry of Serbia (hereinafter, the Arbitration tribunal) concerning request by the Privatization Agency of the Republic of Serbia (hereinafter, the Privatization agency) to include the Company Group ALITA, AB as the third respondent in the arbitration case No. T-12/10-205, whereby the Privatization agency launched a claim against BAB ALT Investicijos and United Nordic Beverages AB (hereinafter, the UNB) in relation to the Purchase-Sale Agreement of the Shares of the Joint-Stock Company Beogradska Industrija Piva, Slada si Bezalkoholnih Piva dated 24 July 2007, entered into between the Share Fund of the Republic of Serbia and the Privatization agency, on one hand, and AB ALITA (the new name – BAB ALT Investicijos) and the UNB, acting as a consortium, on the other hand (hereinafter, the Privatization agreement). The Privatization agency claimed in total 68,347,168 EUR from BAB ALT Investicijos, UNB and the Company Group ALITA, AB jointly for the alleged violations of the Privatization agreement. On 15 November 2011 the Arbitration tribunal rendered the Partial award concerning jurisdiction on the Company Group ALITA, AB, whereof it decided to include the Company Group ALITA, AB as the third respondent in the arbitration case. In the meantime, the Arbitration tribunal adopted award on 17 September 2012, whereof the respondents are ordered to pay to the Privatisation agency fines in the amount of 16,848,655 EUR (instead of claimed 68,347,168 EUR) together with annual interest of 1.95%, but the liability of the Company Group ALITA, AB is limited to the maximum amount of 39,196,065 Litas (11,351,965 EUR). Also, Privatisation agency was awarded legal expenses of 204.832 EUR and the award stated that respondents were fully responsible for them. The Company Group ALITA, AB holds that all the claims of the Privatization agency against the Company Group ALITA, AB are ungrounded and are expected to be dismissed. The intention of the Company Group ALITA, AB is to use all available legal remedies to fight the award of 17 September 2012 made by the Arbitration tribunal. Should the final outcome of the litigation be unfavourable to the Company, there is a risk that significant amounts or other types of claims will be awarded and that could have a material negative effect to the Company and shareholders.

24. Sources where the Offerer intends to publish information about the official offer and its implementation.

The information about the Official offer shall be published in the electronic publication “Public announcements of legal entities” published by VĮ Registry of Legal Entities.

The Offerer will publish the information about the Official Offer and its implementation in the Company’s web site www.anvynas.lt

25. Other information at the Offerer’s discretion.

The Article 30 of the resolution No 45 “Regarding the provision and examination of the notice about the concentration and the approval of the calculation of income procedure” passed on the April 27th, 2000 by the Competition Council of the Republic of Lithuania, determines that pursuant to paragraphs 4, 12, 14 and 15 of the Article 3 of the Law on Competition of the Republic of Lithuania the concentration is not deemed if the composition and current control of the shareholders do not change. This provision states that such inner rearrangements (restructure) or the establishment of new company inside the group of associated economic entities are not considered as concentration. For this reason a decision of the Competition Council of the Republic of Lithuania approving the buy-up of the shares defined in this Official offer is not needed.

The Company's shareholders may get acquainted with the Circular at the Company's premises at the address below: Dariaus ir Girėno str. 8 Anykščiai, on business days from 10.00 AM till 4.00 PM. (early registration is required. Please call +370 381 50233) or visit the Company's website www.anvynas.lt. For more information please call (8-5) 278 6065.

The Company's shareholders willing to sell the Company's shares during the Official Offer may apply to any financial brokers or credit institutions operating in Lithuania and assign them to sell the Company's shares in the order agreed upon with the financial broker or credit institution.

26. Approval by the persons who developed the offer's circular and responsible for information contained herein that the information in this circular is correct and that no important information has been omitted where such information might have any influence on the securities owners' opinion about the official offer.

By signing this Circular I approve that the information contained herein to the best of my knowledge is true and correct and that no important information has been omitted where such information might have any influence on the securities owners' opinion about the official offer.

Company group ALITA, AB
General Manager

_____ Seal

Česlovas Matulevičius

Signature date April 27, 2015