

## MAXIMA GRUPĖ, UAB €240,000,000 6.250% RegS Only Notes Due 2027

Issuer:	Maxima Grupė, UAB
Ratings:	BB+ (stable) by S&P
Expected Issue Ratings:	BB+ by S&P
Format:	Senior Unsecured, Reg S Registered
Tenor:	5 Year
Settlement:	12 July 2022 (T+7)
Maturity:	12 July 2027
Currency:	EUR
Size:	240mm
Re-offer:	98.961 / 6.500% / ms+485.4
Coupon:	6.250% Fixed %, Annual, Actual/Actual
Benchmark:	DBR 0.25% 02/27+ 568.8bp (97.465)
Use of Proceeds:	Debt refinancing and general corporate purposes
Financial Covenants:	Limitation on indebtedness subject to Consolidated Net Leverage Ratio $\leq 4.25x$ and Fixed Charge Coverage Ratio $\geq 2.0x$ ; Restricted payments subject to Consolidated Net Leverage Ratio $\leq 4.0x$
Early Redemption:	Make Whole call (B+50), Issuer Maturity Par Call (3 months prior Maturity Date) and Change of Control subject to leverage trigger at Consolidated Net Leverage Ratio $\geq 4.0x$
Law:	English Law
Documentation:	Issuer's EMTN Programme dated 28 June 2022
Advertisement:	The Base Prospectus and the final Terms (when published) are available on the website of Euronext Dublin ( <a href="https://www.ise.ie/">https://www.ise.ie/</a> )
Listing:	Euronext Dublin with passporting to NASDAQ Vilnius Stock Exchange
Denominations:	EUR 100,000 x EUR 1,000
Clearing:	Euroclear and Clearstream, Luxembourg
Issuer LEI:	259400Z5DFISQ00QN727
ISIN:	XS2485155464
Joint Bookrunners:	Citi (B&D), J.P. Morgan, MUFG and Luminor
Timing:	Priced. TOE 16:21 UKT. FTT 0730 UKT on Monday 4-Jul
Note:	An international development institution has obtained board approval to purchase from the Issuer up to 30 per cent of the aggregate principal amount of the Bonds
Tender Participants:	Please state your "Tender Offer Priority Code" when expressing interest
Stabilization:	ICMA / FCA stabilization applies
Target Market:	MiFID II professionals/ECPs-only – Manufacturer target market (MiFID II product governance) is eligible counterparties and professional investors only (all distribution channels). No PRIIPs key information document has been prepared as not available to retail in EEA. No UK PRIIPs key information document has been prepared as not available to retail in the UK.