Dokumentą elektroniniu parašu
pasirašė TOMAS,STAŠKŪNAS
Data: 2026-11-24 18:19:49

**FINAL TERMS OF THE NOTES**

**MiFID II Product Governance / Eligible Counterparties, Professional Clients and Retail Clients Target Market**

Solely for the purposes of each manufacturers' product approval process, the target market assessment in respect of the Notes has led to the conclusion that (i) the target market for the Notes is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"), and (ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Notes to retail clients are appropriate: execution-only, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable. Any person subsequently offering, selling or recommending the Notes (a "**Distributor**") should take into consideration the manufacturer's target market assessment; however, a Distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**Final Terms dated 24 November 2026**

**AB "CIVINITY"**

**Legal entity identifier (LEI): 64883NS61NN998FFW659**

**Issue of EUR 5,000,000 Notes due 17 July 2029**

**under the General Terms and Conditions for the Issuance of Unsecured Fixed Rate Notes maximum EUR 50,000,000 with the Maturity of up to 4 Years**

**Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth in the General Terms and Conditions for the Issuance of Unsecured Fixed Rate Notes maximum EUR 50,000,000 with the Maturity of up to 4 Years (the "Terms and Conditions") dated 22 September 2026. This document constitutes the Final Terms of the Notes described herein and must be read in conjunction with the Terms and Conditions in order to obtain all relevant information about the Notes. Full information on the Issuer and the Notes is only available on the basis of the combination of these Final Terms, the Terms and Conditions dated 22 September 2026.**

**The Final Terms, the Terms and Conditions and the Investor Presentation are available for viewing on the Issuer's website https://www.civinity.com/investors/; also the Final Terms and the Terms and Conditions shall be available for viewing on the website of AB Nasdaq Vilnius Stock Exchange ("Nasdaq Vilnius") (https://nasdaqbaltic.com/) upon listing. Copy thereof may also be obtained at the registered office of the Issuer at the address Naugarduko Str. 98, Vilnius, the Republic of Lithuania.**

| | | | |
|---|---|---|---|
| 1. | (i) | Issuer: | AB "Civinity" |
| 2. | (i) | Series Number: | 1 |
| | (ii) | Tranche Number: | 4 |
| 3. | Specified Currency: | | Euro (EUR) |
| 4. | Aggregate Nominal Amount: | | |
| | (i) | Series: | EUR 28,350,000 |
| | (ii) | Tranche: | EUR 5,000,000 |
| 5. | Specified Denomination: | | EUR 1,000 |

| | | | |
|---|---|---|---|
| 6. | Issue Price: | | Issue Price without accrued interest: EUR 999.7548 (99.97548% per Nominal Amount)<br><br>Issue Price with accrued interest: EUR 1035.8961(103.58961% per Nominal Amount) |
| 7. | Minimum Investment Amount | | EUR 1,000 |
| 8. | (i) | Issue Date: | 27 November 2026 |
| | (ii) | Interest Commencement Date: | Issue Date |
| 9. | Maturity Date: | | 17 July 2029 |
| 10. | Final Redemption Amount: | | Subject to any early redemption, the Notes will be redeemed on the Maturity Date at 100% per Nominal Amount |
| 11. | Put/Call Options: | | Investor Put |
| | | | Issuer Call |
| | | | (*See paragraphs 14 and 15 below*) |
| 12. | (i) | Status of the Notes: | Unsecured |
| | (ii) | Date of the decision of the Management Board and Manager of the Issuer for issuance of Notes of this Tranche: | 29 May 2025, 14 July 2025 and 3 November 2026 |
| **PROVISIONS RELATING TO INTEREST PAYABLE** | | | |
| 13. | **Fixed Rate Note Provisions** | | |
| | (i) | Interest Rate: | The Fixed Rate of Interest is 10 per cent. per annum in respect of the period from (and including) the Interest Commencement Date to (but excluding) the Maturity Date payable in arrears on each Interest Payment Date. |
| | (ii) | Interest Payment Date(s): | 17 July and 17 January in each year |
| | (iii) | Day Count Fraction: | Act/Act (ICMA) |
| **PROVISIONS RELATING TO EARLY REDEMPTION** | | | |
| 14. | **Call Option** | | Applicable |
| | (i) | Optional Redemption Date(s): | Any Business Day falling on or after the date falling one (1) year before Maturity Date |
| | (ii) | Optional Redemption Amount(s) of each Note: | If early redemption date occurs not earlier than 1 (one) year but not later than 3 (three) months before the Maturity Date the respective Early Optional Redemption Amount will be equal to 101% of Nominal Amount plus accrued Interest from last Interest Payment Date.<br><br>If early redemption date occurs during the last 3 (three) months prior to the Maturity Date, the respective Early Optional Redemption Amount will be equal to 100% of Nominal Amount plus accrued Interest from last Interest Payment Date. |
| | (iii) | Notice period: | Not less than 30 (thirty) calendar days |

