Approved by the Management Board

at the Management Board meeting

2024-12 -10 No 24-218

Rules of METANIRA, UAB Bonds Subscription Process (Auction)

1. The Organizer of the Auction – AB Šiaulių bankas, Registration No. 112025254, legal address: Tilžės str. 149, Šiauliai, Lithuania, hereinafter "the Organizer".

2. The Provider of Subscription Undertakings and settlement instruction delivery – AB Nasdaq Vilnius, Registration (registration No. 110057488), legal address: Konstitucijos av. 29, Vilnius, Lithuania, hereinafter "the Exchange".

3. The subject of the Subscription process – public offering of up to 5 659 bonds of METANIRA, UAB (a public limited liability company incorporated and existing under the laws of the Republic of Lithuania, registration No 306203583) with a nominal value of EUR 1,000 and annual interest rate on the nominal value equal to 10% per annum and Issue price 1029,7068 EUR per bond, ISIN code: LT0000408833, up to an amount of EUR 5,659,000, hereinafter "the Securities".

4. The Participants of the Auction – only licensed banks or investment firms to whom the status of Exchange Member has been assigned are eligible to participate in the Auction. All Nasdaq Vilnius Members, having access to the Genium INET trading system may participate in the Auction by submitting orders on their own account or on behalf of their clients. The Retail offering is directed to all investors in Lithuania, Latvia and Estonia.

5. The legal basis for the Subscription Process is the Nasdaq Baltic Member Rules. Baltic Member Rules and the Rules shall be binding on each Exchange Member participating in the Auction.

6. The Place of Subscription process – the Orders are submitted as buy orders entered in the Exchange Trading system, hereinafter – "Trading system".

7. The Subscription period – the period of the Subscription process takes place from 12 December, 2024, 09:00 until 19 December, 2024, 15:30. Buy orders can be entered in the Trading system during the Subscription period every Exchange trading day from 9:00 to 16:00. On the last day of the Subscription period, buy orders can be entered until 15:30. All times denoted are in EET.

8. Settlement procedure – the Settlement date is 23 December, 2024. The Settlement is provided by Nasdaq CSD SE. The Settlement shall be made according to the delivery versus payment (DVP) principle

individually for each transaction (gross settlement). The title to the Securities purchased in the Subscription process is obtained upon a Securities transfer to a buyer's respective financial instrument account which is done simultaneously with making the cash payment for the purchased Securities.

9. The Exchange Members can enter buy orders in the Trading system during the Subscription process every Exchange trading day from 9:00 to 16:00 or until 15:30 on the last day of the Subscription process. The orders can be modified or canceled until 15:30 on the last day of the Subscription process. After 15:30 on the last day of the Subscription process orders cannot be entered, modified, or cancelled.

10. The Exchange Member is responsible for entering its clients' orders in the Trading system according to these Rules. The Exchange Member's client's order submission takes place according to the Exchange Member's internal rules and procedures.

11. The Subscription process is hidden – the Exchange Members can see only own orders in the order book.

12. Investors orders shall be entered in the submarket "VSE Equities IPO" order book MTRSPO with ISIN code: LT0000408833.

13. The buy order must include:
    a. Price of one Security;
    b. Number of Securities;
    c. Client reference;
    d. Order capacity;
    e. Client ID short code (in case order capacity is Agent);
    f. Client ID qualifier (Firm/Personal);
    g. Investment Dec short code (in case order capacity is Principal);
    h. Execution Decision short code;
    i. Time validity – "GTC" (Good-Till-Cancel);
    j. Order reference (optional).

14. The price of one Security is EUR 1029,7068 (102,97068%), minimum investment amount is EUR 1029,7068.

15. In addition to the order data specified in Paragraph 13, Name and surname of a natural person or name of a legal person, Natural person's personal identification code or registration code of a legal person, address of natural or legal person, securities account number, Client´s custodian´s BIC code, Client's country of residence, investor category (retail or institutional) shall be provided. This information shall be sent in an encrypted Excel file to e-mail TSBaltic@nasdaq.com by 17:00 on the day the order is entered in the Trading system; on the end date of the Subscription period by 16:00. Orders entered on prior days will also be shown here. The Client's name, residency, ID code, securities account number or reference number shall be linked with the Client reference of the entered order by the Client's account operator. Subscription orders submitted through a nominee account will only be considered eligible if, by the end

of the business day on which the subscriptions are submitted, the Exchange Member has transmitted to the Exchange the details of the subscribed investor via nominee account.

16. Order allocation will be performed by the Issuer according to the Rules of the Prospectus and will be done outside the Exchange's Trading system. Trade information will not be available in the Exchange's Trading system. Rules and the Prospectus will be made publicly available one business day prior to the Auction at the website www.nasdaqbaltic.com.

17. The Exchange shall immediately but not later than the next business day after receiving information on order allocation from the Organizer, send settlement instructions to Nasdaq CSD SE for settlement of the trades made as a result of the Subscription process. The Exchange Member is responsible for the fact that its settlement agent, which provides settlements for the trades made as a result of the Subscription process according to the information specified in the settlement instructions, makes approvals for Nasdaq CSD SE settlements. The Exchange member must agree with its account operator that cash for auction trades settlement must be transferred to the dedicated cash account (DCA) for nighttime settlement.

18. The Exchange Member, in accordance with the Exchange regulations, shall pay commission fees for transactions concluded in the Subscription process on own account or on behalf of its clients according to the fees for auction transactions set forth by the Exchange.

19. The Parties shall at all times comply with the data protection standards as provided under the GDPR, applicable law and data protection policies of the Exchange. The Privacy Letter of the Exchange sets out personal data handling practices under GDPR to safeguard privacy while fulfilling obligations, ensure the efficient operation of markets and satisfy regulatory obligations. The Privacy Letter could be found under this link: https://www.nasdaq.com/privacy-statement