

PROVISION OF THE LIST OF PARTICIPANTS OF THE PRIVATE LIMITED LIABILITY COMPANY TO THE INFORMATION SYSTEM OF LEGAL ENTITIES PARTICIPANTS

# USER MANUAL



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#### 1. General information

This user manual (hereinafter - the user manual) describes the submission of the list of participants of the Private limited liability company to the Information System of Legal Entities Participants (hereinafter – the JADIS).

1.1. Terms used in the user manual:			
The term	Meaning		
JADIS	Information System of Legal Entities Participants		
JAR	Register of Legal Entities		
JAREP	Electronic service for registration of legal entities		
JA	Legal entity		
UAB	Private limited liability company		

In describing the display windows of the system, the following terms are used:



#### 1.2. Logging in to JADIS

1.2.1. Login at <u>www.registrucentras.lt/self-service</u>.

The self-service window of the Centre of Registers opens.

1.2.2. Click on Self-Service

The User authentication window opens.

1.2.3. Enter the e-signature data (signing/providing the list of participants via e-banking will not work).

The welcome window opens.

1.2.4. Choose an authentication method based on the identification tools you have been issued.

The system requests you to enter a password/PIN.

1.2.5. From the horizontal menu select

In REGISTER OF LEGAL ENTITIES

1.2.6. From the left vertical menu select Participants of Legal Entities (JADIS).

#### 2. Provision and management of the list of members of a private limited liability company

#### 2.1. Providing a list of shareholders for the first time

2.1.1. When providing a list of shareholders for the first time, indicate the following:

(a) data of the shareholders and/or group of shareholders;

(b) changes.

#### Note:

1. Data of a group of shareholders can be entered only if there is at least one independent shareholder and a notarized representative of the group of shareholders.

2.1.2. In order to provide a list of shareholders, follow these steps:

2.1.2.1. From the vertical menu select *Participants of Legal Entities (JADIS) > Provision of the list of participants*. A window opens for entering data.

Home / Legal Entities Register / Participants of legal entities (JADIS) / Provision of the list of participants /

#### APPLICATION FOR REGISTRATION OF THE LIST OF PARTICIPANTS

Print

Entering of data

Signing of documents

The person providing the list of participants is responsible for the accuracy of the documents and data provided and their timely submission. LEGAL ENTITY

Legal status	No legal proceedings
Name	
Code	
Registered office	
You are providing data about the sha	reholders of private limited liability company for the first time.

Only today's relevant data is provided.

#### AUTHORISED CAPITAL

Share class	Nominal value of the share	Number of shares	The sum of nominal values of the shares	
Ordinary shares	100.00	100 pcs.	10,000.00	
Authorised capital		10,000.00		

#### SHAREHOLDERS

No	Sharahaldar		Charabaldes from	Number of shares by class			
NO	Shareholder			anarenoider from	1 🔝		
Total					100 pcs.		
Add a	Add a shareholder Add shareholders if the share (shares) is owned by the right of common ownership						
LIST O	F CHANGES				There are shareholders with unidentified data		
		0		Number of shares	s by class		
NO	Shareholder	Change Date	Date	1			
		Save			Continue>>		

Figure 1. View of the window when data on the UAB shareholders is provided for the first time

2.1.2.2. Enter the information (you can do the following):

2.1.2.2.1. add a shareholder;

2.1.2.2.2. add a group of shareholders;

2.1.2.2.3. add a shareholder data of which is not determined;

2.1.2.2.4. add a shareholder (investment fund);

2.1.2.2.5. enter the amended data;

2.1.2.2.6. change the shareholder's address;

2.1.2.2.7. provide data to JADIS when, after the increase of the authorised capital, all shares are transferred to the sole shareholder, although the newly issued shares were purchased by other persons;

2.1.2.2.8. take actions when, after the increase of the authorised capital, all the shares of the new issue are acquired by the sole shareholder, and then some of them are transferred to other persons.

#### 2.2. Adding a shareholder

#### 2.2.1. In the data entry window (Fig. 1), click [Add a shareholder].

A window opens to enter shareholder's data.

#### 1. SHAREHOLDER

Shareholder	Address	Date of becoming a shareholder				
Search for a person						
2. CHANGE (select required)						
2.1. ACQUISITION FOLLOWING THE ESTABLISHMENT OF A COMPANY OR THE INCREASE IN AUTHORISED CAPITAL 📓						
Share class	Number of shares by class	Date of change/acquisition				
Ordinary shares	pcs.					
2.2. ACQUISITION F	ROM ANOTHER PERSON 🔝					
Share class	Number of shares by class	Date of change/acquisition				
	nes					

Share class	Number of shares by class	Date of change	
Ordinary shares	pcs.		

