

A CLASS BUSINESS CENTRE SECURED BONDS

INVESTOR PRESENTATION

KONSTITUCIJOS AVENUE 14A, VILNIUS

UAB "KVARTALAS"

RIGHT BANK DEVELOPMENT FUND



NOVEMBER, 2024

Disclaimer

This presentation has been prepared by UAB "Kvartalas" (the Issuer) for the sole purpose of providing the recipient with background information on the Issuer, its sole shareholder – the closed-ended real estate investment fund intended for informed investors, Right Bank Development Fund (the Fund) and the Fund's management company UAB "Lords LB Asset Management".

The Issuer is developing and constructing an A++ class business centre, "SAVARŽĖLĖ" (the Project), located at Konstitucijos Ave 14A, Vilnius, and anticipates issuing up to EUR 50,000,000 in secured fixed-term bonds to finance the project.

This document is not a prospectus within the meaning of Regulation (EU) No 2017/1129 and is intended solely for informational purposes. Investing entails risks, so in order to comprehensively understand the terms and conditions of the Issuer's bond and risks associated with acquisition of bonds of the Issuer, each prospective investor should carefully read the base prospectus of the Issuer, approved by the Bank of Lithuania on 18 November 2024 and final terms of the 1st tranche of bonds (an inseparable part of the base prospectus), both published at www.savarzele.lt, and consult with his/her/its financial, business, legal, and tax advisors before making an investment decision. However, please note that the information contained in this presentation is consistent with the information in the base prospectus and final terms of the 1st tranche of bonds.

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Overview of the A-class Business Centre “SĄVARŽĖLĖ”

Key Project details

Location	<ul style="list-style-type: none">• Konstitucijos ave. 14A, Vilnius CBD¹
Land plot	<ul style="list-style-type: none">• 6,430 m² (ownership: freehold)
Building area aboveground	<ul style="list-style-type: none">• 7 floors, 19,235 m²
Building area underground	<ul style="list-style-type: none">• 2 floors, 11,048 m², 343 parking spaces
Gross leasable area (GLA)	<ul style="list-style-type: none">• 20,779 m²
Construction schedule	<ul style="list-style-type: none">• Q1 2024 – Q4 2025
Investment	<ul style="list-style-type: none">• EUR 78.1m
Sustainability	<ul style="list-style-type: none">• A++ energy class• <i>BREEAM Outstanding (New Construction)</i>²



Management company

RSHP

Architect

ŠIAULIŲ  BANKAS

Anchor tenant

Swedbank 

Arranger and dealer of Bonds

Colliers

Exclusive lease agent

CONRES

General contractor

¹ Central Business District.

² *BREEAM Outstanding* interim certificate for the design stage was obtained in September 2024. *BREEAM Outstanding (New Construction)* and an A++ energy class rating are expected to be received after the completion of the building.

Overview of the Bonds

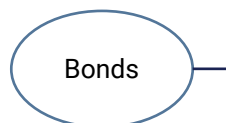


Lords LB Asset Management

Managed by

Right Bank Development Fund

100% ownership



UAB "Kvartalas" Issuer

Property ownership



- A leading Baltic real estate, energy, infrastructure and private equity fund manager, with assets under management (AUM) of EUR 1.34bn¹
- Closed-ended real estate investment fund intended for informed investors
- Established in 2021, its sole investment is in business centre "SAVARŽELĖ"
- A Special-Purpose-Vehicle (SPV) established for the development of business centre "SAVARŽELĖ"

Overview of key terms of the secured Bonds

Total issue size	• Up to EUR 50m
1st tranche size	• EUR 6m
Interest	• 8% (fixed) per annum, paid semi-annually
Maturity	• 19 December 2026
Denomination	• EUR 100
1st tranche issue price	• EUR 100
Collateral	• 1 st rank mortgage (building and land plot)
Offering	• Public offering to retail and institutional investors in Lithuania, Latvia and Estonia • Simultaneously may be offered in European Economic Area (EEA) through private placement in compliance with applicable laws
1st tranche offering period	• 26 November – 11 December 2024

¹ As of 30th June 2024

Development of a Landmark Property in the Heart of Vilnius CBD



- Right Bank Development Fund, through its company UAB “Kvartalas” is developing an A++ class, 7-storey business centre on Konstitucijos ave. 14A, in Vilnius CBD.
- Ground floor of the complex will be dedicated to retail, commercial, as well as catering areas. The solar power plant will be installed on the roof of the building generating significant savings for the tenants.
- Levels 2 – 7 will provide an A++ class office space, with a range of a floorplate area from 2,100 m² to 3,500 m², one of the largest in the CBD which could be suitable for corporate headquarters, while flexible layouts allow for single or multi tenant division per each floor.
- Parking needs of the tenants and guests are accommodated by the building’s underground parking facilities, which are situated across 2 underground levels comprising 343 spaces. The underground level also includes e. vehicle charging docks (70 units), bicycle & scooter storage, e-scooter charging storage, shower-locker rooms.
- The business center is expected to receive a sustainability certificate *BREEAM Outstanding (New Construction)* within 6-12 months from its commissioning.
- In October 2024, the brand name of the business center was introduced – “SAVARŽĖLĖ” (“paper clip” in English). A simple paper clip is the epitome of functional simplicity, efficiency and longevity. “SAVARŽĖLĖ” business center was designed with all these qualities in mind, for the benefit of the business community and the environment.



