

UAB “Mano numai”

*(a private limited liability company incorporated and existing under the laws of the Republic of Lithuania,
corporate ID code 304488856)*

**Information Document for the admission of bonds of UAB “Mano numai” in the amount of
EUR 6,490,000 (ISIN LT0000135824) and EUR 3,168,000 (ISIN LT0000136129) on the alternative market
First North, administered by Nasdaq Vilnius AB**

Information Document for the admission of the bonds issued in the amount of EUR 6,490,000 (ISIN LT0000135824) and EUR 3,168,000 (ISIN LT0000136129) (both issues together – “**Bonds**”) to trading on the alternative market First North, administered by Nasdaq Vilnius AB (the “**Information Document**”) has been drawn up by UAB “Mano numai” (the “**Company**” or the “**Issuer**”) in connection with admission of the Bonds of the Company (the “**Admission**”) to trading on the First North in Lithuania (the “**First North**”), a multilateral trading facility (alternative market in Lithuania) administered by the market operator Nasdaq Vilnius AB (the “**Nasdaq**”).

Bonds ISIN LT0000135824 were issued on 25 October 2025, and Bonds ISIN LT0000136129 were issued on 4 December 2025. Both Bond issues were offered in accordance with the exemption under Article 1(4)(b) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council (the “**Prospectus Regulation**”) – by offering each issue of Bonds to fewer than 150 natural or legal persons per Member State. In accordance to the above, a prospectus or an information document was not prepared for the offering of the Bonds.

This Information Document is prepared in connection with the Admission to First North, as required under Paragraph 6.1.5 of the Rules of First North in Lithuania, approved by the decision of the Board of Nasdaq No. 18-60, dated 12 December 2018 as further amended by the decision of the Board of Nasdaq No. 25-45, dated 16 October 2025 (the “**Rules of First North in Lithuania**”). Thus, this Information Document is prepared pursuant to the requirements of the Decision of the Board of the LB No. 03-185 on Approval of Description of Requirements for the Preparation of the Information Document, dated 7 December 2023 (the “**Decision of LB**”).

Nonetheless, this Information Document is not a prospectus within the meaning of Prospectus Regulation and the Law on Securities of the Republic of Lithuania (the “**Law on Securities**”) and was not approved by the Bank of Lithuania (the “**LB**”).

This Information Document does not constitute an offer to sell or a solicitation of an offer to buy the Bonds in any jurisdiction to any person to whom it is unlawful to make any such offer or solicitation in such jurisdiction. Furthermore, the distribution of this Information Document in certain jurisdictions may be restricted by law. Thus, persons in possession of this Information Document are required to inform themselves about and to observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The information contained herein is current as of the date of this Information Document. Neither the delivery of this Information Document, nor the sale or delivery of the Bonds shall, under any circumstances, create any implication that there have been no adverse changes occurred or events have happened, which may or could result in an adverse effect on the Company’s or its Subsidiaries (collectively the “**Group**”) business, financial condition or results of operations and/or the market price of the Bonds. Nothing contained in this Information Document constitutes, or shall be relied upon as, a promise or representation by the Issuer or the offering broker as to the future.

Although the whole text of this Information Document should be read, the attention of persons receiving this Information Document is drawn, in particular, to the Section headed *Risk Factors* contained in Section II of this Information Document. All statements regarding the Company’s and the Group’s business, financial position and prospects should be viewed in light of the risk factors set out in Section II of this Information Document.

Law Firm TEGOS is the certified advisor for the purposes of Admission thereof to trading on First North (the “**Certified Advisor**”) until the first listing date.

The date of this Information Document is 16 December 2025

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I. INTRODUCTION

Information Document. This Information Document has been prepared by the Company in connection with the Admission, solely for the purpose of enabling any prospective Investor to consider an investment in the Bonds. The information contained in the Information Document has been provided by the Issuer and other sources identified herein. This Information Document has been prepared as required under Paragraph 6.1.5 of the Rules of First North in Lithuania and prepared in accordance with the provisions of the Decision of LB

This Information Document should be read and construed together with any updates, supplement hereto (if any) and with any other Information Documents attached herein and/or incorporated by reference (if any).

1.1 Responsibility for this Information Document

Persons responsible. The person responsible for the information provided in this Information Document is UAB "Mano numai", corporate ID code 304488856, with the registered office at Aukštaičių str. 7, Vilnius, Republic of Lithuania. The Company accepts responsibility for the information contained in this Information Document. To the best of the knowledge and belief of the General Manager Aurimas Čiagus hereby certifies that, the information contained in this Information Document is true, in accordance with the facts, no important information that could affect its meaning is omitted and that all reasonable steps have been taken to ensure it.

Aurimas Čiagus
General Manager

Limitations of liability. The Certified Advisor expressly disclaims any liability based on the information contained in this Information Document or any individual parts hereof and will not accept any responsibility for the correctness, completeness or import of such information. No information contained in this Information Document or disseminated by the Company in connection with the Admission may be construed to constitute a warranty or representation, whether express or implied, made by the Certified Advisor.

Neither the Company nor the Certified Advisor will accept any responsibility for the information pertaining to the Admission, the Group or its operations, where such information is disseminated or otherwise made public by third parties.

By taking the decision to invest into the Bonds, investors agree that they are relying on their own examination and analysis of this Information Document (including the financial statements of the Group which form an indispensable part of this Information Document) and any information on the Company, the Group that is available in the public domain. Investors should also acknowledge the risk factors that may affect the outcome of such investment decision (as presented in Section II *Risk Factors*).

Investors should not assume that the information in this Information Document is accurate as of any other date than the date of this Information Document. The delivery of this Information Document at any time after the conclusion of it will not, under any circumstances, create any implication that there has been no change in the Company's (its Group's) affairs since the date hereof or that the information set forth in this Information Document is correct as of any time since its date.

In the case of a dispute related to this Information Document, the plaintiff may have to resort to the jurisdiction of the Lithuanian courts and consequently a need may arise for the plaintiff to cover relevant state fees and translation costs in respect of this Information Document or other relevant Information Documents.

1.2 Notice to prospective investors and selling restrictions

The distribution of this Information Document in certain jurisdictions may be restricted by law. Any person residing outside the Republic of Lithuania may receive this Information Document only within limits of applicable special provisions or restrictions. The Issuer requires persons into whose possession this Information Document comes to inform themselves of and observe all such restrictions. This Information Document may not be distributed or published in such countries or jurisdictions or otherwise in such circumstances in which it would be unlawful or require measures other than those required under Lithuanian laws. This Information Document does not constitute an offer to sell or a solicitation of an offer to buy the

Bonds in any jurisdiction to any person to whom it is unlawful to make such an offer or solicitation in such jurisdiction. The Issuer, their representatives and/or legal advisers do not accept any legal responsibility whatsoever for any such violations, whether or not a prospective investor is aware of such restrictions.

In addition to that this Information Document may not be used for, or in connection with, and does not constitute, any offer to sell, or an invitation to purchase, any of the Bonds offered hereby in any jurisdiction in which such offer or invitation would be unlawful. Persons in possession of this Information Document are required to inform themselves about and to observe any such restrictions, including those set out in this Section. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

1.3 Certain provisions, related to presentation of information

Approximation of numbers. Numerical and quantitative values in this Information Documents (e.g., monetary values, percentage values, etc.) are presented with such precision which the Company deems sufficient in order to convey adequate and appropriate information on the relevant matter. From time to time, quantitative values have been rounded up to the nearest reasonable decimal or whole value in order to avoid excessive level of detail. As a result, certain values presented do not add up to total due to the effects of approximation. Exact numbers may be derived from the financial statements of the Group to the extent that the relevant information is reflected therein.

Third party information and market information. With respect to certain portions of this Information Document, some information may have been sourced from third parties, in such cases indicating the source of such information in the Information Document. Such information has been accurately reproduced as far as the Company is aware and is able to ascertain from the information published by such other third parties that no facts have been omitted, which would render the reproduced information inaccurate or misleading. Certain information with respect to the markets, on which the Company and its Subsidiaries are operating, is based on the best assessment made by the General Manager of the Company. With respect to the industry, in which the Group is active, and certain jurisdictions, in which its operations are being conducted, reliable market information might be unavailable or incomplete. While every reasonable care was taken to provide the best possible estimate of the relevant market situation and the information on the relevant industry, such information may not be relied upon as final and conclusive. Investors are encouraged to conduct their own investigation into the relevant market or seek professional advice. Information on market shares represents the General Manager's views, unless specifically indicated otherwise.