Save Cancel

Figure 2. Shareholder's data entry window

#### 2.2.2. Click [Add].

#### A search window opens allowing you to search and select a shareholder.

SEARCH FOR A PERSON				
Type of selection	Natural person of the Republic of Lithuania O Legal entity of the Republic of Lithuania O Municipality of the Republic of Lithuania O Republic of Lithuania O Foreign natural person O Foreign legal entity O The fund and others	•		
Personal code *				
First name *				
Surname *				
	Search Clear			

Figure 3. Search window for a person, when the shareholder type is a natural person with a personal code of the Republic of Lithuania

2.2.3. Specify the type of persons that the shareholder belongs to.

Depending on the above, the system provides to fill in relevant information fields.

2.2.4. Enter accurate information of a person. To find a natural person, you must specify their full name and personal code.

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#### 2.2.5. Click [Search].

If the data is correct and the system is able to find it, the results will be shown in the table.

#### SEARCH FOR A PERSON

Туре	of selection	Natural person of the Rep Municipality of the Rep legal entity O The fur	the Republic of Lithuania O Legal entity of the Republic o ublic of Lithuania O Republic of Lithuania O Foreign na nd and others	f Lithuania O itural person O Foreign
Pers	sonal code *	400000000001		
	First name *	VARDENIS		
	Surname *	PAVARDENIS		
		Search Clear		
<ol> <li>After searching</li> </ol>	ng, tag the pers	on.		
Personal code	First name	Surname	Address	Date of birth
40000000001	WARDENIS	PAVARIDENIS	Vilniaus m. apskr. Vilniaus m. Gatvés g. 1	1986-05-31

Figure 4. View when the system is able to locate the person's data

If the system does not find a person according to the specified data, a relevant information message/link will be displayed at the top of the window (Fig. 5).

SEARCH FOR A PERSON				
0	No people were found based on the given data.			
Type of selection	Natural person of the Republic of Lithuania O Legal entity of the Republic of Lithuania O Municipality of the Republic of Lithuania O Republic of Lithuania O Foreign natural person O Foreign legal entity O The fund and others			
Personal code *	4000000001			
First name *	VARDENIS			
Surname *	PAVARDENIS			
	Search Clear			

Figure 5. View when the system is not able to locate the indicated person

2.2.6. If the system is not able to find a person:

2.2.6.1. Verify that the information entered is correct.

2.2.6.2. If the data of the foreign natural or legal person are correct, but the data were not found during the search, you can submit it yourself. In order to do that, click on the link *Enter a new legal entity* or *Enter a new natural person* (Fig. 6).

## The system opens up a window for entering data of a new person (Fig. 7). **SEARCH FOR A PERSON**

0	No people were found based on the given data. Enter a new natural person.				
т	ype of selection	Natural person of the Republic of Lithuania O Legal entity of the Republic of Lithuania O Municipality of the Republic of Lithuania O Republic of Lithuania O Foreign natural person O Foreign legal entity O The fund and others			
	Personal code *				
	First name *				
	Surname *				
		Search Clear			



SEARCH FOR A PERSON		Close
First name*	To a mark	*
Sumame*	BILIS	
Date of birth*	1989	
Country which has issued the document*	Spain	
Registered office*	<ul> <li>Search for address in the Republic of Lithuania</li> <li>Entering of foreign address</li> </ul>	
Personal code		
	Save	

Figure 7. Data entry window for a new foreign natural person

2.2.6.3. Enter the person's data.

2.2.6.4. Click **[Save]**. The system adds data to the shareholder's data entry window (Fig. 2). 2.2.6.5. If the system found a person according to the specified data (Fig. 4), click on the link with personal data. The system adds data to the shareholder's data entry window.

#### 1. SHAREHOLDER

Shareholder	Address	Date of becoming a shareholder
Remove		
Change		
2. CHANGE (select required) 2.1. ACQUISITION FOLLOW	ING THE ESTABLISHMENT OF A	COMPANY OR THE INCREASE IN AUTHORISED CAPITAL
Share class M	lumber of shares by class	Date of change/acquisition
Ordinary shares	pcs.	
2.2. ACQUISITION FROM AI	NOTHER PERSON	
Share class M	lumber of shares by class	Date of change/acquisition
Ordinary shares	pcs.	
2.3. CHANGE IN THE CLAS NUMBER OF SHARES HEL	S OF SHARES OR CHANGE IN TH D INCREASES 📓	E NUMBER AND NOMINAL VALUE OF SHARES AS THE
Share class	Number of shares by class	Date of change
Ordinary shares	pcs.	
Save Cancel		
	Figure 8. Data entry wi	dow for a shareholder

#### 2.3. Adding a group of shareholders

1. SHAREHOLDER

To add a group of shareholders, follow these steps:

2.3.1. In the data entry window (Fig. 1), click on **[Add shareholders if the share(s) is owned by the right of common ownership]**. A window for adding shareholder group data opens.

