UAB "Orkela"
(a private limited liability company established and existing under the laws of the Republic of Lithuania, legal entity code 304099538)

FIRST SUPPLEMENT TO THE BASE PROSPECTUS FOR THE PUBLIC OFFERING OF BONDS OF UAB "ORKELA" IN THE AMOUNT OF EUR 19,049,000 (BEING A PART OF TOTAL EUR 40,000,000 ISSUE) AND ADMISSION OF BONDS IN THE AMOUNT OF UP TO EUR 19,049,000 TO TRADING ON THE BOND LIST OF NASDAQ VILNIUS AB

This document constitutes the first supplement (the **Supplemen**t) to the base prospectus for the public offering of bonds of UAB "Orkela" (the **Company** or **Issuer**) (the **Prospectus**), approved by the Director of Department of Financial Services and Markets Supervision of the Bank of Lithuania (the **Bank of Lithuania**) on 14 November 2023 (the decision regarding the approval of the Prospectus No. V 2023/(34.40.E-3900)-428-24) and published on the website of the Company (https://lordslb.lt/orkela_bonds/).

This Supplement was prepared in accordance with Article 23 of the Prospectus Regulation following:

(i) the events of termination of several material contracts related to the lease of the Project premises indicated in the Prospectus; and
(ii) the Issuer's decision to implement an alternative Project's development scenario under which it is anticipated that contrary to what was intended at the beginning, an educational facilities (as kindergarten and (or) primary and (or) secondary schools), office and retail facilities, including a couple restaurants and coffee stores, underground parking will operate in the premises of the Project instead of educational facilities with integrated boarding services;
(iii) changed risk factors relevant for the Investors due to circumstances indicated in points (i)-(ii) above.

This Supplement forms and integral part of the Prospectus and must be read in conjunction with the Prospectus (as supplemented and amended by this Supplement). The terms with the first capital letter used in this Supplement shall have the meanings given to them in the Prospectus, unless stated otherwise in this Supplement, or this Supplement. Each amendment to the Prospectus introduced under this Supplement is briefly explained below.

To the extent that there is any inconsistency between any statement in this Supplement and any other statement in the Prospectus, the statements of this Supplement shall prevail.

The Bank of Lithuania in its capacity as the competent authority in the Republic of Lithuania under the Prospectus Regulation on 24 November 2023 has approved this document as a Supplement and has notified the approval of the Supplement to the EFSA (i.e. Estonian Financial Supervision Authority (in Estonian: *Finantsinspektsioon*) and to the Bank of Latvia (in Latvian: *Latvijas Banka*).

The person responsible for the information provided in this Supplement is the Issuer. To the best of the knowledge of the Issuer the information contained in this Supplement corresponds to the facts and the Supplement makes no omission likely to affect its import.

Anastasija Pocienė General Manager	Rūta Abromavičienė Procurist

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to the information included in the Prospectus since the publication of the Prospectus.

IMPORTANT NOTICE:

On the date of this Supplements, the Bonds of the First Tranche are offered under the Final Terms of the first Tranche dated 14 November 2023 (the **Final Terms**).

Considering that this Supplement is published before the end of the Subscription period which is 27 November 2023, and the Bonds are not yet delivered to the Investors, the Investors are reminded of the right of withdrawal of the provided Subscription Orders within 2 Business Days after the publication of this Supplement.

The following statements are made by the Issuer in connection with the right of withdrawal:

(a) a right of withdrawal is only granted to those investors who had already agreed to purchase or subscribe for the Bonds before this Supplement is published on the Issuer's website at https://lordslb.lt/orkela_bonds/;
(b) the Investors can withdraw their Subscription Orders within 2 Business Days after the publication of this Supplement; and

(c) the Investors shall contact the institution where the Subscription Order was made (i.e., the Issuer, Lead Manager or the Exchange Members where the Investor subscribed by way on Auction).

The date of this Supplement
24 November 2023

1. The following risks under Section 3.1.1 *Financial risks* of the Prospectus on **page 16** are supplemented, amended and restated as follows:

Construction cost and Project's success risk

The completion of the Project initially was projected by the end of 2023, but changed Project‘s development scenario (from hotel / school complex to educational with integrated hospitality services complex) caused the postponement of the construction works and the constructions' schedule had to be revised. Further delay in completion of the Project is expected due to termination of two main material contracts in relation to the lease and sub-lease of the Project's premises by the Issuer as lessor and UAB "Orkelos valdymas" as sublessor. Because of these recent events the Issuer had to revise the Project's development scenario and construction schedule.

