

## FINAL TERMS

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

Solely for the purposes of each manufacturer's 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: investment advice, and portfolio management, and non-advised services, 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 30 November 2024

#### Sun Investment Group, UAB

#### Issue of up to EUR 8,000,000 Bonds due 2026

under the General Terms and Conditions of Sun Investment Group, UAB for the issuance up to EUR 8,000,000 of secured fixed rate Bonds with the Maturity up to 2 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 of Sun Investment Group, UAB for the issuance up to EUR 8,000,000 of secured fixed rate Bonds with the Maturity up to 2 Years (the "General Terms and Conditions") which forms part of the Information Document dated 30 November 2024 which constitutes an offering document for the purposes of the Law on Securities of the Republic of Lithuania. This document constitutes the Final Terms of the Bonds described herein and must be read in conjunction with the Information Document, including General Terms and Conditions, in order to obtain all relevant information.

The Information Document and Final Terms are available for viewing on the Issuer's website <https://suninvestmentgroup.com/en/>. Copies may also be obtained from the registered office of the Issuer at the address Gedimino ave. 44A-501, Vilnius, the Republic of Lithuania.

Upon listing, the Information Document and Final Terms will be also available for viewing on the website of AB Nasdaq Vilnius ("Nasdaq Vilnius") (<https://nasdaqbaltic.com/>).

1.	<b>Issuer:</b>	<b>Sun Investment Group, UAB</b>
2.	<b>Status of the Bonds:</b>	Non subordinated secured fixed interest bonds
3.	<b>Specified Currency:</b>	Euro (EUR)
4.	<b>Aggregate Nominal Amount:</b>	
	<b>(i) Series:</b>	Up to EUR 8,000,000
	<b>(ii) Tranche:</b>	Up to EUR 8,000,000
5.	<b>Issue Price:</b>	EUR 1,000
6.	<b>Specified Denominations:</b>	EUR 1,000
7.	<b>(i) Issue Date:</b>	29 November 2024
	<b>(ii) Interest Commencement Date:</b>	Issue Date

8.	<b>Maturity Date:</b>	29 November 2026
9.	<b>Final Redemption Amount:</b>	Subject to any early redemption, the Bonds will be redeemed on the Maturity Date at 100% per Nominal Amount.
10.	<b>Call Option:</b>	Issuer Call ( <i>See paragraph 15 below</i> )
11.	<b>Put Option:</b>	Investor Put ( <i>See paragraph 16 below</i> )
12.	<b>Date of Sole Shareholder decision for issuance of Bonds obtained:</b>	24 October 2024
13.	<b>Trustee:</b>	As of the date of these Final Terms – UŽDAROJI AKCINĖ BENDROVĖ “AUDIFINA”, a limited liability company, established and existing under the laws of the Republic of Lithuania, corporate ID code 125921757, with its registered address at A. Juozapavičiaus str. 6, Vilnius, Lithuania.
<b>PROVISIONS RELATING TO INTEREST PAYABLE</b>		
14.	<b>Fixed Rate Bond Provisions</b>	
	(i) Interest Rate:	The Fixed Rate of Interest is 11,5 % 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):	29 May 2025, 29 November 2025, 29 May 2026, and 29 November 2026
	(iii) Day Count Fraction:	ACT/ACT ICMA
<b>PROVISIONS RELATING TO EARLY REDEMPTION</b>		
15.	<b>Call Option</b>	Applicable
	(i) Optional Redemption Date(s):	Any Business Day no earlier than 12 (twelve) months after the Issue Date.
	(ii) Optional Redemption Amount(s) of each Bond:	If early redemption date occurs: <ul style="list-style-type: none"> <li>a) 12 (twelve) months after the Issue Date but not later than 18 (eighteen) months after the Issue Date, the respective Early Optional Redemption Amount will be equal to 101% of Nominal Amount plus accrued Interest from last Interest payment date;</li> <li>b) during the last 6 (six) months before 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</li> </ul>
	(iii) Notice period:	Not less than 30 calendar days
16.	<b>Put Option</b>	Only due to De-listing Event or Listing Failure
	(i) De-listing Event or Listing Failure Put Date / Optional Redemption Date:	The 5th (fifth) Business Day following the expiration of the De-listing Event or Listing Failure Put Period
	(ii) Optional Redemption Amount of each Note:	102% per Nominal Amount
	(iii) De-listing Event or Listing Failure Put Period / Notice period:	Not more than 30 days

<b>GENERAL PROVISIONS APPLICABLE TO THE BONDS</b>		
17.	<b>Form of Bonds:</b>	The Bonds shall be issued in non-material registered form. The book-entry and accounting of the dematerialized securities in the Republic of Lithuania, which will be admitted to trading on the First North (Nasdaq Vilnius), shall be made by Nasdaq CSD. Entity to be in charge of keeping the records will be the Issuer. The Bonds 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 Bondholders' accounts through Nasdaq CSD.
18.	<b>Governing Law:</b>	The Bonds, and any non-contractual obligations arising out of or in connection therewith, shall be governed by and construed in accordance with the laws of the Republic of Lithuania.
19.	<b>Jurisdiction:</b>	Any dispute or claim arising out of or in relation to the Bonds, including any non-contractual obligation arising out of or in connection with the Bonds, shall be finally settled by the courts of the Republic of Lithuania.

## **PART B – OTHER INFORMATION**

1.	<b>LISTING AND ADMISSION TO TRADING</b>	
	(i) Admission to Trading:	Application will be made for Bonds issued under these Final Terms to be admitted during the period of 3 (three) months after the date hereof to listing and trading on the First North of Nasdaq Vilnius.
	(ii) Estimate of total expenses related to admission to trading:	EUR 2,000
2.	<b>RATINGS</b>	The Bonds to be issued are not rated.
3.	<b>INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER</b>	
	Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Bonds has an interest material to the offer. The Dealer and their 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.	<b>YIELD</b>	
	Indication of yield:	11.5%
	<i>The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.</i>	
5.	<b>OPERATIONAL INFORMATION</b>	
	(i) ISIN:	LT0000409963
	(ii) Delivery:	Delivery versus payment (“ <b>DvP</b> ”) or Free of Payment (“ <b>FoP</b> ”). FoP delivery shall be applicable to those Bondholders who pay for the subscribed Bonds with the redemption proceeds of the bonds (ISIN LT0000405425) redeemed by the Issuer.
	(iii) Settlement Date	29 November 2024
6.	<b>SUBSCRIPTION AND DISTRIBUTION</b>	

	(i) Subscription period:	4 November 2024 – 22 November 2024 at 3.30pm (Vilnius time)
	(ii) Method of Distribution:	Non-syndicated
	(iii) Name of Dealer:	FMJ “Orion securities”
	(iv) Minimum Investment Amount	1 Bond
<b>8.</b>	<b>OTHER INFORMATION</b>	
	(i) Use of Proceeds:	The net proceeds from the issue of the Bonds will be used to: (i) refinance previous bond issue (ISIN LT0000313256); and (ii) finance the Group’s working capital and further project portfolio development costs
	(ii) Information about the securities of the Issuer that are already admitted to trading:	EUR 5,000,000 secured fixed rate (13%) bonds with the maturity date on 29 November 2024 (ISIN LT0000313256)

**Signed on behalf of Sun Investment Group, UAB:**

By: .....  
Director Mr. Deividas Varabauskas