Forward looking statements. This Information Document includes forward-looking statements. Such forward-looking statements are based on current expectations and projections about future events, which are in turn made on the basis of the best judgment of the General Manager. Certain statements are based on the belief of the General Manager as well as assumptions made by and information currently available to the General Manager. Any forward-looking statements included in this Information Document are subject to risks, uncertainties and assumptions about the future operations of the Group, the macro-economic environment and other similar factors.

In particular, such forward-looking statements may be identified by use of words such as strategy, expect, forecast, plan, anticipate, believe, will, continue, estimate, intend, project, goals, targets, would, likely, anticipate and other words and expressions of similar meaning. Forward-looking statements can also be identified by the fact that they do not relate strictly to historical or current facts. As with any projection or forecast, they are inherently susceptible to uncertainty and changes in circumstances, and the Company is under no obligation to, and expressly disclaims any obligation to, update or alter its forward-looking statements contained in this Information Document whether as a result of such changes, new information, subsequent events or otherwise.

The validity and accuracy of any forward-looking statements is affected by the fact that the Group operates in a competitive business. This business is affected by changes in domestic and foreign laws and regulations, taxes, developments in competition, economic, strategic, political and social conditions and other factors. The Group's actual results may differ materially from the General Manager's expectations because of the changes in such factors. Other factors and risks could adversely affect the operations, business or financial results of the Group (please see Section II *Risk Factors* for a discussion of the risks which are identifiable and deemed material at the date hereof). However, the risk factors described in the Information Document do not necessary include all risk and new risk may surface. If one or more of the risk factors described in this Information Document or any other risk factors or uncertainties would materialise or any of the assumptions made would turn out to be erroneous, the Group's actual business result and/or financial position may differ materially from that anticipated, believed, expected or estimated. It is not the Group's intention, and it will not accept

responsibility for updating any forward-looking statements contained in this Information Document, unless required by applicable legislation.

1.4 Information incorporated by Reference

No documents or content of any website are incorporated by reference in this Information Document in accordance with Item 7 of the Decision of LB, except:

- i) for the currently valid wording of the Articles of Association of the Company (the “**Articles of Association**”);
- ii) the audited consolidated financial statements of the Company for the financial year ended 31 December 2023 and 31 December 2024, together with the annual reports and independent auditor’s reports on the financial statements;
- iii) the unaudited *stand-alone* financial statements of the Company for the financial year ended 31 December 2023 and 31 December 2024;
- iv) the Issuer’s interim unaudited stand-alone financial statements for the 9-month period ended 30 September 2025;

(the “**Financial Statements**”), which are available on the website <https://numai.lt/> of the Company.

Documents on Display. Throughout the lifetime of this Information Document, the Articles of Association and the Financial Statements may also be inspected at the head office of the Company located at Aukštaičių str. 7, Vilnius, Republic of Lithuania, on business hours of the Company. Any interested party may obtain copies of these documents from the Company without charge.

II. RISK FACTORS

The following is a disclosure of certain risk factors that may affect the Issuer's ability to fulfil its obligations under the Bonds. All of these factors are contingencies which may or may not occur and the Issuer is not in a position to express a view on the likelihood of any such contingency occurring. In addition, factors which are material for the purpose of assessing the risks associated with the Bonds are described below. The Issuer believes that the factors described below represent the principal risks inherent in investing in the Bonds, but the inability of the Issuer to pay interest, principal or other amounts on or in connection with the Bonds may occur for other reasons which may not be considered significant risks by the Issuer based on information currently available to the Issuer or which it may not currently be able to anticipate. Prospective Investors should also read the detailed information set out elsewhere in this Information Document and reach their own views prior to making any investment decision.

Before deciding to purchase the Bonds, Investors should carefully review and consider the following risk factors and other information contained in this Information Document. Should one or more of the risks described below materialise, this may have a material adverse effect on the business, prospects, shareholders' equity, net assets, financial position and financial performance of the Issuer or the Group. Moreover, if any of these risks occur, the market value of the Bonds and the likelihood that the Issuer will be in a position to fulfil its payment obligations under the Bonds may decrease, in which case the Bondholders could lose all or part of their investments. Additional risks and uncertainties, which are not currently known to the Issuer or which the Issuer currently believes are immaterial, could likewise impair the business operations of the Issuer and/or the Group and have a material adverse effect on their cash flows, financial performance and financial condition. The order in which the risks are presented does not reflect the likelihood of their occurrence or the magnitude of their potential impact on the cash flows, financial performance and financial condition of the Issuer and/or the Group.

2.1 General business risk factors

General economic situation

The Group's business, financial performance and financial condition may be materially affected by changes in general economic, political and financial market conditions, such as a global or local recession, inflation and/or fluctuations in interest rates. The demand for real estate rent-to-buy services generally correlate with economic activity, including growth in gross domestic product in Lithuania, where the Group operates. Periods of recession may have an adverse impact on payment terms and on the demand for services. This may adversely affect the Group's financial performance and financial condition.

In periods of rapid economic growth, the Group may encounter problems in recruiting qualified employees and tends to experience inflation-driven increases in certain of its costs, such as staff costs, that are sensitive to rises in the general price levels. Accordingly, high rates of inflation could increase the Group's costs and have a material adverse effect on the Group's financial performance and its financial condition.

Market risk

The Group's main business activity revolves around the real estate market, and the ever-changing market situation poses a risk of depreciation of investments. The real estate market is directly dependant on the economy in the state. Due to inflation, rising housing credit interest rates and unemployment, fewer persons may afford rent-to-buy services. As a result, the Group may find it challenging to collect the projected income. An economic downturn may also lead to a decrease in property values, which may cause the Group to lower the prices of its' services and, in turn – collect less revenue than expected. An economic downturn may also lead to a decrease in property values. The real estate market may fluctuate due to higher interest rates and limited financing options. This may lead to a decline in buyer activity, which could cause a downturn in the Group's business.

Inflation

The upcoming years may maintain steady inflation. Continued inflation may prevent the Group from changing the prices of its services respectively to preserve the existing profit margin or may lead to higher losses. Thus, the Group's expenditures would increase considerably due to inflation and the Issuer would have to cover its increased costs from internal resources, unless the Issuer manages to increase its prices. Thus, continued inflation may have a considerable adverse influence on the Issuer's financial situation and business results.

Catastrophic events, terrorist attacks, acts of war, hostilities, riots, civil unrest, pandemic diseases and other unpredictable events

Catastrophic events, terrorist attacks, acts of war or hostilities, riots, civil unrest, pandemic diseases and other similarly unpredictable events, and responses to those events or acts, may reduce the number of workable days and therefore prevent the Group and its employees from being able to provide services to its customers.

In addition, in February 2022, the Russian Federation invaded Ukraine. The military actions affect not only the economy in Ukraine, Russia and Belarus, but also the European Union and global economy. The situation in Ukraine is extremely volatile and inherently uncertain. Currently, considering the ongoing and dynamic nature of the situation, a reliable estimate of the financial and non-financial impact cannot be presently made, although war in Ukraine did not have a significant impact on the Group's operations and results in year 2022 and 2023. Nonetheless, the Group management is continuously assessing the potential impact of key war factors on the Groups strategic goals, cash flows, financial results and continuously monitoring the quality of trade receivables, growth of energy resources prices and inflation growth.

All those events and acts may also create economic and political uncertainties which may have an adverse effect on the economic conditions in such countries or decrease the demand for or increase the costs of the Group's services. Such events and acts are difficult to predict and may also affect employees, including key employees. If the Group's business continuity plans do not fully address such events or cannot be implemented under the circumstances, it may incur losses. Unforeseen events can also lead to lower revenue or additional operating costs, such as fixed employee costs not recovered by revenue due to inability to deliver services, higher insurance premiums and the implementation of redundant back-up systems. Insurance coverage for certain unforeseeable risks may also be unavailable. A materialisation of these risks may have a material adverse effect on the Group's business, results of operation or financial condition.

Success of previous and future investment projects

The Group has implemented and may implement in the future investment projects of a large scope. Currently, the Group is expanding its' services to Spain's housing market. Though the Group and its employees invoke all available information and analytical resources when planning investments, there is no guarantee, that all information on which the investments planned were based was true and exhaustive.

The success of the Company's investments depends primarily on the judgement, experience and ability of the top managers and key personnel. Furthermore, there is no guarantee that the investment plans and the investments made will generate anticipated or planned return on investment; there is no guarantee that investment will not cost more than it was anticipated.

Failure of already implemented or anticipated investment projects, where return on investment from these projects is lower than it was expected or prices of such investments are higher than it was planned, may have a significant adverse effect on the Group's activities, its financial situation and business results.