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Key Investment Highlights



- 1 Development and construction supported by a highly experienced developer, having successfully completed four office buildings in Vilnius CBD to date, and managing assets worth EUR 1.34bn¹
- 2 Property located at the heart of Konstitucijos Avenue – Vilnius’ most sought-after business centres’ location
- 3 Landmark business centre designed by globally renowned international architecture firm “RSHP”
- 4 Reputable general contractor “Conres” with construction process progressing well on schedule
- 5 Designed and being built according to the highest sustainability standards with expected *BREEAM Outstanding (New Construction)* certification and an A++ energy class rating
- 6 Nearly half of the building already leased out to a blue-chip anchor tenant AB Šiaulių bankas
- 7 1st rank mortgage, structured financing approach and robust set of covenants provided to bondholders

¹ As of 30th June 2024

Top-tier pan-Baltic Manager of Investments Across Real Estate, Renewable Energy, Infrastructure, and Private Equity



Lords LB Asset Management

The Management Company of Issuer's sole shareholder

EUR 1.34bn¹

Assets under management

20¹

Managed funds and investment companies, of which 15 real estate funds

> 60

Number of professionals experienced in real estate, investment management, finance and other areas

Vilnius, Riga, Tallinn and Warsaw

Local offices with headquarters in Vilnius

2008

Year established

The Bank of Lithuania

Licensed Alternative Investment Fund Manager supervised by

¹ As of 30th June 2024

Experienced Management Team



**MARIUS
ŽEMAITAITIS**



**ANDRIUS
RADIUL**



**MARIUS
ŽEMAITIS**



**VILMA
TVARONAVIČIENĖ**



**KIRILAS
KUNDUŠAS**



**GIEDRIUS
ŽILINSKAS**



**MONIKA
MUKOVOZIENĖ**



**RASA
BARTUSEVIČIENĖ**



**DANA
ČESŪNĖ**

Position	Fund Manager	Deputy Fund Manager	Fund Manager	CEO	Finance Director	Chief Risk Officer	Compliance Officer	Investor Relations Manager	Investor Relations Manager
Joined Lords LB Asset Management	2021	2023	2011	2011	2022	2021	2020	2018	2023
Professional experience	10 years	7 years	16 years	23 years	15 years	10 years	9 years	21 years	16 years
Career highlights	<i>EY, Hanner</i>	<i>CBRE Baltics, Ekistics</i>	<i>Newsec Baltics, McKinsey & Company</i>	<i>Achema group</i>	<i>PwC, EY</i>	<i>Danske Bank</i>	<i>Lewben</i>	<i>Swedbank</i>	<i>SEB Bank</i>

Right Bank Development Fund is Managed by Experienced Key Personnel With Top-class Real Estate Know-how Acquired Combinedly Over 50 Years



Lords LB Asset Management

MANAGEMENT BOARD

1 April 2023 – 1 April 2027



Jan Litborn (Chairman)

Mindaugas Marcinkevičius

Andrius Stonkus

Antanas Vainauskas



**ANDRIUS
STONKUS**

Board member,
Founder and
Shareholder

- Mr. Stonkus is the founder of the leading RE advisory and asset management company in the Baltic States Re&Solution, which was later partly acquired by Newsec and became Newsec / Re&Solution.
- Mr. Stonkus founded Lords LB Asset Management in 2008 where he is responsible for raising funds and acquisitions. Before Re&Solution, during 2001 – 2004, Mr. Stonkus was the Director of RE investment company Prime Real Estate and held several financial and management positions at Prime Investment. During his career, Mr. Stonkus was managing and participating in RE transactions totalling EUR 1 billion.
- Mr. Stonkus holds a Bachelor's degree in Banking from Vilnius University and has taken various courses in finance and analysis.