Shareholder	Address	
2. CHANGE (select required)	G THE ESTABLISHMENT OF A COMPANY O	
Share class	Number of shares by class	Date of change/acquisition
Ordinary registered shares	pcs.	
2.2. ACQUISITION FROM ANO		
Share class	Number of shares by class	Date of change/acquisition
Ordinary registered shares	pcs.	
2.3. TRANSFER 📓		
Share class	Number of shares by class	Date of change
Ordinary registered shares	pcs.	
2.4. CANCELLATION OR CHAI THE NUMBER OF SHARES HE	NGE IN THE NUMBER OF SHARES AND NO	MINAL VALUE AS A RESULT OF DECREASE II
Share class	Number of shares by class	Date of change
Ordinary registered shares	pcs.	
2.5. CHANGE IN THE CLASS C NUMBER OF SHARES HELD II	DF SHARES OR CHANGE IN THE NUMBER A	AND NOMINAL VALUE OF SHARES AS THE
Share class	Number of shares by class	Date of change

Figure 9. Shareholder group data entry window

2.3.2. Select [Change]. A search window opens allowing you to search and select a shareholder.

2.3.3. Specify the type of persons that the shareholder belongs to. Depending on the type selected, the system provides to fill in relevant information fields.

2.3.4. Enter accurate information of a person.

### 2.3.5. Click [Search].

If the data is correct and the system is able to find it in the relevant registers, the results will be shown in the table.

If the system does not find a person according to the specified data, a relevant information message will be displayed at the top of the window.

2.3.6. If the system did not find a person:

2.3.6.1. Check to make sure the information was entered correctly.

2.3.6.2. If information was correct, when entering a foreign natural or legal person, the system instructs to enter the data of a new person.

2.3.6.3. Click on the link *Enter a new natural person* or *Enter a new legal entity*. This only works for a foreign natural/legal person.

2.3.6.4. Enter data about the person/entity.

2.3.6.5. Click **[Save].** The system adds data to the shareholder group addition window.

2.3.7. If the system found a person according to the specified data, click on the link with personal data. The system adds data to the shareholder group addition window.

2.3.8. In order to add more group members, click on **[Add]** again and repeat steps 2.3.1–3.3.6.5.

2.3.9. Specify the number of shares held by the person and the date of the change.

2.3.10. In the list of members of the group of shareholders, indicate which of them is the notarized representative.

2.3.11. Click **[Save].** The system adds data to the shareholder group addition window.

#### 2.4. Adding a shareholder with unindentified data

2.4.1. In the data entry window (Fig. 1), click on **[There are shareholders with unidentified data]**. After the table with shareholders with unidentified data opens, click **[Confirm]**.

**Note.** It is not required to enter the shareholders with unidentified data, it is enough to check the appropriate field **[There are shareholders with unidentified data].** 

### 2.5. Adding a shareholder (investment fund)

2.5.1. In the data entry window (Fig. 1), click on [Add a shareholder].

The shareholder's data entry window opens (Fig. 2).

#### 2.5.2. Click [Add]. A search window opens allowing you to search and select a shareholder (Fig. 3).

SEARCH FOR A PERSON

Type of selection	<ul> <li>○ Natural person of the Republic of Lithuania</li> <li>○ Legal entity of the Republic of Lithuania</li> <li>○ Republic of Lithuania</li> <li>○ Foreign natural person</li> <li>○ Foreign legal entity</li> <li>● The fund and others</li> </ul>
Fund registration code	
Name	
The state	Please select V
	Search Clear

Figure 10. Investment fund data entry window

2.5.3. Specify the type of persons that the shareholder belongs to. Depending on the type selected, the system provides to fill in relevant information fields.

2.5.4. Enter the investment fund information. In order to find the investment fund, you have to enter the exact Fund registration code and/or name and/or state (Fig. 10).

2.5.5. Click **[Search].** If the data is correct and the system is able to find it, the results will be shown in the table (Fig. 11).

SEARCH FOR A PERSON

Type of se	election	O Natural person of Municipality of the Re legal entity  The fu	f the Republic of Lithuania O Legal entity public of Lithuania O Republic of Lithuan und and others	r of the Republic of Lithuania $ \bigcirc $ nia $\bigcirc$ Foreign natural person $\bigcirc$ Foreign	
Fund registration	on code				
	Name	test			
T	ne state	Please select	~		
		Search Clear			
() After searching, tag the person.					
Name of the fund	Fund re	gistration code	Name of management company	Code of management company	

\* Only valid funds can be selected.

Test

Figure 11. Window view when the system is able to find the investment fund

1230

MAX

2.5.6. If the system is not able to find the investment fund, please contact the JADIS manager. **Note.** In the classifier of investment funds, you will also find legal entities that are not provided with a legal entity code, legal form and registered office according to the current legislation.

#### 2.6. Entering the amended data

In order to enter a change for a specified shareholder, follow these steps:

2.6.1. In the data entry window for a shareholder (Fig. 8) select the type of change. When submitting the list of shareholders in the system for the first time, one of the following changes can be selected:

Acquisition following the establishment of a company or increase of authorised capital

This type of change is entered when:

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a) shares are acquired after registering a private limited liability company;

b) shares are acquired from the registration of the amended articles of association, after

increasing the authorised capital of the private limited liability company;

c) number of shares owned by the shareholder increases due to the change in the nominal value of the shares.