2.2 Group specific risk factors

Clients' insolvency risk

The Group's business revolves around providing rent-to-buy services focused on helping natural persons on acquiring housing, thus derives its principal income from rental and related services. Proper execution of such agreements by the Group's clients is crucial for the Group. Changes in the economic environment, rising unemployment rates, inflation and other similar factors may put pressure on the financial condition of clients of the Group and on their ability to meet their obligations either in their entirety or in a timely manner. As a result, failed to perform obligations by the clients of the Group could affect the Group's income and negatively impact the Groups' overall business, results of operations, and financial condition.

Decrease in demand for residential real estate

Various economic factors, such as pandemics, quarantines, unemployment, inflation, introduction of new or adjusted taxes, as well as others may affect the financial ability of persons (potential clients of the Group) in acquiring real estate, thus reducing the demand in such sector. This could adversely affect the Group's income and negatively affect its business, results of operations and financial condition.

Dependence on the team of top managers and key personnel

Group's business depends on the team of the top managers, responsible for the development, growth of business and appropriate day-to-day activities and key personnel. Therefore, the Group's ability to implement its growth strategy is mostly determined by their experience, knowledge, personal relations and other characteristics. The Group's ability to attract and hire highly competent managers also contributes to the Group's success. As the competition for high qualification personnel is strong and constant, it is probable that the Group's managers and main employees can decide to change their jobs and to leave the Group. Loss of

such employees or the Group's inability to hire new managing personnel with appropriate knowledge and capabilities or shortage of such people in the market can have a negative effect on the prospects of the Group's business, financial situation and performance.

The Group is also strongly dependent on its executives and other highly qualified and experienced personnel, having knowledge in rent-to-buy services management. Should the Group fail to attract, maintain and motivate these workers, it could lose them to competitors. Additional time and financial resources would be needed to find and select their replacements which could have an adverse effect on the Group's business, prospects, financial performance and financial position.

The Issuer is a holding company and its ability to serve its payment obligations under the Bonds depends on the receipt of funds from its Subsidiaries

The Issuer's ability to serve its payment obligations under the Bonds depends on the receipt of sufficient funds from its Subsidiaries which in turn depends on the business, financial condition and the financial performance of these Subsidiaries. Furthermore, the transfer of funds from Subsidiaries may be or become subject to legal and contractual restrictions entered into by the Subsidiaries. The realization of any of these risks could have a material adverse effect on the Group's cash flows, financial condition and financial performance.

2.3 Risk factors related to the Bonds

Modification and waivers

The Conditions of the Bonds contain provisions for calling meetings of Bondholders to consider and vote upon matters affecting their interests generally, or to pass resolutions in writing. These provisions permit defined majorities to bind all Bondholders including Bondholders who did not attend and vote at the relevant meeting, or as the case may be, did not sign the written resolution including those Bondholders who voted in a manner contrary to the majority.

Furthermore, the Conditions of the Bonds provide that the Bonds and the Conditions of the Bonds may be amended without the consent of the Bondholders to correct a manifest error or to comply with any amendments, updates and/or modifications to any applicable legislation passed after the date hereof by or on behalf of the Republic of Lithuania or any political subdivision thereof or any authority therein or thereof having power to make such amendment, update and/or modification, which impacts the Issuer's obligations in relation to the Bonds. The Issuer cannot foresee, as at the date of this Information Document, what such changes may entail, however, any changes made will be binding on the Bondholders.

Credit risk of the Issuer

An investment in the Bonds is subject to credit risk, which means that the Issuer may fail to meet its obligations arising from the Bonds duly and in a timely manner. The Issuer's ability to meet its obligations arising from the Bonds and the ability of the holders of the Bonds to receive payments arising from the Bonds depends on the financial position and the results of operations of the Issuer, which are subject to other risks described in this Information Document. The Bonds are not bank deposits in the Issuer and are not insured by the state company "Deposit and Investment Insurance" (in Lithuanian: „Valstybės įmonė „Indėlių ir investicijų draudimas“). Thus, in case of insolvency of the Issuer, the Bondholders would not receive any payments, related to Bonds from this state company. In addition, obligations of the Issuer arising out of bonds LT0000136129 are not guaranteed or otherwise secured. Thus, no one other than the Issuer will accept any liability whatsoever in respect of any failure by the Issuer to pay any amount due under the bonds LT0000136129.

Guarantee Risk

The bonds ISIN LT0000135824 will be secured by a guarantee issued by UAB "MONANGE ADVISORY LITHUANIA", a private limited liability company (the **Guarantor**). Apart from the guarantee referred to above, there are no other collateral or guarantees of the bonds ISIN LT0000135824 issue issued by third parties. The guarantee securing the bonds ISIN LT0000135824 issue does not guarantee that, in the event of a default by the Issuer, the Guarantor will be capable to satisfy in full all the claims of the holders of bonds ISIN LT0000135824. Therefore, in the event of the insolvency of the Issuer or Guarantor, their assets will be used primarily to satisfy the claims of those creditors whose claims are secured by the property and (or) mortgages of the Issuer and Guarantor. Therefore, there is a risk that in such an event, the assets of the Company may not be sufficient to pay the holders of bonds ISIN LT0000135824.

Refinancing risk

The Group may be required to refinance certain or all of its outstanding debt, including the Bonds. The Group's ability to successfully refinance its debt is dependent on the conditions of the debt capital markets and the Group's financial condition at such time. Even if the debt capital markets improve, the Group's access to financing sources at a particular time may not be available on favourable terms, or at all. The Group's inability to refinance its debt obligations on favourable terms, or at all, could have a negative impact on the Group's operations, financial condition, earnings and on the Bondholders' recovery under the Bonds.

There is no active trading market for the Bonds

The Bonds are new securities which may not be widely distributed and for which there is currently no active trading market. If a market does develop, it may not be very liquid. Therefore, no liquidity of any market in the Bonds can be assured; nor the ability of the Bondholders to sell their Bonds or the prices at which they would be able to sell their Bonds. Therefore, the investors may find it difficult to sell their Bonds or to sell them at prices producing a return comparable to returns on similar investments in the secondary market.

If the Bonds are traded after their initial issuance, they may be traded at a discount or at a premium to their initial offering price, depending upon prevailing interest rates, the market for similar securities, general economic conditions and the financial condition of the Issuer. It is possible that the market for the Bonds will be subject to disruptions or volatility. Any such disruption or volatility may have a negative effect on holders of either series of the Bonds, regardless of the Issuer's prospects and financial performance. As a result, there is no assurance that there will be an active trading market for the Bonds. If no active trading market develops, you may not be able to resell your holding of the Bonds at a fair value, if at all.

Although an application will be made for the Bonds to be admitted to listing on First North there can be no assurance that such application will be accepted, Bonds will be so admitted or that an active trading market will develop. Accordingly, there is no assurance as to the development or liquidity of any trading market for the Bonds.

Interest rate risks

An investment in the Bonds involves the risk that subsequent changes in market interest rates may adversely affect the value of the Bonds. Particularly long-term fixed-rate Bonds involve a high risk of a material decline in value if the market rate exceeds the rate paid in accordance with the fixed-rate Bonds. On the other hand, holders of Bonds that are subject to redemption at the option of the Issuer should not expect, in case of falling market rates, that the price would substantially exceed the redemption price. The yield to maturity on the Bonds is affected by a number of factors that cannot be predicted at the time of the investment.

The Bonds may be redeemed prior to maturity

According to the Conditions of the Bonds, the Bonds may be redeemed prematurely on the initiative of the Issuer, 1,5 years after the Issue Date, as described in the Terms and Conditions of the Bonds. If this early redemption right is exercised by the Issuer, the rate of return from an investment into the Bonds may be lower than initially anticipated.

In addition, if in the case of any particular Tranche of Bonds the relevant Final Terms specify that the Bonds are redeemable only at the Issuer's option in certain other circumstances the Issuer may choose to redeem the Bonds, subject to certain regulatory conditions and approvals, at times when prevailing interest rates may be relatively low. In such circumstances a holder of the Bonds may not be able to reinvest the redemption proceeds in a comparable security at an effective interest rate as high as that of the relevant Bonds and may only be able to do so at a significantly lower rate. This optional redemption feature is likely to limit the market value of the Bonds. During any period when the Issuer may, or is perceived to be able to, elect to redeem the Bonds, the market value of the Bonds generally will not rise substantially above the price at which they can be redeemed. This also may be true prior to any redemption period.

2.4 Legal and Taxation Risk Factors

Regulatory and legislation risk

The Group's business is subject to extensive regulation and associated regulatory and legal risks (including the effects of changes in the laws, regulations, policies or their respective interpretations) which could have a material adverse effect on the Group's business, prospects, financial performance and financial position.