It is anticipated that under the revised Project's development scenario, educational facilities (as kindergarten and (or) primary and (or) secondary schools), office and retail facilities, including a couple of restaurants and coffee stores, underground parking will operate in the premises of the Project. Under the revised construction schedule the completion of the Project is projected around the end of 2024. However, considering that the Project's premises will be subject to additional design works that might affect the final timeline of the construction of the Project, additional delays in the Project's completion might be expected. Moreover, as the Issuer is switching to multitenant structure, the Issuer's success in finding tenants and fit out of the Project's premises for separate tenants might also have an impact on the final date of completion of the whole Project and generation of expected return for the Issuer.

Even though the Project's development scenario has changed several times, by November 2023 the Project is 69% completed under initially estimated costs' structure. The Issuer is expecting to complete the construction of the Project without material deviations from the initially estimated costs' structure considering that most of the major construction works are already completed, several initial construction solutions will be abandoned due to the changed Project's development scenario and new solutions will be adapted to the new scenario instead. Additionally, it is important to note that fit-out of the Project's premises for individual tenants will not require additional (above the budgeted) Issuer's financial contributions as each tenant will be responsible for the individual adaptation of the premises to its needs.

Nevertheless, please take into account that as the situation in global markets and building materials supply chain is changing frequently due to Russian – Ukraine war and related economic and geopolitical situation in the region, including related instability in energy market (even though that the Project is being built as energy efficient and therefore, the Project is more resistant to fluctuations in energy prices), also because of existing uncertainty regarding completion of the Project by the end of 2024 as described above, these factors pose a risk of unexpected increase in construction costs or inability to secure construction material required to complete the Project that may reduce the overall profitability of the Project, delay the completion of the Project and as a result adversely affect the Issuer's activities, financial situation, and ability to redeem the Bonds.

Moreover, the Company cannot provide any assurance that there will not be any disputes with its suppliers or that it will be able to maintain business relationships with its existing suppliers. Any disruption to the Company's supply chain as a result of an issue with a supplier, or any damage to such supplier's integrity could cause the Company significant time and expense in remediation of any deficiencies and could impact its reputation, which could adversely affect its reputation and profitability.

Nevertheless, the Issuer's and the Management Company's employees are monitoring the development of the Project, overall market conditions and financial condition of invoked suppliers and plan various scenarios to mitigate risk of unexpected increase in construction costs or inability to secure construction material required to complete the Project.

Economic environment and insolvency risk

The Issuer's activities and results depend on the economic processes in Lithuania and internationally. At the moment economies in the region and globally are disbalanced due to ongoing Ukraine-Russia war, sharp growth of interest rates, energy prices volatility and prolonged post Covid-19 recovery. Lithuania is experiencing unprecedented inflation rates, in this way reducing overall investment market attractiveness and in turn limiting the economic outlook. It can be assumed that these factors contribute to currently experienced slowdown of the real estate market in Lithuania.

Even if currently there is no material economic downturn domestically, in the event of its occurrence, the demand for the Issuer's services may decrease, the risk of insolvency of the Company's tenants and/or other contractors may increase, which may have a negative impact on the implementation and results of the Issuer's business strategy and the Project may not generate expected positive returns. Please note that the Issuer is expecting to start receiving rental income once the Project is completed (currently, the completion is scheduled around the end of 2024) and the handover deeds are signed with tenants. In a multi-tenant scenario, the initial rental income might deviate significantly from the expectations set by a single-tenant lease structure that was initially implemented by the Issuer. Despite the potential for higher revenues from a multipurpose property, it is important to acknowledge the low likelihood of achieving full occupancy at the outset. Consequently, the income generated in the initial year or so may fall below anticipated levels.

These factors individually, or in combination might cause the insolvency of the Issuer. The Issuer is subject to the Law on Insolvency on Legal Entities of the Republic of Lithuania and Issuer's insolvency may affect the Investors' ability to recover their investments.

Explanation: The above risks of Section 3.1.1 *Financial risks* of the Prospectus has been supplemented, amended and restated considering the events of termination of several material contracts related to the lease of the Project premises indicated in the Prospectus and the Issuer's decision to carry out an alternative Project's development scenario. Because of these circumstances, the risks described above reflect the changed risk profile of the Issuer and the Project and the Investors shall take into account these risks before investing in the Bonds.