**MINDAUGAS
MARCINKEVIČIUS**

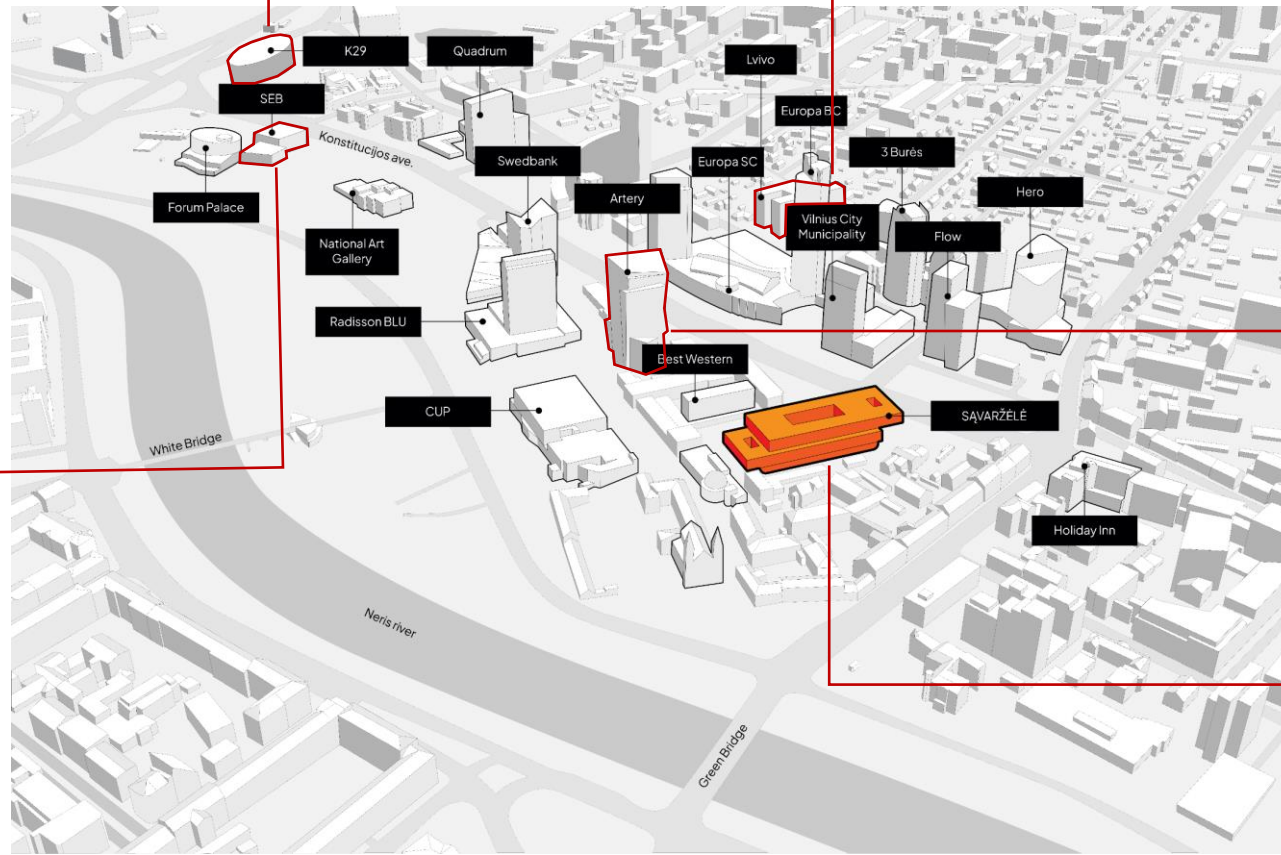
Board member
and
Shareholder

- Mr. Marcinkevičius has over 20 years of experience in real estate development within VP Group, the largest business consortium in the Baltics. In the Lords LB Management Company, Mr. Marcinkevičius is responsible for real estate development and project management.
- For ten years, he was a Chairman of Akropolis, the largest and most successful shopping centre developer in the Baltics with operations in Lithuania, Latvia, Estonia, and Bulgaria. Under Mr. Marcinkevičius' management, Akropolis developed over 250,000 m² of flagship retail & office space, which was recognized as the most valuable commercial real estate asset in Lithuania.
- Mr. Marcinkevičius holds a Master's degree in Real estate valuation and management from Vilnius Gediminas Technical University.

The 5th Business Centre in Vilnius CBD by Lords LB Asset Management

Vilnius Central Business District:
Konstitucijos Avenue

The most prestigious and sought-after location for business centres in Lithuania



K29 Business Centre
Completed in 2015



SEB Lithuania HQ
Completed in 2020



Livo Business Centre
Completed in 2021



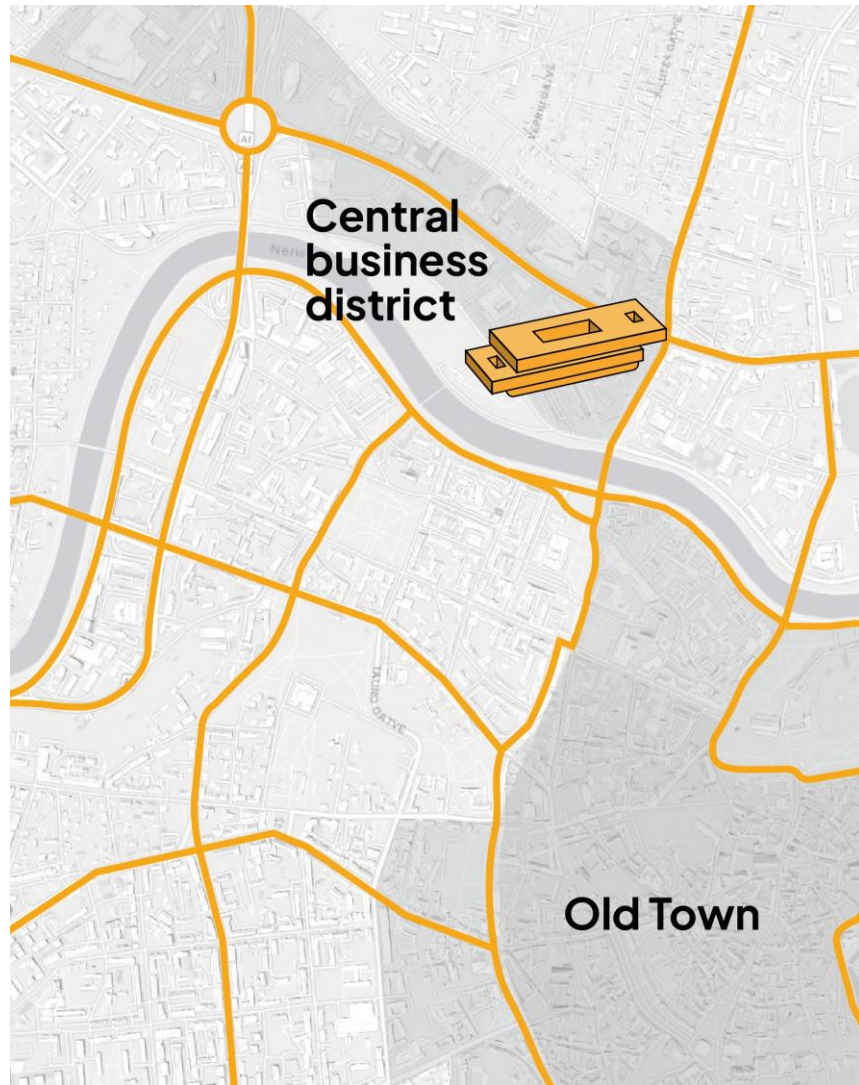
Artery Business Centre
Completed in 2023



SAVARŽELĖ Business Centre
To be completed in 2025

¹ BREEAM Outstanding interim certificate for the design stage was obtained in September 2024. BREEAM Outstanding (New Construction) is expected to be received after the completion of the building.

