

**FINAL TERMS OF THE THIRD TRANCHE OF BONDS OF
UAB "METANIRA"
dated 6 March 2025**

1. GENERAL PROVISIONS

- 1.1. These Final Terms of the third Tranche of Bonds (the **Final Terms**) constitute the specific terms and conditions of the Bonds to be issued by the Issuer under the information document of UAB "Metanira" originally dated 29 March 2024, as first amended and restated on 9 December 2024 and further amended and restated on 6 March 2025 (the **Document**).
- 1.2. These Final Terms constitute an inseparable part of the Document and will at all times be interpreted and applied together with the Document. Words and expressions used, which are defined in the Document, shall have the same meanings in these Final Terms. In the event of inconsistency between the provisions of these Final Terms and provisions of the Document, these Final Terms shall prevail.
- 1.3. The Issuer is responsible for the adequacy, accuracy and completeness of the information provided for in these Final Terms.
- 1.4. The Bonds offered under these Final Terms shall be subject to the terms specified in Section 2 of these Final Terms.

2. TERMS OF BONDS

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| 2.1. Issuer: | UAB "Metanira" |
| 2.2. Securities to be issued: | Secured Bonds |
| 2.3. Maximum Aggregate Nominal Value of the Offering under the Document: | EUR 6,055,000 (being a part of total EUR 7,000,000 Bond Issue) |
| 2.4. Maximum Aggregate Nominal Value of the third Tranche of Bonds under the Document: | EUR 3,745,000 |
| 2.5. Information on Bonds: | |
| 2.5.1. Currency of denomination: | EUR |
| 2.5.2. Nominal Value of a Bond: | EUR 1,000 |
| 2.5.3. Subscription Period: | 10 March 2025 – 27 March 2025 |

The Issuer will determine the allocation of the Bonds after the expiry of the Subscription Period on 28 March 2025. Allocation will be determined on a time priority principle, based on the time of the receipt of Subscription Orders. Please note that, following the allocation in accordance with the Document, the Issuer will not provide individual confirmations to Investors regarding the acceptance, partial acceptance, or rejection of their Subscription Orders and the allocation of Bonds. The Bonds will be registered in the Register on the Issue Date of the third Tranche and will be transferred to the Securities Accounts of the Investors who have been allotted

Bonds. The managers of the Investors' Securities Accounts will inform Investors, in accordance with their internal rules, about the status of their Subscription Orders (acceptance, partial acceptance, or rejection) and the transfer of Bonds to their Securities Accounts, if applicable.

- 2.5.4. Issue Date: 31 March 2025
- 2.5.5. Payment Date: In connection with the subscription by way of an Auction, the settlement for the Bonds shall be carried out on 31 March 2025 (*Delivery versus Payment*).
- 2.5.6. Issue Price of a Bond: EUR 1,006.944
- Minimum Investment Amount: 1 Bond
- 2.5.7. Interest rate: The Issuer shall pay annual interest on the Nominal Value of the Bonds equal to 10% (fixed).
- Interest calculation method – 30E/360 day count convention.
- Interest on the Bonds shall be paid semi-annually as indicated below in item 2.5.9.
- 2.5.8. Record Date: Close of the third Business Day before the Interest Payment Date, Final Maturity Date, or the Early Redemption Date or the Early Maturity Date, whichever is relevant.
- 2.5.9. Interest Payment Dates: The Final Maturity Date (5 September 2025), or, if applicable, Early Redemption Date or Early Maturity Date. If an Interest Payment Date is not a Business Day, the interest shall be paid on the next Business Day, without recalculation of the amounts to be paid.
- 2.5.10. Final Maturity Date: 5 September 2025
- 2.5.11. Redemption Price: The sum of the Nominal Value of the Bond and the accrued interest.

Please note that the Bonds may be redeemed, either wholly or partially, at the option of the Issuer prior to the Final Maturity Date on the following conditions:

- (i) the Investors and Trustee shall be notified at least 30 (thirty) calendar days in advance on the anticipated early redemption of the Bonds;
- (ii) on the Early Redemption Date, the Issuer shall pay to the Investors full Nominal Value of the redeemable Bonds together with the unpaid interest accrued up to the relevant Early Redemption Date (excluding).

2.5.12. Early Redemption Date:

The Issuer, following terms and conditions set forth in the Document, has the right to redeem all or portion of the Bonds on the Early Redemption Date designated in a 30 (thirty) calendar day prior written notice to the Investors and the Trustee.

2.5.13. ISIN:

LT0000408833

2.5.14. Repayment date of the Nominal Value:

Final Maturity Date or, if applicable, Early Redemption Date or the Early Maturity Date.

2.6. Bank Account:

LT197189900020900329 (pledged in favour of the Bondholders; no direct payments shall be made by the Investors participating in the Offering of this third tranche through Auction as the settlement for the Bonds will be carried out in accordance with the Auction Rules)

2.7. Yield:

10% annually.

2.8. Collateral:

Created on the date of these Final Terms: first ranking maximum pledge over the Bank Account, Receivables, Issuer's Shares and Spanish Project Company's Shares.

Additional Collateral (first ranking Spanish Mortgage over the Property and Spanish Pledge 2 over the Spanish Project Company's Bank Account) will be created following the terms and conditions outlined in the Document.

2.9. Trustee:

UAB „AUDIFINA“, a private limited liability company established and existing under the laws of the Republic of Lithuania, legal entity code 125921757.

Contact details: +370 5 2127365

Address: A. Juozapavičiaus st. 6,
09310 Vilnius

E-mail: info@audifina.lt

Representative: Jolanta Ruzgienė

2.10. Register:

Lithuanian central securities
depository operated by Nasdaq CSD
SE Lithuanian branch.

2.11. Registrar:

Nasdaq CSD SE Lithuanian branch.

2.12. Lead Manager and Settlement Agent:

UAB FMJ "Orion Securities", legal
entity code 122033915, registered
address Antano Tumėno st. 4, Vilnius,
the Republic of Lithuania. E-mail
bonds@orion.lt

2.13. Manager:

N/A

2.14. Subscription channels:

Subscription by way of an Auction
through Nasdaq where the
Subscription Orders shall be accepted
by the Exchange Members.

Signed on behalf of UAB "Metanira"

Paulius Dzemijonas

CEO