2. Section 3.1.2 *Business activities and industry risks* of the Prospectus on **pages 17-18** is supplemented, amended and restated to the following extent: the risk "Single tenant risk" is replaced by a risk "Multiple tenants' risk and risk of finding suitable tenants", the risk "Education market risk" is supplemented, amended and restated and new risk "Office market risk" is introduced:

Multiple tenants' risk and risk of finding suitable tenants

The success of the Project will depend on the success of its tenants. The Project's cashflow risk will be diversified between multiple tenants. Under such structure, having multiple solvent tenants should minimize the risk or impact on the Issuer's cash flow if one tenant's financial situation changes significantly. It shall be noted that although a multi-tenant property may only periodically achieve 100% occupancy (though it is a primary goal of the Issuer), the risk of having close to zero occupancy is almost non-existent as could be the case when a single-tenant property experiences vacancy.

Despite the benefits of implementing a multitenant structure, there are several risks associated with it. First of all, the Issuer is in the beginning of the process of finding new tenants for the Project's premises and currently no lease agreements are concluded by the Issuer. In the face of a potential market slowdown where vacancies in commercial buildings are increasing and competitive pressures are driving lower prices, there is a significant risk that the Issuer will not succeed in finding suitable tenants within a short period of time and therefore, a major vacancy might be experienced that in turn will result in less than expected income from lease of the Project's premises. Secondly, to overcome competitors and to attract new tenants, the Issuer might need to offer significant discounts or other contractual benefits for tenants to minimize vacancies and ensure cash flow. If these risks materialize, they could significantly affect the Issuer's financial condition, results of operation of the Project, as well as ability to redeem the Bonds at their maturity.

Nevertheless, the Issuer's and the Management Company's employees are invoking all possible resources to attract new tenants on terms and timeline acceptable to the Issuer.

Education market risk

A part of the Project is dedicated for educational services where one or several educational institutions will operate a kindergarten and/or primary, and/or secondary schools.

The demand for educational services can be influenced by various factors, including economic conditions, changes in population demographics, and regulatory developments. A decline in student enrolment or changes in educational preferences could impact the financial performance of the educational institution leasing Project's space, thereby posing a risk that the Issuer's tenant will face financial difficulties in paying rent to the Issuer and the Issuer will not generate expected return.

Office market risk

Until now, the office market has shown relative stability. However, it is noteworthy that the median leased office space is on a declining trend. The decrease in the median leased office space suggests a potential shift in market dynamics, which can be attributed to several known reasons. Firstly, there are existing vacancies in the market, indicating a surplus of available office spaces. Secondly, geopolitical factors have contributed to a slowdown in decision-making processes among tenants, leading to a more cautious approach in committing to new leases. Lastly, the economic outlook has introduced uncertainties that are influencing tenant behaviour, resulting in a tendency to shorten lease periods and reduce the leased area as a risk-mitigation strategy. These factors collectively contribute to the observed decline in the median leased office space, highlighting the complexity of the current market conditions and the challenges in securing full occupancy for the project within the expected timeframe. Investors should carefully consider these factors when assessing the potential impact on the Project's leasing strategy and overall performance, as these conditions could significantly influence the Project's success and the Issuer's ability to redeem Bonds.

Explanation: The initial risk "Single tenant risk" had to be replaced by a risk "Multiple tenants' risk and risk of finding suitable tenants" as the Issuer is switching to multitenant structure under which the Project's premises will be leased to multiple tenants instead of one how it was initially projected. The risk "Education market risk" had to be revised as under the new Project's development scenario, hospitality (boarding) services are no longer envisaged to be provided. Currently it is expected that one or several educational institutions will operate a kindergarten and/or primary, and/or secondary schools in the premises of the Project. Additionally, new risk "Office market risk" is introduced under this Section 3.1.2 *Business activities and industry risks* of the Prospectus as under the revised Project's development scenario a material part of the Project will be adapted and designed for offices. The risks described above reflect the changed risk profile of the Issuer and the Project and the Investors shall take into account these risks before investing in the Bonds.

3. The risk of legal disputes under Section 3.1.3 *Legal risks* of the Prospectus on **pages 18-19** is supplemented, amended and restated as follows:

Risk of legal disputes

Even though the Issuer is not involved in any legal proceedings at the moment, it is possible that the Issuer may be involved in legal disputes due to its activities or due to termination of two main material contracts in relation to the lease and sub-lease of the Project's premises by the Issuer as lessor and UAB "Orkelos valdymas" as sublessor (as plaintiff or defendant or third party) in the future, the outcome and the costs of which cannot be predicted in advance. Moreover, the issuer is developing the Project within historical central area of the Vilnius, which leads to high public interest and regulatory scrutiny. As the Project is in the historical site, there are multiple local communities and stakeholders, which have various expectations for the Project being developed, what leads to the moderate legal dispute risk level. The Issuer has already obtained building permits and approvals from authorities and is following all the technical and legal requirements and takes into consideration expectation of local communities. However, in unlikely situation where dispute is resolved in the manner unfavourable to the Issuer, this could adversely affect its operations, financial condition, and reputation as the Issuer may be required to pay damages awarded, including the legal costs of the opponent (the Issuer itself would also incur legal costs). All of this can have an impact on the Issuer's ability to properly perform its obligations to the Bondholders, and on the attractiveness and liquidity of the Bonds.