Exceptional Location in Vilnius Office Market Landscape



Modern A-class Business Centre Well-suited for Wide Range of Tenants

6,430 m²

Land plot (freehold)

19,235 m²

Aboveground gross building area

20,779 m²

Gross leasable area

343

Parking spaces in 2 levels of underground parking, of which 70 EV spaces

7

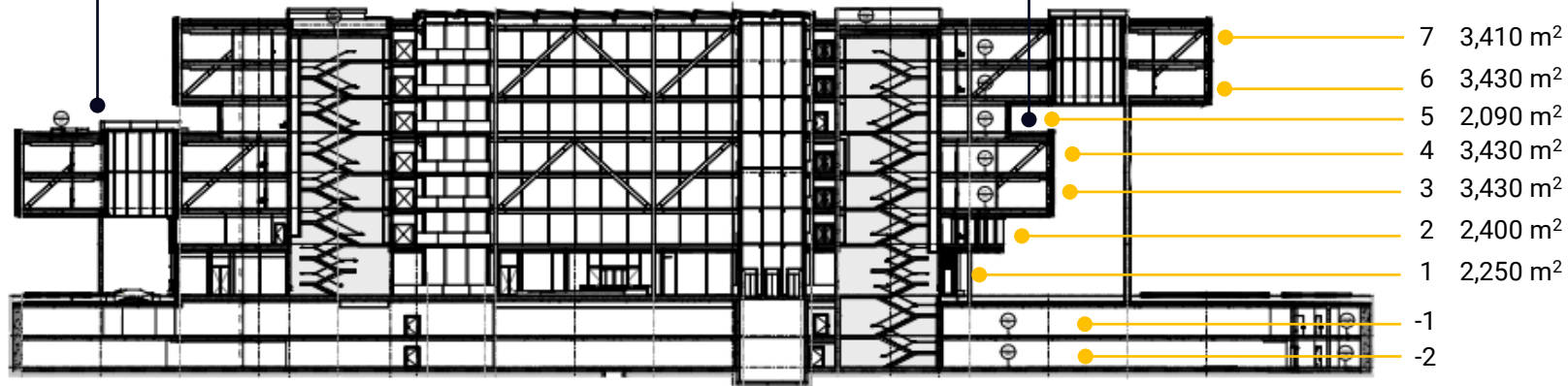
Number of floors above ground

A++

Energy class certificate

Private terrace
685 m²

Private terrace
160 m²



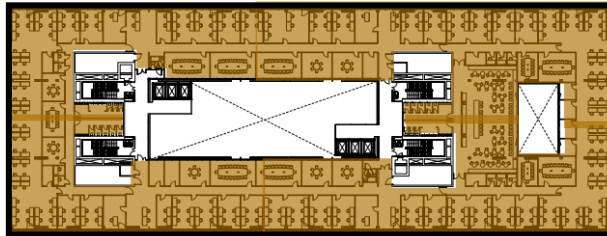
2 – 7 Floors
Office

Ground Floor
Retail, catering, commercial

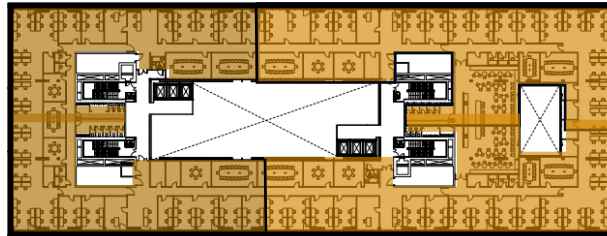
Underground
Parking, EV charging, bicycle storage, scooter charging, shower-lockers