Acquisition from another person

This type of change is entered when:

a) person acquires shares in accordance with a transaction regarding the transfer of shares owned by another person to his/her ownership;

b) when the shares issued by the private limited liability company become the company's property.

Change in class of shares or change in number and nominal value of shares

This type of change is entered when:

a) person acquires shares when there is a change in class of shares;

b) number of shares and the nominal value of shares change, but the size of the authorised capital does not change;

c) the number of shares, their nominal value and the size of the authorised capital change.

2.6.2. With the selected change, indicate the amount of shares and the date of change.2.6.3. Click [Save]. The system saves the changes and displays them in the list of changes.

#### 2.7. Changing the shareholder's address

2.7.1. The system automatically takes the address from the Population Register. To change the address of the participant or if the address of the participant is not listed, follow these steps: 2.7.2. If you need to specify the address of the participant:

2.7.2.1. Select Change the data



Figure 12. Shareholder's information

The Real property object search window opens.

2.7.2.2. For address in Lithuania, select the Lithuanian address. The foreign address will become greyed out. Enter the address and select **[Search]**.

2.7.2.3. In the results table, click the on the correct property (Fig 13).

The system changes the participant's address.

EARCH FOR A REAL PROPERTY OBJECT							Close	
Member								
	Addres	55						
Address in Lith	nuania							
	Municipality V	ilniaus m. sav.			House no.	9		
	Residential settlement	/ilnius			Apartment No.			
	Street	Gedimino bul.						
		Search Clear						
		Rec	cords found: 3					
Reg. No.	Object		Unique no.	,	Address			
122441/10	Non-residential buildin	19.	1094-0082-3010	N	/ilnius, Gedimino bul	9		
28754/1	Land parcel		0101-0041-0067	١	/ilnius, Gedimino bul	9		
28918/1	Land parcel		0101-0041-0070	N	/ilnius, Gedimino bul	. 9		
O Foreign addres	○ Foreign address							
	The state	Afghanistan		$\sim$				
	Address (no state)							
		Enter						

Figure 13. Window display for an address entry in Lithuania

2.7.3. If you wish to specify the address of the participant abroad:

2.7.3.1. To enter a foreign address, make the appropriate selection Foreign address The Lithuanian address will be greyed out. Enter the address and click **[Enter]** (Fig. 13). The system changes the participant's address.

SEARCH FOR A REAL PROPERTY OBJECT							<u>Close</u>
	Memb	er					
	Addre	is					
O Address in Lithuania							*
Municipality		$\sim$		Н	ouse no.		
Residential settlement	*	(nomi	inative case, e.g. Vilnius)	Apartr	ment No.		
Street	•	(genit	tive case, e.g. Savanorių)				
	Search	Clear					
Foreign address							
	The state	Afghanistan		~			
Addres	is (no state)	street 3-4					
		Enter					

Figure 14. Window display for an address entry abroad

2.7.4. In the application to register the list of participants, select [Save].

The system saves the changed data. If no more data in the list of participants needs to be changed, you can submit the list. For more information on this, refer to chapter *2.12. Signing documents with an electronic signature and submitting*.

# 2.8. Provision of data to JADIS when, after an increase of the authorised capital, all shares are transferred to the sole shareholder, although the newly issued shares were purchased by other persons

When the company's authorised capital is increased by the sole shareholder's decision, and more shareholders join the company during the increase, all shares issued by the company during the authorised capital increase are transferred to the former sole shareholder in the JADIS system. In order to submit the list of shareholders, follow these steps:

2.8.1. Next to the data of the former sole shareholder, click on *Process the list of changes* button. (This option is visible only when, after the increase of the authorised capital, all new shares are transferred to the former sole shareholder).

#### APPLICATION FOR REGISTRATION OF THE LIST OF PARTICIPANTS

#### Entering of data

#### Signing of documents

Print

The person providing the list of participants is responsible for the accuracy of the documents and data provided and their timely submission.

Only one change in the number of shareholders or the number of shares, or only a change in the currency expression can be recorded in one completed list of participants. LEGAL ENTITY

Legal status	No legal proceedings
Name	
Code	
Registered office	

📵 You are providing data about the shareholders of private limited liability company for the first time.

Only today's relevant data is provided.