Compliance with legal acts

The Company and the Subsidiaries are required to comply with large number of laws and regulations in numerous countries relating, but not limited to operational procedures and quality standards. Any failure to comply with the applicable laws and regulations may expose the Company to administrative penalties and civil remedies including fines or injunctions, as well as in certain cases even minor infringement proceedings can be started. Although the Company has policies in place throughout its entire organization to protect against such non-compliance, the risk of failure to comply with all legal requirements may not be totally excluded. Should any material non-compliance be established by competent authorities and not rectified in due time, it may have serious financial consequences for the Group and negative impact on Company's and/or Subsidiaries' reputation.

Failure to meet its workplace health and safety obligations

The Group currently operates in Lithuania and Latvia and is subject to laws and regulations in respect of health and safety in both of these jurisdictions. Additional or amended laws and regulations may increase the cost of compliance, adversely impact Group's ability to comply, or expose the Group to greater potential liabilities where, for example, changes to the regulatory framework result in higher or more complicated regulatory standards. In the event the Group breaches these laws and regulations, any company of the Group could be subject to sanctions and penalties.

Litigation risks

In the course of their ordinary business operations, companies of the Group might be involved in several court and official proceedings, as plaintiffs or defendants, the outcome of which cannot currently be predicted with any certainty. The Group may be required under a court order or settlement agreement to pay considerable amounts, which may also exceed any provisions set up for this purpose. In addition to these amounts, the legal costs incurred by the Group and in some cases of its opponent would also have to be borne. This could have a material adverse effect on the net assets, financial position and financial performance of the Group.

Tax risks

The Group regularly reviews the applicable local and foreign taxation rules in order to identify new developments and make the relevant adjustments. Due to the complexity and dynamics of both tax legislation and the interpretation of applicable law by the tax authorities, it is possible that the outcome of the tax audits performed in the states where the Group operates may not be as expected and that the tax amounts determined by the tax authorities may exceed the provisions set up for this purpose, so that additional liquid funds must be applied to pay the tax owed, which would affect the net assets, financial position and results of operations of the Group.

III. INFORMATION ABOUT THE ISSUER

3.1 Structure of the Group and Sole Shareholder of the Issuer

General information of the Issuer

Legal and commercial name of the Issuer	UAB "Mano numai"
Place of registration of the Issuer (registered office)	Aukštaičių g. 7, Vilnius
Corporate ID code of the Issuer	304488856
Authorized capital	EUR 2500
Legal form of the Issuer	Uždaroji akcinė bendrovė
Legislation under which the Issuer operates	Republic of Lithuania
Country of incorporation of the Issuer	Republic of Lithuania
Date of incorporation of the Issuer	21 March 2017
Telephone number	+37066611277
Email	Info@numai.lt
Internet address	https://numai.lt/en/
Auditors of the Issuer	UAB Forvis Mazars Lithuania Audit

Organization structure and Shareholders of the Issuer

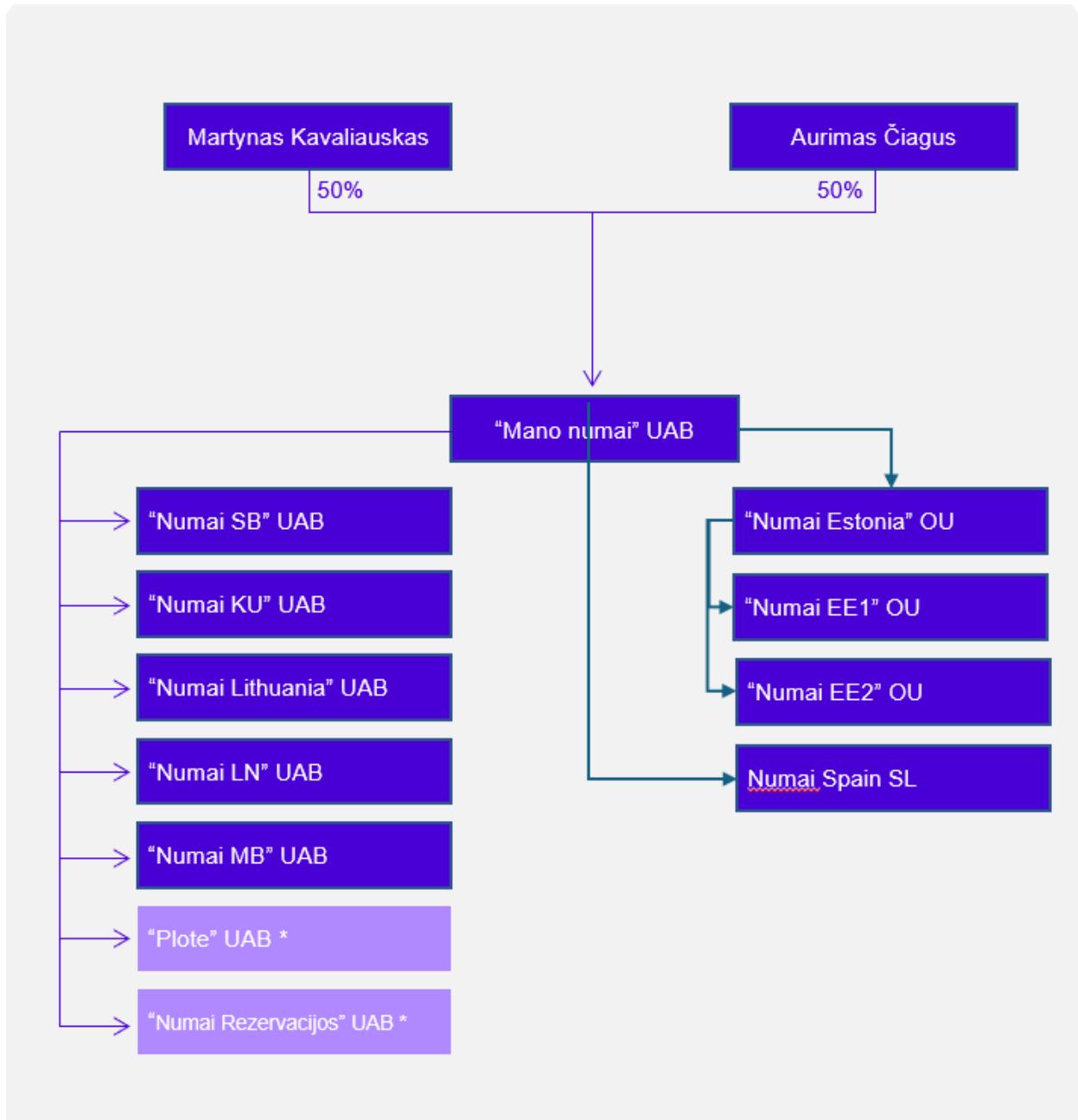
NUMAI Group operates through a holding company structure with multiple Subsidiaries. Each Subsidiary is responsible for acquiring and managing real estate assets financed by a specific creditor. This ring-fenced structure ensures clear separation of risks and obligations. NUMAI Group also includes entities dedicated to non-rent-to-buy activities, such as housing development projects (e.g., UAB "Plote"). Expansion vehicles have also been established in Estonia and Spain to support geographic diversification.

The Issuer is a holding Company that unites the Group of companies, which main activity is offering of rent-to-buy operation services, as the main activity of the Group. Additional activities of the Group also include lease of real estate, as well as real estate development.

The Shareholders of the Company are Martynas Kavaliauskas and Aurimas Čiagus, each holding 50 (fifty) per cent. of shares of the Company and voting rights in the General Meeting.

The Group's structure is presented in figure below.

Figure 1. Structure of the Group



The Company is the parent company responsible for all business development, customer acquisition and other related activities within the Group.

“Numai SB”, UAB, “Numai KU”, UAB, “Numai Lithuania” UAB, are Subsidiaries of the Company located in Lithuania, owning real estate and concluding rent-to-buy transactions with customers, carrying out such rent-to-buy activities only.

“Numai LN“ UAB, “Numai MB“ UAB are Subsidiaries of the Company located in Lithuania concluding rent-to-buy transactions with customers, carrying out such rent-to-buy activities only.

"Plote" UAB*, is a Subsidiary of the Company located in Lithuania, carrying out development of real-estate.

“Numai Rezervacijos” UAB* is a Subsidiary of the Company located in Lithuania providing other services to clients of the Group.

“Numai Estonia” OÜ, is a Subsidiary of the Company located in Talin, carrying out business development, customer acquisition and other related activities in Estonia

“Numai EE1“ OÜ, “Numai EE2“ OÜ are Subsidiaries of the Company located in Estonia concluding rent-to-buy transactions with customers, carrying out such rent-to-buy activities only.

“Numai Spain” SL is a Subsidiary of the Company located in Spain, being prepared to provide rent-to-buy services in Spain.

The list of Subsidiaries, controlled by the Company is indicated table below.