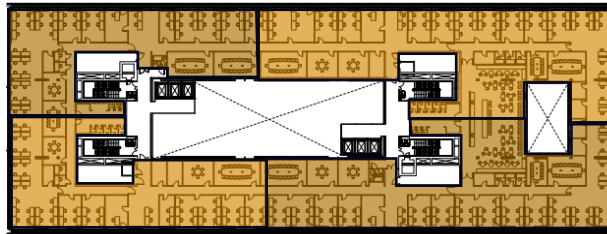
Convenient and Flexible Workspace



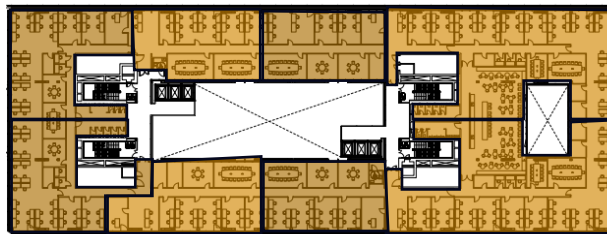
1 tenant per floor
2,090 – 3,430 m²



2 tenants per floor
1,050 – 1,750 m² each



4 tenants per floor
500 – 800 m² each



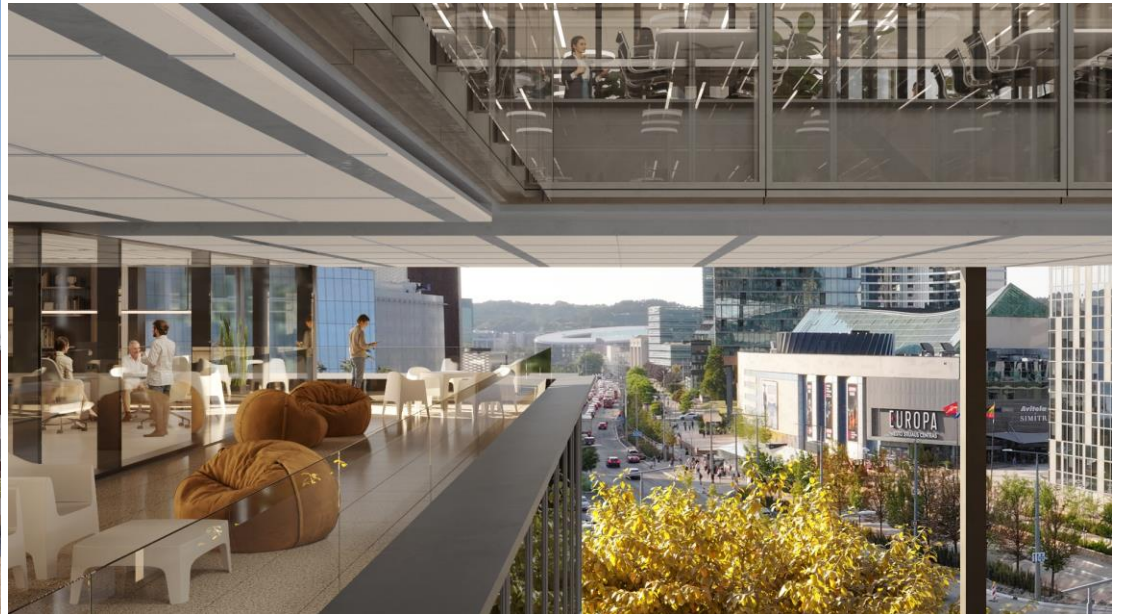
8 tenants per floor
250 – 450 m² each

Examples or tenant diversification

Project offers office spaces tailored to the unique needs and scale of most companies. Each floor features flexible layouts to accommodate a range of tenants, from single occupants to multiple enterprises, with office areas spanning from 250 to an impressive 3,500 m². Boasting some of the largest floor plates in Vilnius, this business centre is perfectly suited for housing large companies.

Location





Globally Recognized Architect, Having Designed a Number of Landmark Buildings

RSHP

Architect

UN|TECTUS
| architektų grupė

Architect of record (Lithuania)

- Project is designed by the international British architectural firm RSHP¹ founded in 1977.
- RSHP's talented team of 180 people support a diverse range of projects from studios in London, Melbourne, Sydney, Shanghai, Shenzhen, and New York.



Leadenhall Building, London



Lloyd's Building, London



3 World Trade Centre, New York City



European Court of Human Rights HQ, Strasbourg



Pompidou Centre, Paris



International Towers, Sydney

RSHP Architecture Studio and Their Approach

"We practice architecture to create and inspire meaningful change"

- RSHP's journey began in 1977 with the founding of 'Richard Rogers Partnership.' In 2007, the firm was rebranded as 'Rogers Stirk Harbour + Partners,' honoring partners Graham Stirk and Ivan Harbour, before eventually becoming RSHP. Throughout its extensive history, this architectural studio has crafted an array of projects across multiple continents.
- With RSHP's offices spanning across Europe and other continents, their project portfolio is diverse. Some of the studio's achievements include the Pompidou National Art and Culture Center in Paris, the European Court of Human Rights headquarters in Strasbourg, 3 World Trade Center in New York, the International Towers in Sydney, and the Lloyd's and Leadenhall buildings in London. These landmarks, among others, underscore RSHP's global impact and architectural prowess.



Office



Health, Science & Education



Cultural



Industrial



Residential



The Leadenhall Building



3 World Trade Center



International Towers Sydney



RSHP Brings Uncommon Thinking to Building Projects of All Types and Scales

Founder partner, architect



- **Richard George Rogers, Baron Rogers of Riverside** (23 July 1933 – 18 December 2021) was a British-Italian architect noted for his modernist and constructivist designs in high-tech architecture.
- **Education:** Architectural Association School of Architecture (1954–59), Yale University (1961–62)
- **Career Milestones:** Co-designed the Centre Pompidou in Paris (1977). Founded RSHP (Rogers Stirk Harbour + Partners)
- **Awards:** RIBA Gold Medal (1985), Thomas Jefferson Medal (1999), Stirling Prize (2006, 2009), Pritzker Prize (2007), and AIA Gold Medal (2019)
- **Philosophy:** Focused on architecture as a social and sustainable force, emphasizing public spaces and transparency in design
- **Honours:** Rogers was knighted in 1991 by Queen Elizabeth II. He was created Baron Rogers of Riverside, of Chelsea in the Royal Borough of Kensington and Chelsea in October 1996. He sat as a Labour peer in the House of Lords until 2021.