#### AUTHORISED CAPITAL

Share class	Nominal value of the share	Number of shares	The sum of nominal values of the shares
Ordinary shares	28.96 Eur	100 pcs.	2,898.00 Eur
Authorised capital			2,896.00 Eur

#### SHAREHOLDERS

No	No <u>Shareholder</u>				Shareholder from	Number of shares by class
						1 🔛
1       VARDENIS PAVARDENS, 3000000001 Kauno m. sav. Kauno m. Kuršių g. 20-23       2009-08-11         1       Image the data       Image the data       2009-08-11         Image the change Image I						100 pcs.
Total	Total					100 pcs.
Add a	shareholder Add shareholders it	f the share (shares) is	owned by the rig	ght of common own	ership	
Chang	ge of currency expression					
LIST	OF CHANGES					
	Number of shares by class					
No Shareholder Change Date 1						
		Save				Continue>>

Figure 15. Provision of the list when the shares are assigned to the sole shareholder after the capital increase

2.8.2. You will see a list of changes related to this shareholder. Select the change related to the increase of the authorised capital and click Remove. After doing this, the amount of shares held by the former sole shareholder will return to the amount held before the increase of the authorised capital and you will be able to complete the list of shareholders by applying the relevant changes.

No.	Date	Change	Share class	Number of shares	Actions
1	2009-08-11	Acquisition from another person	Ordinary shares	100	
2	2009-08-11	Acquisition folowing the establishment of a company increase in authorised capital	Ordinary shares	150	O Remove

Figure 16. View after selecting the Process the list of changes option

**Note.** In this case the number of shares owned by the former sole shareholder did not decrease, therefore, the change of *Transfer* to the former sole shareholder was not entered.

2.9. Actions when, after an increase of the authorised capital, all the shares of the new issue are acquired by the sole shareholder, and then some of them are transferred to other persons

2.9.1. In this case, you should record the change of *Transfer* for the sole shareholder and enter relevant information about the transactions. "Process the list of changes" option should not be used in this case.

#### 2.10. Completing data entry

To specify that the data entry is finished, follow these steps:

2.10.1. In the data entry window (Fig. 1), click [Save].

The system stores data on the shareholders. As long as the list of shareholders is not submitted, you can later return to the list started earlier and continue entering data or after removing the entered data, re-enter it. 2.10.2. When all the necessary information is entered (Fig. 1), select **[Continue]**.

The *Document signing* window opens; here the additional electronic can be uploaded and all together be signed with an e-signature. If you made a mistake while filling in the list, you can return to filling out the list by clicking **[Return].** 

2.11. Uploading an electronic document

If there are foreign natural persons among the shareholders whose data is not present in the register, an additional document is required (for a natural person - a scanned copy of a passport or identity card, for a legal person - a copy of the excerpt from the foreign Register of Legal Entities. The excerpt from the foreign Register of Legal Entities must be translated into Lithuanian, certified by the translator's signature and legalized with an *Apostille*.)

A document already signed by an e-signature may be uploaded. There is no need to sign a document for a second time.

In order to submit an electronic document, follow these steps:

2.11.1. In the document signing window (Fig. 18) under the documents list, click UPLOADING OF DOCUMENT

Document type*	Please select V
Uploaded document date*	
Document number	
Description of the document	
Document*	Choose File No file chosen
	Upload

Figure 17. Document upload field

2

2.11.2. Enter the document details.

2.11.3. Select [Choose File] and select the document from the computer.

Note: You can only upload PDF documents.

2.11.4. Select [Upload]. The document is uploaded to the system and shown in the list of documents.

2.11.5. To view the contents of the uploaded document, click Download or I next to the document name. The system displays the image of the uploaded document.

	cument uploaded successfully.			
PPLIC	ATION FOR REGISTRATI	ON OF THE LIST OF PART	ICIPANTS	•
GAL E	Entering of data		Signing	of documents
	Application no.			
	Legal status	No legal proceedings		
	Name			
	Code			
	Registered office			
No.	Document		Status	Actions
1.	List of shareholders		Unsigned	Sign Download
2.	Power of Attorney		Signed	Download O Remove
3.	Application for Registration in the	Register of Legal Entities	Unsigned	Sign 🛛 Download
Signa	iture data			
Time App	estamp I y			
Docu	ment to be signed			
PDF	document			
Signi	ng method			
	Please select Sign	using stationary digital signature gn using mobile digital signature x	»>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>>	
				Cancel signing



#### 2.12. Signing documents with an electronic signature and submitting

In order to sign documents with an electronic signature, make sure that:

- all the necessary software is installed on the computer. For more information, refer to the Centre of Registers website at http://www.elektroninis.lt/lt/paruosti-kompiuteri;
- an electronic signature medium is ready for use.

In order to sign a document with an electronic signature, follow these steps:

2.12.1. In the document signing window (Fig. 18), choose the unsigned document from the list and

in the Actions column click Sign .

2.12.2. Choose the signing method:

- To sign the document using an electronic signature via the USB key or chip card, select **[Sign** using stationary digital signature];
- To sign using a mobile phone, select [Sign using mobile digital signature].

2.12.3. Select [Sign]. A window opens for entering a password.

2.12.4. Enter your password and click **[OK]**. The system displays a note that the signing of the document was successful. Status of the document changes to "Signed".