Table 1. Subsidiaries, controlled by the Company

Country	Company	Company code	Registration address	Shareholder(s)
Lithuania	UAB "Numai SB"	305660515	Vilnius, Aukštaičių g. 7	UAB Mano numai (100%)
Lithuania	UAB "Numai KU"	305661478	Vilnius, Aukštaičių g. 7	UAB Mano numai (100%)
Lithuania	UAB "Numai Lithuania"	305903796	Vilnius, Aukštaičių g. 7	UAB Mano numai (100%)
Lithuania	UAB "Numai LN"	305977095	Vilnius, Aukštaičių g. 7	UAB Mano numai (100%)
Lithuania	UAB "Plote"	305661485	Vilnius, Aukštaičių g. 7	UAB Mano numai (100%)
Lithuania	UAB "Numai Rezervacijos"	306045140	Vilnius, Aukštaičių g. 7	UAB Mano numai (100%)
Estonia	Numai Estonia OU	16328145	Tallinn, Rotermann tn 6	UAB Mano numai (100%)
Estonia	Numai EE1 OU	16379326	Tallinn, Rotermann tn 6	Numai Estonia OU (100%)
Estonia	Numai EE2 OU	17302030	Tallinn, Rotermann tn 6	Numai Estonia OU (100%)
Spain	Numai Spain SL	B75734590	AV Diagonal Num.442 P.3 Pta.1, Barcelona	UAB Mano numai (100%)

3.2 Management

Administrative and management bodies

The Company has a single-tier management system, i.e. is solely managed by the General Manager. Neither the Management Board nor the Supervisory Board are formed in the Company.

The General Manager is responsible for the strategic management of the Company, calling the General Meetings, adoption of other corporate decisions which are economically feasible for the Company, as well as is responsible for the day-to-day management of the Company and enjoys the exclusive right of representing the Company vis-à-vis third parties.

Under the Law on Companies the General Manager may be revoked from the position by the General Meeting of the Company without any early notice for any cause.

Education and experience of the General Manager and other key persons of the Company

Aurimas Čiagus
CEO & Co-founder

Aurimas Čiagus has over 15 years of leadership experience in digital commerce, mobility, and logistics across the Baltics. He served as Chief Marketing Officer at Pigu.lt, the first and largest e-commerce service provider in the region, and later as CEO of Barbora, the first and largest online grocery retailer in the Baltics. He also held the role of Head of Sales and Marketing at Lithuanian Post and was CEO of CityBee, a leading car-sharing company in the Baltics. Studied Management and Business Administration at Vilnius University.

Šarūnas Stulga
CFO

Šarūnas Stulga is the CFO of the Issuer, with broad experience in finance and real estate. Since joining the Company in 2021, he has advanced from Financial Analyst to CFO, responsible for financing, cash-flow, bond issuance, and investor relations. Earlier roles include analyst positions at Hanner, Western Union, and other international firms. He studied Economics and Finance in Prague and Business Finance in Vilnius, with additional exchange programs in the UK and Austria

Marija Adelė Matiukaitė Makuškienė
Head of Marketing and Sales

Marija Adelė Matiukaitė is the Head of Sales & Marketing of the Issuer, where she has been shaping product, pricing, and sales strategy since joining the company early on. She now leads both sales and marketing, driving growth and building processes to expand access to homeownership. Previously, she gained international experience at Dataminr in London and held marketing and project roles in Lithuania. Marija studied Management with Marketing in London and is currently pursuing a Master's in Sociology at Vilnius University.

Principal activities outside the Company of the General Manager and other key persons of the Company

Aurimas Čiagus is currently acting as CEO of Uždaroji akcinė bendrovė "Monange Advisory Lithuania", a company indirectly owned by Martynas Kavaliauskas which provides capital to the Group. Although UAB "Monange Advisory Lithuania" has a financing relationship with the Group, the Company is of the opinion that this activity does not result in any conflict of interests of the Group, as all transactions are conducted on transparent and arm's-length terms. In addition, Aurimas is a Member of the Investment Committee of NuCapital debt fund.

Martynas Kavaliauskas is currently acting as a senior executive at OTCex Group, which has no economic activity with the Group and no related interests. In addition, Martynas is also a Member of the Board of Uždaroji akcinė bendrovė "1 Asset Management", to whom the Group has no conflict of interest.

Marija Adelė Matiukaitė is currently acting as Chief Executive Officer of Uždaroji akcinė bendrovė "Taho", to whom the Group has no conflict of interest.

As of the date of this Information Document, neither the General Manager of the Company, nor any member of the Management Board engages in any other activities which have or may have a significant effect on the Company, competence of management, or experience.

Litigation statement of the General Manager

Within the last 2 (two) years the General Manager has not been liable for violations of legal acts, regulating the markets in financial instruments. In addition, the General Manager of the Issuer: (i) has not been already convicted of fraud or other economic offences; (ii) has not held an executive function in the form of a senior manager or a member of the administrative management or supervisory bodies, of any company, or a partner in any partnership, at the time of or preceding any bankruptcy, receivership or forced liquidation; nor (iii) have ever been disqualified by a court from acting as a member of the administrative, management or supervisory bodies of a company or from acting in the management or conduct of the affairs of any company.

Conflicts of interest of the General Manager

The Company is not aware of any potential conflict of interests between any duties of the General Manager of the Company.

There are no arrangements or understandings with the Shareholders of the Issuer, customers, suppliers or others, pursuant to which the General Manager was selected as a member of the administrative, management or member of senior management.

3.3 Business Description

Principal activities of the Issuer

The Issuer is one of the first independent rent-to-buy operator in the European Union. The Company is registered in Lithuania and operates as the parent entity of the NUMAI Group. NUMAI Group's business model combines elements of residential leasing and real estate financing to provide clients with the opportunity to rent residential property immediately while gradually accumulating the down payment required for later acquisition.

NUMAI Group's core service is the rent-to-buy solution, which focuses on enabling persons to start accumulating personal wealth before becoming official homeowners. Key elements of the service provide clients with the following:

- enables persons to immediately move into their chosen home while fixing the purchase price at the contract date;
- allows persons to pay monthly rent, a portion of which is accumulated as part of the down payment for acquiring the selected home;
- helps to accumulate the required initial down-payment, typically within five years;
- enables to finalize the purchase of the property by obtaining a standard bank mortgage at the pre-agreed price.

This model allows clients to accelerate the path to homeownership, mitigate exposure to real estate price inflation, and access housing more flexibly than through traditional mortgage financing.

Group's strategy

NUMAI Group's strategy is to have a diversified real-estate portfolio built with discipline, sustainable growth, and transparency in mind. For this reason, the Company plans to expand its portfolio in new locations where markets offer better yields and affordability. At the same time, as the rent-to-buy leader in the Baltics, NUMAI Group continues to identify opportunities for further growth within the Baltic region.

Market Position and Achievements

Since its establishment in 2019, the Company has successfully expanded its operations in Lithuania and Estonia and is preparing to enter other EU markets, including Spain and Ireland. Over six years of operation, NUMAI Group has:

- executed more than 358 rent-to-buy of real-estate transactions with a total value exceeding EUR 57,000,000;
- Demonstrated that approximately 79% of clients exercise the purchase option through bank financing;
- Consistently complied with its' financing agreements, including during periods of high EURIBOR rates.

Portfolio and Assets of the Group

As of August 2025, NUMAI Group manages a diversified residential property portfolio internally valued by the Company at approximately EUR 39,800,000 (versus EUR 34,900,000 acquisition cost), representing a 14 per cent. uplift in value. The portfolio includes more than 200 housing units across Vilnius, Kaunas, and Tallinn, distributed across economic, mid-range, and premium segments.

Property Selection Requirements

Properties are carefully selected based on liquidity, quality, and proximity to infrastructure, with strong emphasis on long-term marketability.

NUMAI Group applies strict requirements to all properties acquired under the rent-to-buy model. Each residential asset is subject to a multi-step due diligence process to ensure long-term liquidity, value preservation, and minimal risk exposure. Selection criteria include:

- location and accessibility – properties must be situated in urban areas with strong infrastructure, close to public transport, schools, and essential services (typically within 20 km of city centres);
- quality standards – preference is given to residential buildings constructed after the year 2000, with verified legal documentation, sound construction quality, and compliance with technical and environmental standards;
- liquidity and marketability – each asset is evaluated for resale potential, supported by historical market data, official transaction records, and price trend analysis. The Company continuously invests in and accumulates historical data and analytical tools about properties to further strengthen its ability to assess liquidity and long-term value;
- independent valuation and inspection – properties undergo external appraisals and physical inspections by certified experts to validate market value, building quality, and technical conditions;
- financial thresholds – purchase prices typically range between EUR 100,000 and EUR 300,000, but are limited to between EUR 50,000 and EUR 900,000, ensuring an optimal balance between affordability for clients and capital efficiency for the Group.