Lead architects of the Project



Jack
Evans-Newton



Simon
Smithson

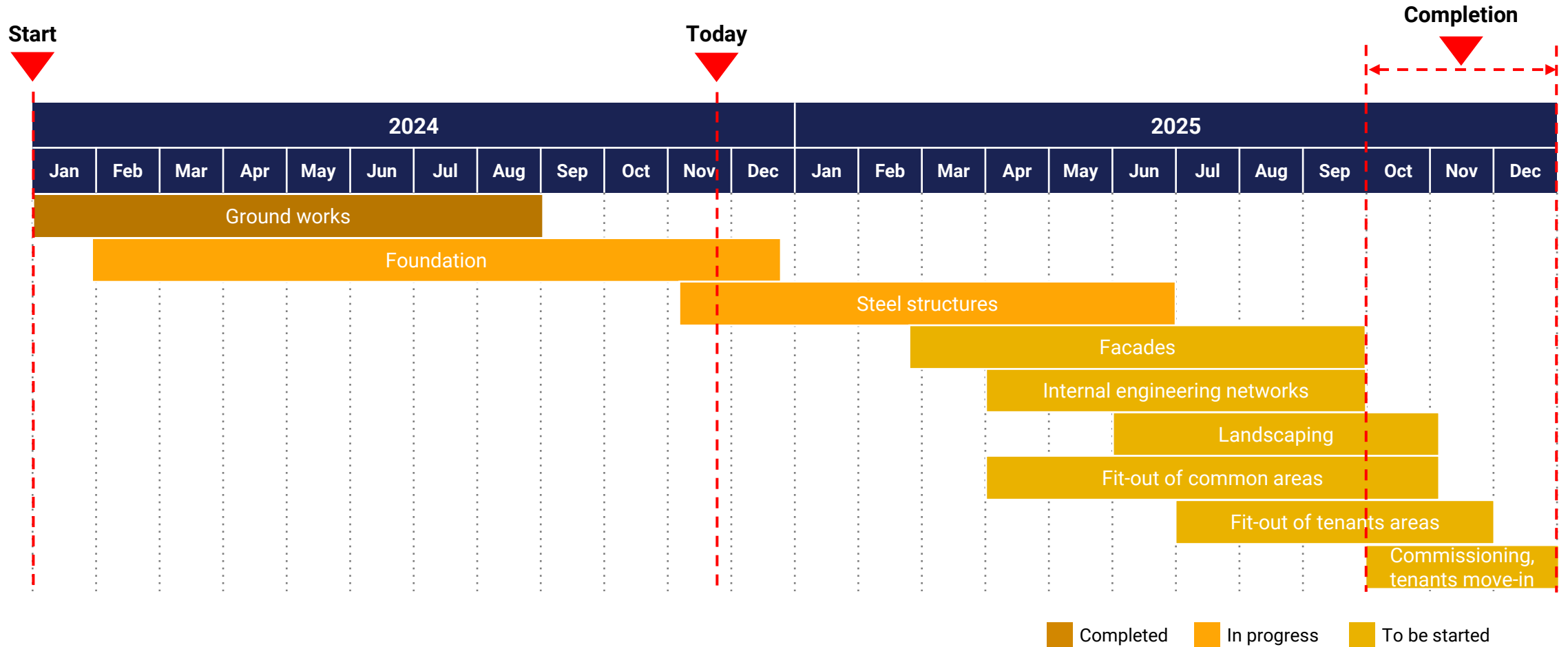
Re-imagining the workspace

- Attitudes towards work and the workplace have been radically impacted by the pandemic. This presents challenges but also opportunities for office building developers. RSHP's design aims to create a working environment that is integrated with the city, celebrates the office as an exciting place to come to, and is both healthy and flexible – able to capture and retain tenants over the long term.
- According to the architects, the design of the workplace has the power to achieve many things: • Foster a sense of belonging to an organization • Establish an identity for a tenant or tenant companies • Facilitate change management • Encourage collaboration • Harness the full potential of teamwork • Make work enjoyable • Contribute to productivity
- RSHP's design of Project, therefore, addresses all these challenges head-on. Their objective is to create a place of work that encourages accessibility and an architecture that makes the workplace attractive and inspiring.

RSHP team, London



Construction Is Progressing Well and According to Plan



Highest Sustainability Standards

Obtained in September 2024



OUTSTANDING
Design Stage



Expected after completion of the building



OUTSTANDING
New Construction

and



Energy efficiency
class

Cutting-edge engineering and technological solutions



Rooftop solar power plant



Rooftop vegetation



Double-glazed facade with
external shades



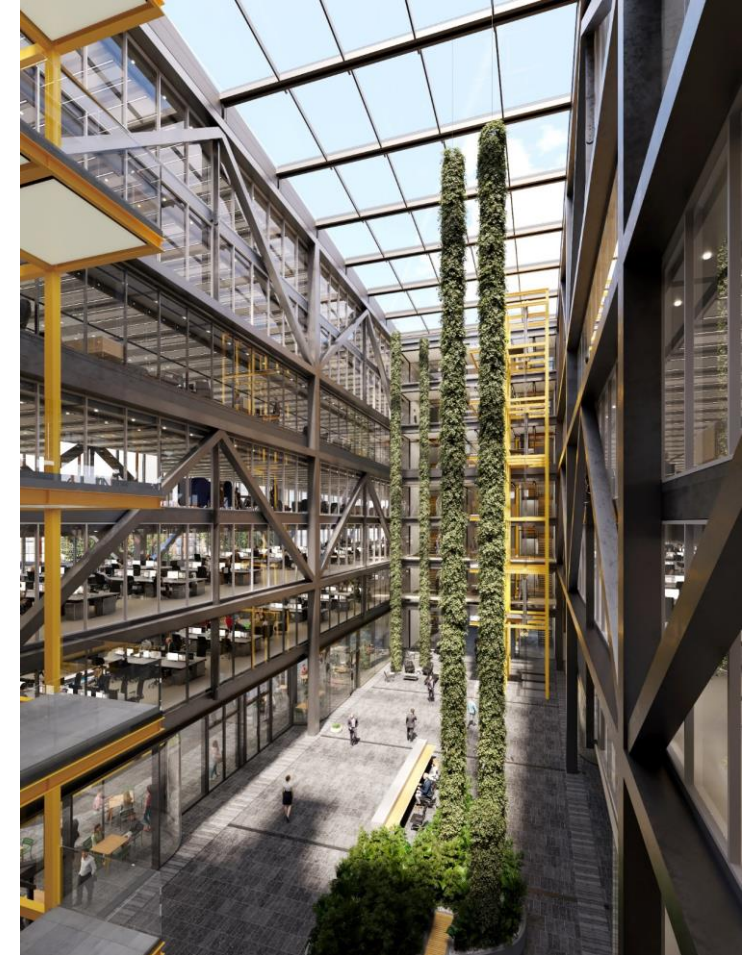
Cooling system based on water
circulation¹



Smart Building Management
System (BMS)



Ventilation, cooling, and
humidity control systems



¹ In compliance with the EU regulations to reduce the use of freon gas by 2027 and onwards.