#### 🥑 🛛 Dokumentas pasirašytas

### 2.12.5. Click [Submit].

#### WARNING



#### Submit >> Back

If at least one of the shareholders is a foreign natural person or a legal entity, the system checks whether the shareholder's data is validated by the JAR. If the foreign natural person's/legal entity's data has not been validated or with the submitted list of shareholders, data on the sole shareholder must be deregistered, the status of the application remains "Under execution", and the system only allows to view the data being submitted. If the details of the list of shareholders are correct and validated, the status of the application changes to "Completed".

#### 2.13. Submitting an updated list of shareholders

The system allows you to submit changes related to shareholders' data and other changes. Make sure that the data is correct before you provide the updated list of shareholders.

In order to submit an amended list of members, follow these steps:

2.13.1. From the vertical menu select *Participants of Legal Entities (JADIS) > Provision of the list of participants*. In the list of shareholders, the data of the authorised capital of the UAB and the data of the registered shareholder(s) from the JAR are displayed:

#### APPLICATION FOR REGISTRATION OF THE LIST OF PARTICIPANTS

Print

#### Entering of data

#### Signing of documents

The person providing the list of participants is responsible for the accuracy of the documents and data provided and their timely submission. **LEGAL ENTITY** 

Legal status	No legal proceedings
Name	
Code	
Registered office	1

#### AUTHORISED CAPITAL

No	Share class	Nominal value of the share	Number of shares	The sum of nominal values of the shares
1	Ordinary shares	30.00 Eur	300 pcs.	9,000.00 Eur
2	Registered preference shares with cumulative dividend	10.00 Eur	100 pcs.	1,000.00 Eur
Authorised capital			10,000.00 Eur	

#### **SHAREHOLDERS**

No Shareholder		Shareholder	Number of shares by class	
			1 🔄	2
1	Change institution Enter the change	2022-06-02	60 pcs.	
2	<ul> <li><u>Change the data</u></li> <li><u>Enter the change</u></li> <li><u>Change to co-ownership</u></li> </ul>	2022-04-11	30 pcs.	
Total			200 pcs.	100 pcs.
Add a shareholder Add shareholders if the share (shares) is owned by the right of common ownership				
LIST	OF CHANGES			
	Nur	mber of shares by cla	355	

			Date	Number of shares by class	
NO	Shareholder	Change		1 🔝	2 🗐
		Save			Continue>>

Figure 19. Window view when the application has already been submitted

**Note.** In the **List of Changes** table you can see only the newly made changes. Changes made to previous shareholders lists are not displayed.

2.13.2. Enter the information (you can do the following):

- add a shareholder;

- group of shareholders;

- add a shareholder with unidentified data;
- add a shareholder (investment fund);
- -change the amended data;
- change the shareholder's address;
- change the nominal value;
- change the currency expression;
- upload an electronic document;
- sign with electronic signature and submit.

#### 2.14. Changing the amended data

To enter change regarding a shareholder, follow these steps:

2.14.1. In the data entry window (Fig. 1) you can see a previously provided list of shareholders (Fig. 19).

2.14.2. Next to the shareholder's data click on Enter the change.

#### A window opens to enter and change data.

1. SHAREHOLDER	
Shareholder	Address
2. CHANGE (select required)	

#### 2.1. ACQUISITION FOLLOWING THE ESTABLISHMENT OF A COMPANY OR THE INCREASE IN AUTHORISED CAPITAL 📓

Share class	Number of shares by class	Date of change/acquisition
Ordinary shares	pcs.	
Registered preference shares with cumulative dividend	pcs.	

#### 2.2. ACQUISITION FROM ANOTHER PERSON 📓

Share class	Number of shares by class	Date of change/acquisition
Ordinary shares	pcs.	
Registered preference shares with cumulative dividend	pcs.	

#### 2.3. TRANSFER 🔢

Share class	Number of shares by class	Date of change
Ordinary shares	pcs.	
Registered preference shares with cumulative dividend	pcs.	

2.4. CANCELLATION OR CHANGE IN THE NUMBER OF SHARES AND NOMINAL VALUE AS A RESULT OF DECREASE IN THE NUMBER OF SHARES HELD 🔟

Share class	Number of shares by class	Date of change
Ordinary shares	pcs.	
Registered preference shares with cumulative dividend	pcs.	

## 2.5. CHANGE IN THE CLASS OF SHARES OR CHANGE IN THE NUMBER AND NOMINAL VALUE OF SHARES AS THE NUMBER OF SHARES HELD INCREASES 📓

Share class	Number of shares by class	Date of change
Ordinary shares	pcs.	
Registered preference shares with cumulative dividend	pcs.	
Save Cancel		

Figure 20. Change data window

#### 2.14.3. Change the amended data.

Possible changes:

Acquisition following the establishment of a company or increase of authorised capital

This type of change is entered when:

a) shares are acquired after registering a private limited liability company;

b) shares are acquired after the registration of the amended articles of association, after increasing the authorised capital of the private limited liability company;

c) number of shares owned by the shareholder increases due to the change in the nominal value of the shares.

