

FINAL TERMS

FOR TRANCHE 5 of UAB “Sostinės bokštai”

**Issue of up to EUR 53,500,000 (being part of the total EUR 67 000 000 Issue)
Notes due 2026 under the Base Prospectus dated 12 March 2024**

Terms used herein shall be deemed to be defined in the Base Prospectus of the Programme for the Offering of Notes of UAB Sostinės bokštai in the amount of up to EUR 53,500,000 (being a part of total EUR 67,000,000 Issue) and Admission of the issued Notes to trading on the First North Bond List dated 12 March 2024, as amended on 23 April 2024 (Supplement No. 1) and on 26 November 2024 (Supplement No. 2). This document constitutes the Final Terms of Tranche No. 5 of the Notes described herein and must be read in conjunction with the Base Prospectus in order to obtain all relevant information. Full information on the Offering of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus and other Issue Documents. In case of any discrepancy between the Base Prospectus and these Final Terms, the Final Terms shall prevail.

The terms not defined herein, shall have the meaning given to them in the Base Prospectus.

The Final Terms and the Base Prospectus have been published on the Issuer’s website <https://bc-hero.lt/en/investuotojams/>, as well as on the Arrangers website <https://www.redgatewealth.eu/en/issues/hero-bonds>. Copies may also be obtained from the registered office of the Issuer at the address Ozo st. 12A-1, Vilnius, Lithuania.

1.	Issuer:	UAB “Sostinės bokštai”
2.	Legal Entity Identifier ("LEI") of the Issuer:	9845009C3QBB08EFB768
3.	ISIN:	LT0000407629
4.	CFI:	DBVUGR
5.	FISN:	SOSTINES BOKSTA/BD 629 20260518
6.	Approval of the Tranche	The issue of the Tranche was authorised by the resolution of the shareholders of the Issuer, dated 14 February 2025
7.	Tranche Number:	5
8.	Specified Currency:	Euro (EUR)
9.	Aggregate Nominal Amount of the Tranche:	Up to EUR 5,500,000
10.	Issue Price:	EUR 1,037.4249
11.	Specified Denominations:	EUR 1,000
12.	(i) Issue Date of the Tranche:	07-03-2025
	(ii) First Issue Date:	18-05-2023

13.	Maturity Date:	18-05-2026
14.	Final Redemption Amount:	Subject to any early redemption, the Notes will be redeemed on the Maturity Date at 100% per Nominal Amount
15.	Put/Call Options:	Issuer Call
		See Section 6.3 item <i>Maturity (redemption) date and principal repayment</i> .
16.	(i) Status of the Notes:	Secured
	(ii) Collateral:	1 st rank mortgage over: (i) the land plot, total size 0.6979 ha, unique No. 4400-6123-4635, address Lvivo st. 21, Vilnius, Lithuania, cadastral No. 0101/0032:1181; (ii) the building – office building, unique No. 1099-4035-8012, address: Lvivo st. 21, Vilnius, Lithuania; (iii) the building – office building, unique No. 4400-5858-8104, address: Lvivo st. 21B, Vilnius, Lithuania.
	(iii) Principal amount secured by the Collateral Agreement:	EUR 67,000,000
	(iv) Maximum amount under the maximum mortgage, securing only the payment of penalties (including default interest, premium and fines) and compensation for the secured parties' losses secured by the Collateral Agreement:	EUR 20,100,000
PROVISIONS RELATING TO INTEREST PAYABLE		
17.	Floating Rate Note Provisions	
	(i) Interest Rate:	Interest base rate of 6-month EURIBOR plus a margin of 6% per annum as set forth in Section 6.3 of the Base Prospectus, item <i>Interest rate and dates of payment thereof</i> .
	(ii) Interest base rate determination:	6-month EURIBOR value 5 (five) Business Days before the commencement of a respective Interest Period

(iii)	Interest Period:	Each period beginning on the previous Interest Payment Date and ending on (but excluding) the Maturity Date or relevant Interest Payment Date. Interest accrues semi-annually.
(iv)	Interest Payment Date(s):	18 May and 18 November, subject to Business Day Convention.
(v)	Day Count Fraction:	Act/365

GENERAL PROVISIONS APPLICABLE TO THE NOTES

18.	Form of Notes:	The Notes are issued in book-entry form. The Notes are not convertible to the shares of the Issuer. The Notes shall be valid from the date of their registration until the date of their redemption. No physical certificates will be issued to the Noteholders. Principal and interest accrued will be credited to the Noteholders' accounts through Nasdaq CSD.
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OFFERING OF NOTES

19.	Issuing Agent:	Šiaulių bankas, AB, reg. No 112025254, address: Tilžės st. 149, 76348 Šiauliai, Lithuania.
20.	Arranger:	Redgate Capital AS, reg. No. 11532616, address: Pärnu mnt 10, Kesklinna linnaosa, 10148 Tallinn, Harju maakond, Estonia.
20 ¹ .	Manager:	Šiaulių bankas, AB, reg. No 112025254, address: Tilžės st. 149, 76348 Šiauliai, Lithuania. Evernord UAB FMI, reg. No 303198227, address: Konstitucijos av. 15-90, LT-09319, Vilnius, Lithuania.
20 ² .	Subscription channels:	Subscription by way of an auction through Nasdaq Vilnius stock exchange.
21.	Subscription Period:	19-02-2025 – 05-03-2025 15:30 (Vilnius time)
22.	Allocation Date:	06-03-2025
23.	Settlement Date:	07-03-2025

LISTING AND ADMISSION TO TRADING

24.	Listing:	According to the decisions of AB Nasdaq Board dated 31 July 2024 and 8 October 2024, currently issued Notes, which constitute total 33,100 issued Notes, were admitted to trading on Nasdaq First North alternative market. Newly issued Notes under future Tranches (including this Tranche Number 5) shall be admitted to trading on Nasdaq First North alternative market via separate
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		applications once the Notes are subscribed and fully paid by the investors and registered with Nasdaq CSD.
OTHER INFORMATION		
25.	Use of Proceeds:	The proceeds will be transferred to the Issuer and used to finance (or refinance), in part or in full, development of the Project, as described in Section 6.2 <i>Reasons for the Offering and Use of Proceeds</i> of the Base Prospectus.
26.	Information about the securities of the Issuer that are already admitted to trading:	None.

Signed on behalf of the Issuer:

UAB “Sostinēs bokštai” General Manager on 14 February 2025

By:

Duly authorised