| | | |
|---|---|---|
| 15. | **Put Option** | Only due to De-listing Event, Listing Failure or upon Change of Control |
| | (i) De-listing Event, Listing Failure or Change of Control Put Date / Optional Redemption Date: | The 5th (fifth) Business Day following the expiration of the De-listing Event, Listing Failure Put Period or following the Change of Control Put Period |
| | (ii) Optional Redemption Amount of each Note: | 101% per Nominal Amount |
| | (iii) De-listing Event, Listing Failure or Change of Control Put Period /Notice period: | Not more than 30 days |
| **GENERAL PROVISIONS APPLICABLE TO THE NOTES** | | |
| 16. | **Form of Notes**: | The Notes shall be issued in non-material registered form. According to the Law on Markets in Financial Instruments of the Republic of Lithuania the book-entry and accounting of the dematerialized securities in the Republic of Lithuania, which will be admitted to trading on the Regulated Market (Nasdaq Vilnius), shall be made by Nasdaq CSD. 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 Investors. Principal and interest accrued will be credited to the Noteholders' accounts through Nasdaq CSD. |

Signed on behalf of the Issuer:

24 November 2026

By: Tomas Staškūnas
Duly authorised

## PART B – OTHER INFORMATION

| | | |
|---|---|---|
| 1. | **LISTING AND ADMISSION TO TRADING** | |
| | (i) Admission to Trading: | Application will be made for Notes issued under these Final Terms to be admitted during the period of 6 (six) months after the date hereof to listing on the Bond List and to trading on the Regulated Market of Nasdaq Vilnius. |
| 2. | **RATINGS** | The Notes to be issued are not rated. |
| 3. | **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER** | |
| | Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business. | |
| 4. | **YIELD** | |
| | Indication of yield: | 10% |
| | | *The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.* |

| | | | |
|---|---|---|---|
| 5. | **OPERATIONAL INFORMATION** | | |
| | (i) | ISIN: | LT0000134413 |
| | (ii) | Delivery: | Delivery against payment ("**DvP**"). |
| | (iii) | Settlement Date | 27 November 2026 |
| 6. | **DISTRIBUTION** | | |
| | (i) | Distribution period | From 5 November 2026 till 3:30 p.m. (Vilnius time) 20 November 2026. Notwithstanding the above, the settlement date will be unchanged. |
| | (ii) | Allocation Date | 23 November 2026 |
| | (iii) | Allocation Rules | All Subscription Orders shall be satisfied and the number of Bonds to be allocated to each investor shall be determined upon the discretion of the Issuer. |
| | (iv) | Method of Distribution: | Non-syndicated |
| | (v) | Name of Dealer: | Luminor Bank AS Lithuanian branch |
| | (vi) | Name of Distributors: | N/A |
| **7.** | **PROVISIONS RELATED TO EXISTING NOTES** | | |
| | (i) | Existing Bonds: | EUR 23,350,000 bond issue under ISIN LT0000134413, maturing on 17 July 2029 |
| **8.** | **OTHER INFORMATION** | | |
| | (i) | Use of Proceeds: | The proceeds of the issue of Notes will be used towards financing new acquisitions. |
| | (ii) | Information about the securities of the Issuer that are already admitted to trading: | EUR 23,350,000 bond issue under ISIN LT0000134413, maturing on 17 July 2029. |