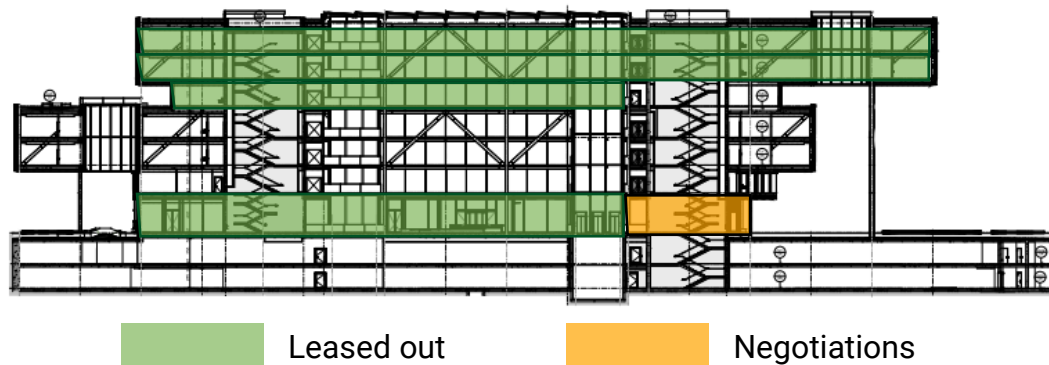
Nearly Half of the Building Already Leased Out to a Blue-chip Anchor Tenant



Key facts

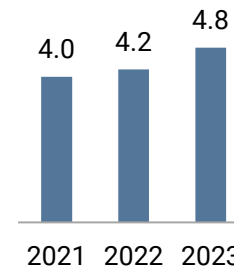
- Established in 1992 and now the largest independently owned financial institution in Lithuania;
- Provides over 50 banking, asset management and life insurance products;
- Operates the widest branch network in Lithuania and has over 1,100 employees;
- One of the most actively traded stocks on Nasdaq Vilnius with a market capitalization of c. EUR 500m at the end of September 2024.

Building occupancy

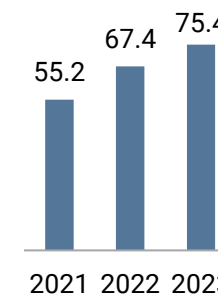


Key figures

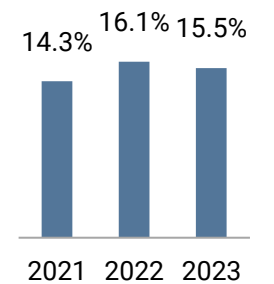
Total assets, EURbn



Net profit, EURm



ROE



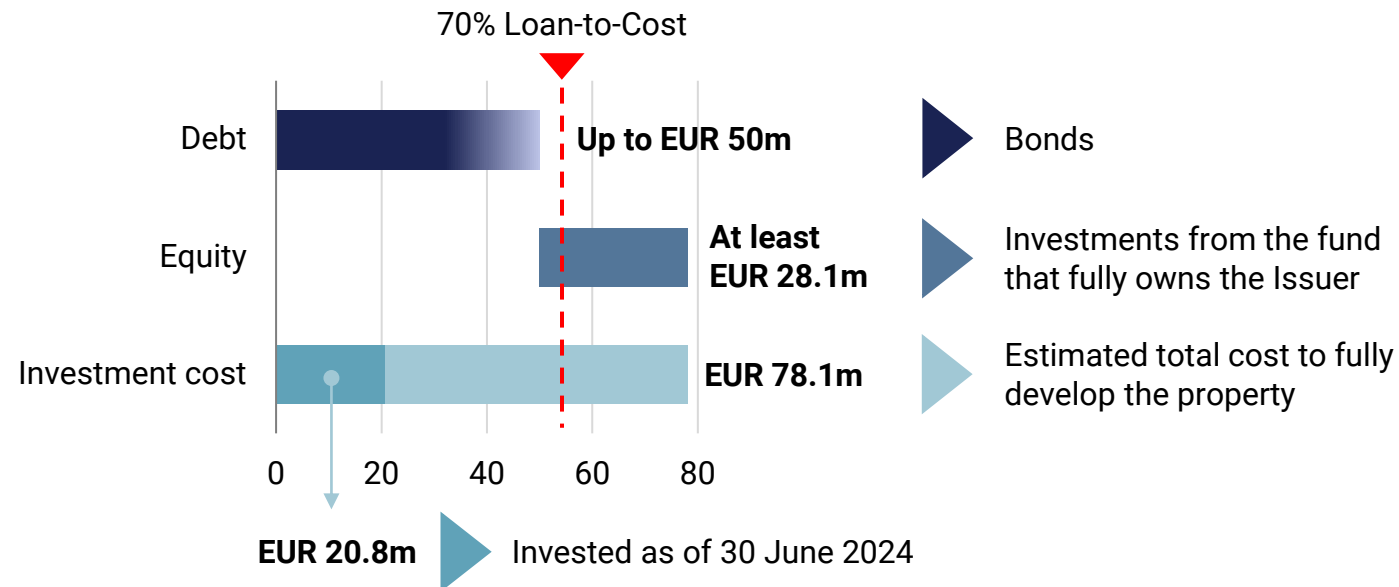
1st Rank Mortgage, Structured Financing Approach and Robust Set of Covenants

Collateral



The 1st rank mortgage over the land plot and the building

Financing structure



Covenants¹

- **Loan-to-Cost:** external interest-bearing debt will constitute less than 70% of the total costs of the Project
- **Negative borrowing:** the Issuer will not raise external interest-bearing debt other than the Bonds² and/or fully subordinated debt from related parties in favour of the Bonds
- **Mortgage over property:** the Issuer will conclude a collateral agreement and register it with the Real Estate Register
- **Disposal of property:** the Issuer is only permitted to sell the property for funding the redemption of the bonds
- **Corporate status**
- **Decisions**
- **Reporting obligations**

¹ For the full description of the covenants see section 6.12 "Covenants of the Issuer" in the Prospectus, available at <https://savarzele.lt/en/investment/>.