Acquisition from another person

This type of change is entered when:

a) person acquires shares in accordance with a transaction regarding the transfer of shares owned by another person to his/her ownership;

b) when the shares issued by the private limited liability company become the company's property. <u>Transfer</u>

This type of change is entered when:

a) number of shares held by a shareholder decreases after concluding a transaction on the transfer of shares owned by him to the ownership of another person;

b) number of shares held by the shareholder decreases because the shareholder fails to fulfil his obligations to the company to pay for the shares he/she has subscribed for and these shares become the property of the private limited liability company (own shares).

<u>Annulment</u>

This type of change is entered when:

a) number of shares decreases after the registration of the amended articles of association, after reducing the authorised capital of the private limited liability company;

b) number of shares owned by the shareholder decreases due to the change in the nominal value of the shares.

Change in class of shares or change in number and nominal value of shares

This type of change is entered when:

a) person acquires shares when there is a change in class of shares;

b) number of shares and the nominal value of shares change, but the size of the authorised capital does not change;

c) number of shares, their nominal value and the size of the authorised capital change.

**Note.** The system lets the same shareholder to enter several changes of different types if they have the same change date. If the date of change coincides with the date of becoming a shareholder, the system does not allow the date to be changed. This can only be done by removing the entered shareholder's data and reentering the data.

2.14.4. If you notice an error and would like to correct the entered change data:

2.14.4.1. In the List of Changes, click on Change . A window to correct the change data opens.

Shareholder	
Shareholder from	2022-08-02
Change	Transfer
Date of change	2022-07-20
Share class	Ordinary shares
Number of shares by class	30 pcs.
Save Cancel	

Figure 21. Window view to correct the changed data

2.14.4.2. Amend the information you wish about the change.

2.14.4.3. Click **[Save].** The system saves the changes and displays them in the list of changes.

2.14.5. If you wish to remove the change you just made, click <sup>Q</sup> Remove

2.14.6. Click **[Save].** The system saves the changes and displays them in the list of changes.

#### 2.15. Recording the change in the nominal value of shares

If the nominal value of shares in the JAR has changed, you must update the list of shareholders in JADIS based on this change.

**Note.** The list of shareholders with a changed nominal value is formed when only the nominal value of the shares changed, but the number of shares did not change.

If you need to record a change in nominal value, follow these steps:

2.15.1. From the vertical menu select *Participants of Legal Entities (JADIS) > Provision of the list of participants*.

The list of shareholders shows the data of the authorised capital of UAB from the JAR and the last provided list of shareholders.

SHAREHOLDERS

No <u>Shareholder</u>				Shareholder from	Number of shares by class		
						1 🔛	
1	1 Change the data 2008-07-16 100 pcs.						
Total	Total 100 pcs.						
Add a shareholder Add shareholders if the share (shares) is owned by the right of common ownership Change in nominal value There are shareholders with unidentified data							
Number of shares by					es by class		
NO	shareholder	Change	Date	1 🔝			
		Save				Continue>>	

Figure 22. Window view to record the change in the nominal value of shares

2.15.2. Click on **[Change in nominal value].** If the nominal value of shares in the JAR has not changed, this option will not be displayed. The system records the change in the list of shareholders.

Add a	shareholder A	dd shareholders if the sh	are (shares) is ov	vned by the right of common owners!	nip 🔝
CHAN	GES TO THE I	IST OF PARTICIPAL	NTS.		
	0201011122				
No.	Share class	Change	Date	The current nominal value of the share	Previous nominal value of the share
1	Ordinary shares	Change of nominal value	2022-07-20	30.00 Eur	100.00
		[	Save		Continue>>



**Note.** If you selected **[Change in nominal value]**, other actions such as adding a shareholder, entering changes and similar are not possible (**[Add a shareholder]** and **[Add shareholders if the share(s) is owned by the right of common ownership]** will be greyed out).

2.16. Recording the change of the expression of the nominal value of the authorised capital and shares from litas to euros

This change is recorded when new Articles of Association are registered in the Register of Legal Entities, in which the expression of the authorised capital and the nominal value of the shares is expressed in euros, but the size of the authorised capital and the value of the shares do not change. If you want to record the change in the expression of the nominal value of the authorised capital and shares from litas to euros, follow these steps:

2.16.1. From the vertical menu select *Participants of Legal Entities (JADIS) > Provision of the list of participants.* 

The list of shareholders shows the data of the authorised capital of UAB from the JAR and the last provided list of shareholders:

#### AUTHORISED CAPITAL

Share class	Nominal value of the share	Number of shares	The sum of nominal values of the shares
Ordinary shares	28.96 Eur	100 pcs.	2,896.00 Eur
Authorised capital	l.	2,896.00 Eur	

#### SHAREHOLDERS

No <u>Shareholder</u>			<u>Shareholder</u> from	Number of shares by class			
						1 🔝	
1       Image the data       2008-07-16         Image the change Image Image to co-ownership       Image Process the list of changes					100 pcs.		
Total	Total 100 pcs.						
Add a shareholder Add shareholders if the share (shares) is owned by the right of common ownership  Change of currency expression LIST OF CHANGES							
N				Number of shares by class			
NO	snarenoider	uer Change	1	1 🔝			
		Save				Continue>>	

Figure 24. Window view for changing the currency expression

2.16.2. Click on **[Change of currency expression].** If the nominal value of shares in the JAR has not changed, you will not see this option.

