

**FINAL TERMS OF THE FIRST TRANCHE OF BONDS OF  
UAB "METANIRA"**  
dated 6 November 2024

**1. GENERAL PROVISIONS**

- 1.1. These Final Terms of the first 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" dated 29 March 2024 (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**

- 2.1. Issuer: UAB "Metanira"
- 2.2. Securities to be issued: Secured Bonds
- 2.3. Maximum Aggregate Nominal Value of the Offering: EUR 6,055,000
- 2.4. Maximum Aggregate Nominal Value of the first Tranche of Bonds: EUR 5,909,000
- 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: 6 November 2024 – 12 November 2024 23:59 Vilnius time
- 2.5.4. Issue Date: 14 November 2024
- 2.5.5. Payment Date: 12 November 2024 23:59 Vilnius time  
2024, 23:59 Vilnius time, if subscribed through the Issuer or Lead Manager  
14 November 2024 (Delivery versus Payment), if subscribed through the Account Provider (as defined below)
- 2.5.6. Issue Price of a Bond: EUR 1,011.3130
- 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:	5 March 2025, the Final Maturity Date, 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.  The Issuer cannot redeem the Bonds during the first 12 (twelve) months after the Issue Date of the first Tranche of Bonds.  If the Early Redemption Date is on or after 6 March 2025, 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
2.7.	Yield:	11% annually.

2.8. Collateral:	First ranking maximum pledge over the Bank Account, Receivables, Issuer's Shares and Spanish Project Company's Shares.
2.9. Trustee:	<p>UAB „AUDIFINA“, a private limited liability company established and existing under the laws of the Republic of Lithuania, legal entity code 125921757.</p> <p>Contact details: +370 5 2127365</p> <p>Address: A. Juozapavičiaus st. 6, 09310 Vilnius</p> <p>E-mail: <a href="mailto:info@audifina.lt">info@audifina.lt</a></p> <p>Representative: Jolanta Ruzgienė</p>
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:	<p>Šiaulių bankas, AB, a public limited liability company established and existing under the laws of the Republic of Lithuania, legal entity code 112025254, with its registered address at Tilžės str. 149, Šiauliai, the Republic of Lithuania.</p> <p>Address: Šeimyniškių st. 1A, Vilnius, the Republic of Lithuania</p> <p>E-mail: <a href="mailto:platinimai@sb.lt">platinimai@sb.lt</a></p>
2.13. Manager:	N/A
2.14. Subscription channels:	<p>Subscription through the Issuer, Lead Manager or an entity which is licensed to provide investment services, with whom the Investor has opened a Securities Account (the <b>Account Provider</b>) and through which the Subscription Order (in the form as used and approved by such entity) may be submitted.</p> <p>By placing a Subscription Order to the relevant Account Provider each Investor makes an unconditional, irrevocable and final instruction to the Account Provider for (i) acquisition of the Bonds on the Issue Date, and (ii) transferring the Bonds to Securities Account opened with the Account Provider (iii) debit of the Issue Price of the Bonds subscribed by the Investor</p>

on the Issue Date from the Investor's account opened with the Account Provider.

By placing a Subscription Order through the Account Provider, each Investor will be deemed to have read the Document, the Issuer's constitutional documents, financial statements, as well as to have consented to being allotted a lower number of Bonds than the number specified in such Investor's Subscription Order, or to not being allotted any Bonds at all, pursuant to the Document.

By placing a Subscription Order through the Account Provider the Investor subscribes for the Bonds and obliges to ensure, that on the Issue Date there will be sufficient funds in the Investor's accounts with the Account Provider to pay the Issue Price.

Signed on behalf of UAB "Metanira"

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Paulius Dzemijonas

CEO