Explanation: The risk "Risk of legal disputes" had to be revised and supplemented due to termination of two main material contracts in relation to the lease and sub-lease of the Project's premises by the Issuer as lessor and UAB "Orkelos valdymas" as sublessor, which at the moment are not but in the future may be disputed by the aggrieved party.

4. On **page 22**, the third paragraph of Section 4.2 *Information about the Issuer* of the Prospectus is amended and supplemented and shall be read as follows:

There have been no recent events which would be to a material extent relevant to an evaluation of Issuer's solvency. However, please note that on 16 November 2023 the Issuer has terminated the lease agreement concerning lease of the Project premises concluded with UAB "Orkelos valdymas" on 2 January 2023. The Issuer's decision to terminate the lease agreement was based on a terminated sub-lease agreement concerning sub-lease of the Project premises concluded between UAB "Orkelos valdymas" and the sub-tenant on 2 January 2023. Because of these events and considering the current real estate market situation in Vilnius, the capital of the Republic of Lithuania, the Issuer has decided to change the Project's development scenario from educational with integrated hospitality services type of premises to educational and office type of premises. Therefore, the Issuer is already looking for new tenants for the Project premises and is expecting that new lease agreements will be signed in the near future.

Explanation: The third paragraph of Section 4.2 *Information about the Issuer* of the Prospectus has been supplemented, amended and restated considering the events of termination of several material contracts related to the lease of the Project premises indicated in the Prospectus and Issuer's decision to change the Project's development scenario.

6. Third to fifth paragraphs of Section 4.3 *Business Overview and Principal Activities* of the Prospectus on **page 23** are amended and supplemented and shall be read as follows:

Third paragraph:

Since 8 March 2021 when the construction permit was granted, the Issuer is constructing a real estate complex in the centre of Vilnius at Vasario 16-osios g. 1. It is anticipated that educational facilities (as kindergarten and/or primary, and/or secondary schools), office and retail facilities, as well as a couple of restaurants and coffee stores, underground parking will operate in the premises of the Project. Therefore, the complex preliminary will consist of three parts: historical part with newly built connections (Gross floor area: 6,290 m²), newly built buildings (Gross floor area: 11,792 m²) and parking space with technical facilities (Gross floor area: 5,820 m²). The completion of the Project is estimated around the end of 2024. The estimated value of the Project at its completion shall amount up to EUR 76,000,000.

Fourth paragraph:

In the historical part of the complex the variety of the premises size can be offered. Starting from 300 sqm. for the private standalone office ending the spectacular authentic 2,400 sqm. Building facing the Neris river and Central business district of Vilnius. The newly built connections are properly designed for the social infrastructure as library, cloakroom or restaurant with outstanding views.

Fifth paragraph:

The newly constructed building consisting of two different blocks can provide the space for both – big or small tenants. With the flexible layout newly constructed buildings are mixed with historical sense of the complex as well as all advantages of new constructions.

Explanation: The third to fifth paragraphs of Section 4.3 *Business Overview and Principal Activities* of the Prospectus have been supplemented, amended and restated to reflect the Issuer's decision to change the Project's development scenario and changed expected timeline of completion of the Project and increased value of the Project after its completion.