As a result, the current portfolio (as of August 2025) is financed at an approximate loan-to-value (LTV) of 54 per cent., with up to 70 per cent. against consolidated assets, in line with the Company's conservative financial policy.

These standards ensure that NUMAI Group does not acquire illiquid or overvalued properties, reducing downside risks in cases where clients do not exercise the purchase option.

Capital Structure

NUMAI Group finances its activities through a mix of shareholder loans, private investor credit lines, bank financing, and bond issuances of around EUR 16,600,000 by August 2025.. [By August 2025, the Group had attracted EUR 13,500,000 of shareholder and around EUR 3,100,000 of private investor capital.

Financial Performance

Performance in 2022 and 2023 demonstrated the resilience of NUMAI Group's business model. During this period, the Group faced a significant increase in its cost base due to the sharp rise in EURIBOR, which doubled financing costs. Despite this, the Company continued to operate without covenant breaches and survived and worked hard on efficiency – and the financial results reflect this. Clients consistently showed both the willingness and financial capacity to honour contracts, with a high proportion successfully exercising their purchase options. These results confirmed the robustness of NUMAI Group's model, proving that the concept remains sustainable even under adverse macroeconomic conditions.

Revenues grew from EUR 165,750 in 2019 to over EUR 3,000,000 in 2024. First-half 2025 revenues reached EUR 1,620,000, with full-year 2025 forecasted at EUR 3,800,000. EBITDA improved from negative values in 2021 to EUR 1,940,000 in 2024. The managed real estate portfolio expanded from EUR 2,000,000 in 2019 to EUR 30,000,000 in 2024. Client advances currently stand at approximately EUR 2,800,000, representing around 8 per cent. of acquisition value. Historical return metrics: annual equity return of around 20 per cent., annual rental yield 8-10 per cent. on portfolio.

This financial performance shows a clear turnaround story: the Company moved from startup-phase losses to sustainable profitability. The combination of recurring rental income and capital gains has created resilient and diversified revenue streams, while client advances serve as a financial buffer to manage risks and cover costs in cases where clients do not exercise their purchase option. These results, together with the strong discipline in risk and cost management, provide confidence in the scalability of NUMAI Group's model and its ability to deliver long-term returns.

Capital Gains on Property

NUMAI Group has consistently achieved measurable capital gains on its real estate portfolio. As of August 2025:

- the acquisition cost of the portfolio stood at EUR 34,900,000, while the current market value reached EUR 39,800,000, representing a 14 per cent. appreciation.
- the total portfolio value uplift amounted to EUR 4,900,000 compared to purchase prices.

Gains are underpinned by disciplined acquisition practices, favourable market dynamics in Vilnius, Kaunas, and Tallinn, and NUMAI Group's ability to capture growth in urban residential property demand.

From a risk perspective, this appreciation provides a buffer: real estate prices would need to decline by more than 14 per cent. before erasing the accumulated capital gains. Furthermore, considering client advances of about 8 per cent. of acquisition value, the effective cushion is closer to 22 per cent. before the Company would begin to realize losses on properties in cases where clients do not exercise their purchase option.

Results from Un-Executed Options to Purchase by Clients

In cases where clients decide not to exercise their purchase option (approximately 21 per cent. of the total clients of the NUMAI Group), NUMAI Group monetizes assets through resale or further rental activity.

Average resale profit margin on such properties has been approximately 17 per cent. per transaction.

Historical cases from 2020 to today demonstrate that exits typically generate both capital gains and rental income during the holding period.

This dual-revenue model — combining recurring rental income with capital gains on exited assets — enhances the resilience of NUMAI Group's cash flows and provides natural downside protection in scenarios where client un-executed options by clients.

Information about the investment projects

As of the date of this Information Document, there are no investment projects in the NUMAI Group.

3.4 Overview of the Financial Information

Financial statements

The following tables set forth summary of annual consolidated financial information of the Issue as of and for the period ended 31 December 2023 and 31 December 2024, respectively.

Table 3. Financial statements

Annual consolidated statement of financial position

ASSETS

No.	ITEMS	2024	2023
	NON-CURRENT ASSETS	21,926,223	21,056,034
1	Intangible assets	580,525	381,977
1.1	Development works	-	-
1.2	Goodwill	-	-
1.3	Software	3,424	1,913
1.4	Concessions, patents, licenses, trademarks and similar rights	-	-
1.5	Other intangible assets	577,100	380,064
1.6	Prepayments	-	-
2	Property, plant and equipment	809,613	113,637
2.1	Land	-	-
2.2	Buildings and structures	14,783	25,343
2.3	Machinery and equipment	-	-
2.4	Vehicles	56,108	69,019
2.5	Other equipment, devices and tools	20,822	19,276
2.6	Investment property	717,900	-
2.6.1	Land	-	-
2.6.2	Buildings	717,900	-
2.7	Prepayments and assets under construction	-	-
3	Financial assets	20,520,904	20,560,419
3.8	Receivables due after one year	20,120,874	20,560,389
3.9	Other financial assets	400,030	30
4	Other non-current assets	15,182	-
4.3	Other assets	15,182	-
	CURRENT ASSETS	7,914,393	5,985,823
1	Inventories	3,006,194	1,014,315
1.2	Work in progress and ongoing works	2,116,989	529,644
1.7	Prepayments	889,205	120,062
2	Receivables within one year	3,958,681	3,602,747
2.1	Trade receivables	63,037	192,451
2.4	Other receivables	3,895,644	3,410,296
4	Cash and cash equivalents	949,517	1,368,761
	PREPAID EXPENSES AND ACCRUED INCOME	324,038	170,292
	TOTAL ASSETS	30,164,653	27,212,149

EQUITY AND LIABILITIES

No.	ITEMS	2024	2023
	EQUITY	(3,010,578)	(2,686,073)
1	Capital	2,500	2,500
1.1	Subscribed capital	2,500	2,500
4	Reserves	250	250
4.1	Legal reserve	250	250
5	Retained earnings (losses)	(3,013,328)	(2,688,823)

No.	ITEMS	2024	2023
5.1	Profit (loss) for the reporting year	(324,505)	(615,797)
5.2	Profit (loss) of previous years	(2,688,823)	(2,073,026)
	GRANTS AND SUBSIDIES	-	-
	PROVISIONS	-	-
	LIABILITIES	33,114,361	29,819,113
1	Non-current liabilities	28,889,953	27,952,798
1.1	Borrowings	12,733,599	17,000,845
1.2	Amounts payable to credit institutions	14,740,039	10,288,497
1.3	Advances received	627,721	128,232
1.8	Other non-current payables and liabilities	788,594	535,224
2	Current liabilities	4,224,408	1,866,315
2.1	Borrowings	3,169,000	8,611
2.2	Amounts payable to credit institutions	999,282	1,648,707
2.4	Trade payables	5,313	91,718
2.8	Income tax liabilities	3,998	3,998
2.9	Liabilities related to employment	30,973	26,761
2.10	Other current payables and liabilities	15,842	86,520
	ACCRUED EXPENSES AND DEFERRED INCOME	60,870	79,108
	TOTAL EQUITY AND LIABILITIES	30,164,653	27,212,148

Annual consolidated statement of profit or loss and other comprehensive income

No.	ITEMS	2024	2023
1	Revenue	2,835,219	3,056,603
2	Cost of sales	(267,730)	(727,909)
3	Change in fair value of biological assets	-	-
4	GROSS PROFIT (LOSS)	2,567,489	2,328,695
5	Selling expenses	(199,132)	(146,539)
6	General and administrative expenses	(1,071,147)	(1,024,406)
7	Other operating results	358,013	117,487
8	Income from investments in subsidiaries, parent, associates	-	-
9	Income from other long-term investments and loans	164	7,830
10	Other interest and similar income	144,565	39,453
11	Impairment of financial assets and short-term investments	-	-
12	Interest and other similar expenses	(2,124,458)	(1,934,319)
13	PROFIT (LOSS) BEFORE TAX	(324,505)	(611,798)
14	Income tax expense	-	(3,998)
15	PROFIT (LOSS) BEFORE MINORITY INTEREST	(324,505)	(615,796)
16	Minority interest	-	-
17	NET PROFIT (LOSS)	(324,505)	(615,796)

Annual consolidated statements of cashflow

No.	ITEMS	2024	2023
1	Cash flows from operating activities		
1.1	Net profit (loss)	(324,505)	(615,796)
1.2	Minority interest	-	-
1.3	Depreciation and amortisation expenses	1,664,405	-
1.4	Elimination of results from disposal of non-current assets	-	-
1.5	Elimination of results from financial and investing activities	1,276,965	1,280,411
1.6	Elimination of results of other non-cash transactions	24,797	24,797
1.8	Decrease (increase) in other long-term receivables	439,515 (20,463,625)	