² Except for debt raised for the purpose of refinancing of the Bonds and debt not exceeding EUR 50,000 during a year.

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Key Terms and Conditions of the Bonds

General terms and conditions

Issuer	<ul style="list-style-type: none"> UAB "Kvartalas", company code 305475438
ISIN	<ul style="list-style-type: none"> LT0000411167
Use of proceeds	<ul style="list-style-type: none"> To finance 1) construction and fit-out of "SAVARŽĖLĖ" Business Centre (incl. financing costs) in an amount up to EUR 47m¹ and 2) redemption of the subordinated intercompany bonds (incl. accrued interest) in an amount up to EUR 3m
Total issue size	<ul style="list-style-type: none"> Up to EUR 50,000,000
Interest	<ul style="list-style-type: none"> 8% (fixed) per annum, paid semi-annually
Maturity	<ul style="list-style-type: none"> 19 December 2026 (2 years from the issue date of the 1st tranche)
Early redemption	<ul style="list-style-type: none"> At 1% premium if earlier than 6 months prior to maturity At par within the period of 6 months to maturity
Collateral	<ul style="list-style-type: none"> 1st rank mortgage on the land plot and the building
Covenants	<ul style="list-style-type: none"> <70% Loan-to-Cost, Negative Borrowing, Mortgage Over Property, Disposal of Property, Corporate Status, Decisions, Reporting Obligations
Denomination	<ul style="list-style-type: none"> EUR 100
Offering	<ul style="list-style-type: none"> Public offering to retail and institutional investors in Lithuania, Latvia and Estonia Simultaneously may be offered in EEA through private placement in compliance with applicable laws
Listing	<ul style="list-style-type: none"> The Bond List of Nasdaq Vilnius, admitted within 4 months from an issue date of each tranche
Arranger and dealer	<ul style="list-style-type: none"> Swedbank

1st tranche

Tranche size	<ul style="list-style-type: none"> EUR 6,000,000
Issue price	<ul style="list-style-type: none"> EUR 100
Issue yield	<ul style="list-style-type: none"> 8% per annum
Offering period	<ul style="list-style-type: none"> 26 November – 11 December 2024
Issue date	<ul style="list-style-type: none"> 19 December 2024
Subscription	<ul style="list-style-type: none"> Subscription through a Nasdaq Vilnius auction via banks and investment firms that hold Exchange Member status on Nasdaq Vilnius/Riga/Tallinn

¹ Proceeds may also be used to support the Issuer's working capital needs

How Can Investors Subscribe for the Bonds?

1

You will need a securities account. If you don't have one, you can open it at any Baltic financial institution that provides investment services

2

You can subscribe for the Bonds by submitting subscription orders to any Baltic financial institution where you hold a securities account.

This can be done through an internet bank or any other method accepted by your financial institution¹

3

You can submit your subscription orders from **26 November 2024** until **11 December 2024**²

Examples of financial institutions where you can submit subscription orders for the Bonds



Swedbank  SEB Luminor LHV

Swedbank  SEB Luminor
Citadele  SIGNET 

Swedbank  SEB Luminor
ŠIAULIŲ  BANKAS  ORION

¹ Please consult with your financial institution on its accepted methods for submitting a subscription order.

² The deadline for submitting your subscription order may vary depending on your financial institution. Please consult your financial institution to confirm the specific cutoff time.

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Appendix



Financial Statements: Balance Sheet

EUR	31 Dec 2022 Audited	31 Dec 2023 Audited	30 Jun 2024 Unaudited
NON-CURRENT ASSETS	13,784,581	15,877,055	20,622,305
Property, plant and equipment	13,784,581	15,877,055	20,390,568
Other non-current assets	-	-	231,737
CURRENT ASSETS	338,368	1,478,719	238,656
Inventories	722	1,333	17,103
Receivables within one year	178,223	31,666	70,067
Cash	159,423	1,445,720	151,486
DEFERRED EXPENSES AND ACCRUED INCOME	21	10,381	7,283
TOTAL ASSETS	14,122,970	17,366,155	20,868,244
EQUITY	3,102,513	2,644,634	2,269,852
Capital	4,034,000	4,034,000	4,034,000
Retained earnings (-loss)	-931,487	-1,389,366	-1,764,148
PAYABLES AND OTHER LIABILITIES	11,014,607	14,715,271	18,593,742
Payables after one year and other liabilities	10,971,286	14,533,046	17,406,296
Payables within one year and other liabilities	43,321	182,225	1,187,446
ACCRUALS AND DEFERRED INCOME	5,850	6,250	4,650
TOTAL EQUITY AND LIABILITIES	14,122,970	17,366,155	20,868,244

Financial Statements: Income Statement

EUR	31 Dec 2022	31 Dec 2023	30 Jun 2024
	Audited	Audited	Unaudited
Sales revenue	90,867	135,335	947
Cost of sales	-	-	-
Gross profit (-loss)	90,867	135,335	947
Selling expenses	-	-	-
General and administrative expenses	-120,619	-130,179	-110,686
Other operating results	-	-	150
Other interest and similar income	-	4,592	5,328
Interest and other similar expenses	-530,475	-467,627	-270,521
Profit (-loss) before tax	-560,227	-457,879	-374,782
Income tax	-	-	-
Net profit (-loss)	-560,227	-457,879	-374,782

Financial Statements: Cash Flow Statement

EUR	31 Dec 2022	31 Dec 2023	30 Jun 2024
	Unaudited	Audited	Unaudited
Net cash flows from operating activities	-20,757	620,459	-92,363
Net cash flows from investing activities	-1,600,022	-1,834,252	-3,601,871
Net cash flow from financing activities	1,550,000	2,500,000	2,400,000

Contacts



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