Note. If you selected [Change of currency expression], other actions such as adding a shareholder, entering changes and similar are not possible ([Add a shareholder] and [Add shareholders if the share(s) is owned by the right of common ownership] will be greyed out).

#### 3. Managing the list of participants

The system allows you to provide and view a list of participants, and submit an amended list.

#### **3.1. Document status and possible actions**

The actions that you can perform with the selected list of participants depend on the type of legal entity (Private Limited Liability Company (UAB), Small partnership (MB), Public Institution (PI), Agricultural company (ŽŪB), Cooperative company (KO)), its status (registered, liquidated, etc.) and status of the application. Possible actions based on the status of the application:

Status of the application	Possible actions
Being filled in	View, continue filling in or remove
Pending signature	View, continue filling in or remove
Under execution	View
Completed	View
Cancelled	View
Rejected	View or continue filling in
Delayed due to incomplete information	View, refuse, change data

#### 3.2. Status and actions of the Legal entity

Depending on the legal status of the JA, the following restrictions apply to the submission and viewing of the list of participants:

Status of the Legal entity	Possible actions
Deregistered	The head of the company or an authorised person may not view nor submit a list of participants.
In liquidation	The list of participants can be submitted / viewed only by the liquidator, the person authorised by the liquidator, but not by the head of the company nor their authorised person.
In bankruptcy	The list of participants can be viewed only by the bankruptcy administrator or by a person authorised by the bankruptcy administrator.
Bankrupt	The list of participants can be viewed only by the bankruptcy administrator or by a person authorised by the bankruptcy administrator.
Other status of the JA	The list of participants can be viewed and managed by the head of the company, an authorised person or a procurator, depending on the status of the list of participants and possible actions.

#### 3.3. Finding and viewing the list of participants

To find and view the list of participants, follow these steps:

3.3.1. From the vertical menu select **Participants of Legal Entities (JADIS) > Viewing the lists of participants**.

A window opens up with a list of all applications that have ever been filled in.

Home / Legal Entities Register / Participants of legal entities (JADIS) / Viewing of the lists of participants /						
LIST OF APPLIC	LIST OF APPLICATIONS FOR LISTS OF PARTICIPANTS					
Applica	ation no.					
Date of ap	plication from	to				
Status of the ap	plication All statuses	~				
	Search Clear	]				
Application no.	Date of application 🗘	Status of the application	Actions			
3238269	2022-07-15	Being filled in	View 🗟 Continue 🔇 Remove			
3227809	2022-05-28	Rejected	View			
3218137	2022-04-22	Completed	View View			
3217670	2022-04-20	Completed	View			
3188231	2022-01-19	Completed	View			

Figure 25. Window with the list of applications related to the lists of participants

3.3.2. Enter the data of the application you are searching for and select **[Search]**. The system provides a list of applications that meet the search criteria.

3.3.3. To view the current list of participants, click on near the most recent application with status "Completed".

**Note:** The current list of participants is the one where the relevant participants are listed, i.e. participants which do not have the change end date.

#### 3.4. Continuing filling in the list of participants

In order to continue filling in a list of a previously saved but not yet submitted list of participants, follow these steps:

3.4.1. From the vertical menu select *Participants of Legal Entities (JADIS) > Viewing the lists of participants*.

A window opens up (Fig. 16) with a list of all applications that have ever been filled in.

3.4.2. Enter the data of the application you are searching for and select [Search].

The system provides a list of applications that meet the search criteria.

3.4.3. Next to the list of participants you wish to continue working on, select a <u>Continue</u> in the action column. The system opens up the application at the place at which it was stopped previously.

3.4.4. Continue filling in or updating the participant list.

For more information on this, refer to chapter called *Provision and management of the list of shareholders of a private limited liability company (page 3).* 

#### 3.5. Removing the application

The removal of the application is allowed only if the status of the application is "Being filled in" or "Pending signature".

In order to remove a list of members, follow these steps:

3.5.1. From the vertical menu select *Participants of Legal Entities (JADIS) > Viewing the lists of participants*. A window opens up with a list of all applications that have ever been filled in.

3.5.2. To remove an application, select <sup>Q</sup> Remove .

Window confirming this action opens up.

3.5.3. Select [OK].

The system removes the document.