No.	ITEMS	2024	2023
1.10	Decrease (increase) in inventories (excluding prepayments)	(1,222,736)	286,762
1.11	Decrease (increase) in prepayments	(769,143)	126,075
1.12	Decrease (increase) in trade receivables	129,414	173,247
1.14	Decrease (increase) in other receivables	(485,348)	(2,919,642)
1.16	Decrease (increase) in prepaid expenses and accrued income	(153,746)	(31,334)
1.18	Increase (decrease) in long-term trade payables and advances received	6,119,489	(2,392,085)
1.21	Increase (decrease) in short-term trade payables and advances	(86,405)	(341,757)
1.24	Increase (decrease) in income tax liabilities	-	3,758
1.25	Increase (decrease) in employment-related liabilities	4,212	(33,095)
1.26	Increase (decrease) in other payables and liabilities	182,692	(7,076,975)
1.27	Increase (decrease) in accrued expenses and deferred income	(18,238)	9,782
	Net cash flows from operating activities	5,116,963	(10,305,072)
2	Cash flows from investing activities		
2.1	Acquisition of non-current assets (excluding investments)	(695,975)	(117,138)
2.3	Acquisition of long-term investments (excl. in subsidiaries)	23,028,864	23,028,864
2.7	Loans granted	(333,584)	(349,000)
2.8	Loan repayments	-	130,000
2.10	Other increase in cash flows from investing activities	53,687	53,687
	Net cash flows from investing activities	22,052,992	22,746,413
3	Cash flows from financing activities		
3.2	Cash flows related to other financing sources	(27,589,199)	(12,522,441)
3.2.1	Increase in financial debts	(25,304,087)	9,611,800
3.2.1.1	Loans received	(28,473,087)	9,016,800
3.2.1.2	Bonds issued	3,169,000	595,000
3.2.2	Decrease in financial debts	(1,338,831)	(8,300,545)
3.2.2.1	Loan repayments	-	(5,182,134)
3.2.2.2	Redemption of bonds	-	(1,838,000)
3.2.2.3	Interest paid	(1,338,831)	(1,280,411)
3.2.3	Increase in other company liabilities	-	8,611
3.2.4	Decrease in other company liabilities	(832,343)	(13,728,369)
3.2.5	Other increase in cash flows from financing activities	8,000	8,000
3.2.6	Other decrease in cash flows from financing activities	(121,938)	(121,938)
	Net cash flows from financing activities	(27,589,199)	(12,522,441)
4	Effect of exchange rate changes on cash and equivalents	-	-
5	Net increase (decrease) in cash and cash equivalents	(419,244)	(81,100)
6	Cash and cash equivalents at the beginning of the period	1,368,761	1,449,861
7	Cash and cash equivalents at the end of the period	949,517	1,368,761

Annual consolidated statements of Changes in equity for the year ended 2024

Item	Paid-up share capital	Share premium	Treasury shares (-)	Revaluation reserve	Legal reserve	Other reserves	Retained earnings (losses)	Minority interest	Total
1. Balance at the end of the previous reporting year	2,500	-	-	250	-		(2,474,747)	-	(2,474,747)
2. Effect of change in accounting policy	-	-	-	-	-	-	-	-	-
3. Effect of correction of material errors	-	-	-	-	-	-	404,471	-	404,471
4. Restated balance at the end of the previous reporting year	2,500	-	-	250	-		(2,073,026)	-	(2,070,276)

Item	Paid-up share capital	Share premium	Treasury shares (-)	Revaluation reserve	Legal reserve	Other reserves	Retained earnings (losses)	Minority interest	Total
5–8. Other comprehensive income items	-	-	-	-	-	-	-	-	-
9. Net profit (loss) for the year	-	-	-	-	-	-	(615,797)	-	(615,797)
10–17. Dividends, distributions, reserves, capital changes, NCI	-	-	-	-	-	-	-	-	-
18. Balance at the end of the previous reporting year	2,500	-	-	-	250	-	(2,688,823)	-	(2,686,073)
19–22. Other comprehensive income items	-	-	-	-	-	-	-	-	-
23. Net profit (loss) for the year	-	-	-	-	-	-	(324,505)	-	(324,505)
24–31. Dividends, distributions, reserves, capital changes, NCI	-	-	-	-	-	-	-	-	-
32. Balance at the end of the reporting year	2,500	-	-	-	250	-	(3,013,328)	-	(3,010,578)

Capitalisation of the Group

The Issuer is of the opinion that NUMAI Group has sufficient working capital for its present requirements, i.e., for at least the next 12 (twelve) months commencing as of the date of this Document.

The table below present the information on the consolidated capitalisation of NUMAI Group as of 30 September 2025. The table below should be read in conjunction with Financial Statements of the Issuer.

Table 4: Capitalisation of the Group (EUR'000)

Item	30 September 2025
Current debt:	
Total	
Current portion of non-current borrowings	3,225,126
Current portion of non-current obligations under finance lease	0
Short-term borrowings from banks, legal entities and private individuals	999.282
Total	4,224,408
Guaranteed	0
Secured	999.282
Unguaranteed/Unsecured	3.225.126
Non-Current debt (excluding current portion of long-term debt):	
Non-current borrowings from banks, legal entities and private individuals	14,740,039
Obligations under finance lease	14,149,914
Total	28,889,953
Guaranteed	0
Secured	14.149.914
Unguaranteed/Unsecured	14.740.039
Shareholder's equity:	
Share capital	2.500
Share premium	0
Revaluation reserve	250

Legal reserve	0
Reserve for granting of shares	0
Currency exchange differences	0
Retained earnings / (accumulated deficit)	(3,013,328)
Minority interest	0
Total	(3,010,578)
Total Capitalization (total current debt + total non-current debt + total equity)	(36 124 939)

Table 5 Capitalisation of the Issuer (EUR'000) (non-audited) (30 September 2025)

Item	30 September 2025
Current debt:	
Current portion of non-current borrowings	3 869 777
Current portion of non-current obligations under finance lease	0
Short-term borrowings from banks, legal entities and private individuals	552 917
Total	4 422 694
Guaranteed	0
Secured	552 917
Unguaranteed/Unsecured	3 869 777
Non-Current debt (excluding current portion of long-term debt):	
Non-current borrowings from banks, legal entities and private individuals	15 069 147
Obligations under finance lease	20 044 257
Total	35 113 403
Guaranteed	0
Secured	20 044 257
Unguaranteed/Unsecured	15 069 147
Shareholder's equity:	
Share capital	2.500
Share premium	0
Revaluation reserve	250
Legal reserve	0
Reserve for granting of shares	0
Currency exchange differences	0
Retained earnings / (accumulated deficit)	(3 047 408)
Minority interest	0
Total	(3 044 658)
Total Capitalization (total current debt + total non-current debt + total equity)	36 491 440

ASSETS STANDALONE OF THE ISSUER:

Item	2024	2023
No.	(unaudited)	(unaudited)
ARTICLES		
ASSETS		
A. NON-CURRENT ASSETS / LONG-TERM ASSETS	16 148 980	13 831 205
1. Intangible Assets	579 172	379 678
1.1. Development Costs	-	-
1.2. Goodwill	-	-
1.3. Software	3 348	1 364
1.4. Concessions, Patents, Licenses, Trademarks and Similar Rights	-	-
1.5. Other Intangible Assets	575 824	378 314
1.6. Advances Paid	-	-
2. Tangible Assets / Property, Plant, and Equipment	32 726	41 942
2.1. Land	-	-
2.2. Buildings and Structures	14 783	25 343

2.3.	Machinery and Equipment	-	-
2.4.	Motor Vehicles	-	-
2.5.	Other Fixtures, Devices, and Tools	17 942	16 599
2.6.	Investment Property	-	-
2.6.1.	Land	-	-
2.6.2.	Buildings	-	-
2.7.	Advances Paid and Tangible Asset Construction (Production) in Progress	-	-
3	Financial Assets	15 521 900	13 394 403
3.1.	Shares in Group Entities	2 276 000	2 028 500
3.2.	Loans to Group Entities	12 512 317	11 050 139
3.3.	Receivables from Group Entities	-	-
3.4.	Shares in Associated Undertakings	-	-
3.5.	Loans to Associated Undertakings	-	-
3.6.	Receivables from Associated Undertakings	-	-
3.7.	Long-term Investments	-	-
3.8.	Receivables Due After One Year	333 584	315 764
3.9.	Other Financial Assets	400 000	-
4	Other Non-current Assets	15 182	15 182
4.1.	Deferred Tax Assets	-	-
4.2.	Biological Assets	-	-
4.3.	Other Assets	15 182	15 182
B.	CURRENT ASSETS	281 712	712 020
1	Inventories	11 401	10 186
1.1.	Raw Materials, Materials and Components	-	-
1.2.	Work in Progress	4 601	-
1.3.	Finished Goods	-	-
1.4.	Goods Purchased for Resale	-	-
1.5.	Biological Assets	-	-
1.6.	Non-current Assets Held for Sale	-	-
1.7.	Advances Paid	6 800	10 186
2	Receivables Due Within One Year	202 751	182 297
2.1.	Trade Receivables	2 163	651
2.2.	Receivables from Group Entities	175 617	158 764
2.3.	Receivables from Associated Undertakings	-	-
2.4.	Other Receivables	24 970	22 882
3	Short-term Investments	-	-
3.1.	Shares in Group Entities	-	-
3.2.	Other Investments	-	-
4	Cash and Cash Equivalents	67 561	519 537
C.	PREPAID EXPENSES AND ACCRUED INCOME	3 368	3 466
	TOTAL ASSETS	16 436 059	14 546 691

EQUITY AND LIABILITIES STANDALONE OF THE ISSUER:

Item		2024 (unaudited)	2023 (unaudited)
No.	ARTICLES		
	EQUITY AND LIABILITIES		
D.	EQUITY	-1 717 449	-1 535 381
1	Capital	2 500	2 500
1.1.	Share (Subscribed) or Primary Capital	2 500	2 500
1.2.	Subscribed Unpaid Capital (-)	-	-

1.3.	Treasury Shares or Parts (-)	-	-
2	Share Premium	-	-
3	Revaluation Reserve	-	-
4	Reserves	250	250
4.1.	Legal Reserve or Mandatory (Statutory) Reserve	250	250
4.2.	Reserve for Acquisition of Treasury Shares	-	-
4.3.	Other Reserves	-	-
5	Retained Earnings (Loss)	-1 720 199	-1 538 131
5.1.	Profit (Loss) for the Reporting Period	-180 068	16 266
5.2.	Prior Years' Profit (Loss)	-1 540 131	-1 554 397
E.	GRANTS, SUBSIDIES	-	-
F.	PROVISIONS	-	-
1	Provisions for Pensions and Similar Obligations	-	-
2	Provisions for Taxes	-	-
3	Other Provisions	-	-
G.	PAYABLES AND LIABILITIES	18 133 899	16 045 397
1	Payables Due After One Year and Other Non-current Liabilities	14 937 693	15 946 619
1.1.	Borrowings	12 423 227	13 836 963
1.2.	Liabilities to Credit Institutions	602	-
1.3.	Advances Received	-	-
1.4.	Trade Payables	-	-
1.5.	Payables under Bills of Exchange and Cheques	-	-
1.6.	Payables to Group Entities	1 725 436	1 574 432
1.7.	Payables to Associated Undertakings	-	-
1.8.	Other Payables and Long-term Liabilities	788 428	535 224
2	Payables Due Within One Year and Other Current Liabilities	3 192 208	109 439
2.1.	Borrowings	3 169 000	-
2.2.	Liabilities to Credit Institutions	-	-
2.3.	Advances Received	-	-
2.4.	Trade Payables	-	35 115
2.5.	Payables under Bills of Exchange and Cheques	-	-
2.6.	Payables to Group Entities	-	-
2.7.	Payables to Associated Undertakings	-	-
2.8.	Income Tax Liabilities	-	3 997
2.9.	Liabilities related to Employment	20 670	17 429
2.10.	Other Payables and Current Liabilities	2 536	42 898
H.	ACCRUED EXPENSES AND DEFERRED INCOME	610	36 675
	TOTAL EQUITY AND LIABILITIES	16 436 059	14 546 691

PNL STANDALONE OF HTE ISSUER

Item No.	ARTICLES	2024 (unaudited)	2023 (unaudited)
1	Revenue from Sales	206 460	198 648
2	Cost of Sales	-25 221	-37 260
3	Change in Fair Value of Biological Assets	-	-
4	GROSS PROFIT (LOSS)	181 239	161 389
5	Selling Expenses	-105 960	-48 598
6	General and Administrative Expenses	-694 695	-584 295
7	Results from Other Activities	353	-2 379
	Income from Investments in Shares of Parent, Subsidiary, and Associated Undertakings	-	-
8			

9	Income from Other Long-term Investments and Loans	-	-
10	Other Interest and Similar Income	1 299 028	1 284 874
11	Impairment of Financial Assets and Short-term Investments	-	-
12	Interest and Other Similar Expenses	-860 033	-790 726
13	PROFIT (LOSS) BEFORE TAXATION	-180 068	20 264
14	Income Tax Expense	-	-3 998
15	NET PROFIT (LOSS)	-180 068	16 266

3.5 Other information

Dividend policy

The Company does not have an approved dividend policy. Generally, leftover funds are used for financing the development of business and acquisitions.

Profit forecasts or estimates

The Issuer has made a decision not to include the profit forecasts or estimates in the Information Document.

Legal and arbitration proceedings

There are no ongoing material legal proceedings or legal proceedings in previous reporting periods against the Issuer, and petitions of insolvency, instituted bankruptcy proceedings. In addition, the Issuer is not engaged in or, to the General Manager's knowledge, has currently threatened against it any governmental, legal, or arbitration proceedings which may have, or have had during the 12 months preceding the date of this Information Document, a significant effect on the financial position or profitability of the Issuer.

Related party transactions

The Issuer has not been involved in any transactions with related parties.

Incentive programmes for the employees

There are no approved incentive programmes for its administrative employees. Nonetheless, the management of the Company, as well as Head of Marketing and Sales, CFO and CEO of the Company are entitled to annual bonus system as variable remuneration motivation tool.

Agreements relating to the Bonds issue

On protecting the interest of Bondholders. On 10 October 2025 and 24 November 2025, the Company entered into a service agreements with UAB "AUDIFINA" (company code 125921757, registered office at A. Juozapavičiaus str. 6, Vilnius, the Republic of Lithuania, for the protection of the interests of the Bondholders in relations with the Issuer. Subject to this agreement, laws and regulations, the Trustee undertakes to protect the rights and legal interests of all Bondholders in its relations with the Issuer, and the Issuer undertakes to pay the Trustee the remuneration set out in the Agreement. The Agreement shall expire when the Issuer has fulfilled all obligations assumed in the issuance of the Bonds to the Bondholders; and (or) in other cases provided for in the Agreement and (or) the laws of the Republic of Lithuania.

On provision of the services of Certified Advisor. By the Agreement dated 7 November 2025, the Company entrusted Law Firm TEGOS (registered office at Konstitucijos ave. 21A Vilnius, the Republic of Lithuania (referred as the "Certified Adviser")), to provide the services of the Certified Adviser in connection with the Admission of the Bonds. The Law firm TEGOS undertook to provide the services as the Certified Adviser, that the Bonds shall be admitted to the *First North* (Nasdaq Vilnius) Bond list. The contract is valid until the first admission day in the *First North* (Nasdaq Vilnius).

Audited Information

The consolidated financial statements of the Issuer for the financial year ended 31 December 2023 and 31 December 2024 were prepared in accordance with local requirements.

The consolidated financial statements of the Issuer for the financial year ended 31 December 2023 and 31 December 2024 were audited by Forvis Mazars Lithuania Audit, UAB, legal entity code 303150218, address at Konstitucijos pr. 18B, LT-09308 Vilnius, tel. +37067505000, audit license number 001537. The audit for the year 2024 was executed by auditor Katažina Kozlovslienė, auditor's licence number 000551.

The Issuer does not have a statutory obligation to audit *stand-alone* financial statements of the Issuer. Thus, *stand-alone* financial statements of the Issuer are not audited.

No other information contained in the Information Document was audited.

Material contracts, patents and other Information Documents

Neither the Company nor its Subsidiary have any significant contracts, patents and other Information Documents¹, other than agreements related to the borrowings among the Group companies and with credit institutions.

¹ For the purposes of the Rules of First North in Lithuania, a contract, patent or other Information Documents shall be deemed significant if their monetary value accounts for 10% or more of the Issuer's equity capital or 10% or more of the bond issue.

IV. ANNEXED DOCUMENTS

The following documents are attached to this Information Document as annexes:

1. General Terms and Conditions of Bonds ISIN LT0000135824;
2. Final Terms of Bonds ISIN LT0000135824, dated 20 October 2025;
3. General Terms and Conditions of Bonds ISIN LT0000136129;
4. Final Terms of Bonds ISIN LT0000136129, dated 14 November 2025.