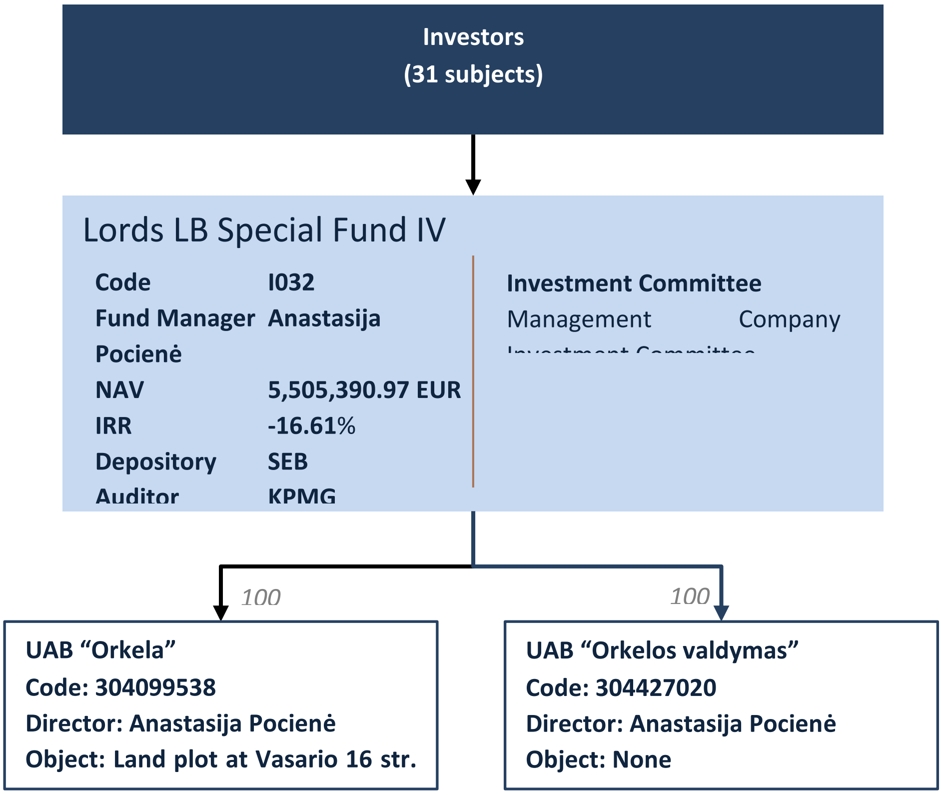
7. The first paragraph of Section 4.4 *Trend Information* of the Prospectus on **page 23** is amended and supplemented and shall be read as follows:

The real estate Project that is being developed by the Issuer will consist of an educational and office complex, therefore the trends in private education market and office market have an important role on the financial performance and risk of Issuer's activities.

Explanation: The first paragraph of Section 4.4 *Trend Information* of the Prospectus has been supplemented and amended in order to clarify that the Issuer is developing an educational and office complex instead of educational and hospitality as initially projected.

8. Figure 2: Legal Structure of the Fund under Section 4.7 *Organizational Structure of the Issuer* of the Prospectus on **page 28** is clarified as follows:

Figure 2: Legal Structure of the Fund



Source: the Company

Explanation: Figure 2 above has been clarified in respect to information on UAB "Orkelos valdymas" as this legal entity no longer have operated objects after termination of the sub-lease agreement with international school.

9. On **page 35**, Section 4.14 *Material Contracts* of the Prospectus is supplemented with a new third paragraph:

Please consider that presently no material lease contracts of the Project's premises are concluded. Once new lease agreements are concluded, the Issuer will publish the information about concluded material contracts on the Issuer's website and on Nasdaq operated Central Storage Facility at www.crib.lt.

Explanation: Section 4.14 *Material Contracts* of the Prospectus has been supplemented with a new third paragraph considering that several material contracts in respect to lease and sub-lease of the Project premises were terminated in November 2023 (please see point 9 below) and therefore, the Issuer is in the process of finding new tenants for the Project and signing of new lease agreements.

10. On **page 36**, the following parts under part "*Other material contracts*" of Section 4.14 *Material Contracts* of the Prospectus are repealed in whole:

Lease agreement concluded by the Issuer and UAB "Orkelos valdymas" on 2 January 2023 (the **Lease Agreement**)

- Subject matter of the Lease Agreement: lease of the building complex located at Vasario 16 st. 1, Vilnius, the Republic of Lithuania to UAB "Orkelos valdymas" (the **Tenant**).
- Term of the Lease Agreement: 360 (three hundred and sixty) calendar months from the commencement date as defined and regulated under the Lease Agreement.
- Applicable law and dispute resolution: the Lease Agreement is governed by Lithuanian law. The disputes arising out of or in connection with the Lease Agreement shall be settled by Vilnius Court of Commercial Arbitration.

Sub-lease agreement concluded by the Tenant and UAB Royal Russel School Vilnius on 2 January 2023 (the **Sub-lease Agreement**)

- Subject matter of the Sub-lease Agreement: sublease of the part of the building complex (18,082 m^2) located at Vasario 16 st. 1, Vilnius, the Republic of Lithuania to UAB Royal Russel School Vilnius.
- Term of the Sub-lease Agreement: 360 (three hundred and sixty) calendar months from the commencement date as defined and regulated under the Sub-lease Agreement.
- Applicable law and dispute resolution: the Sub-lease Agreement is governed by Lithuanian law. The disputes arising out of or in connection with the Sub-lease Agreement shall be settled by Vilnius Court of Commercial Arbitration.

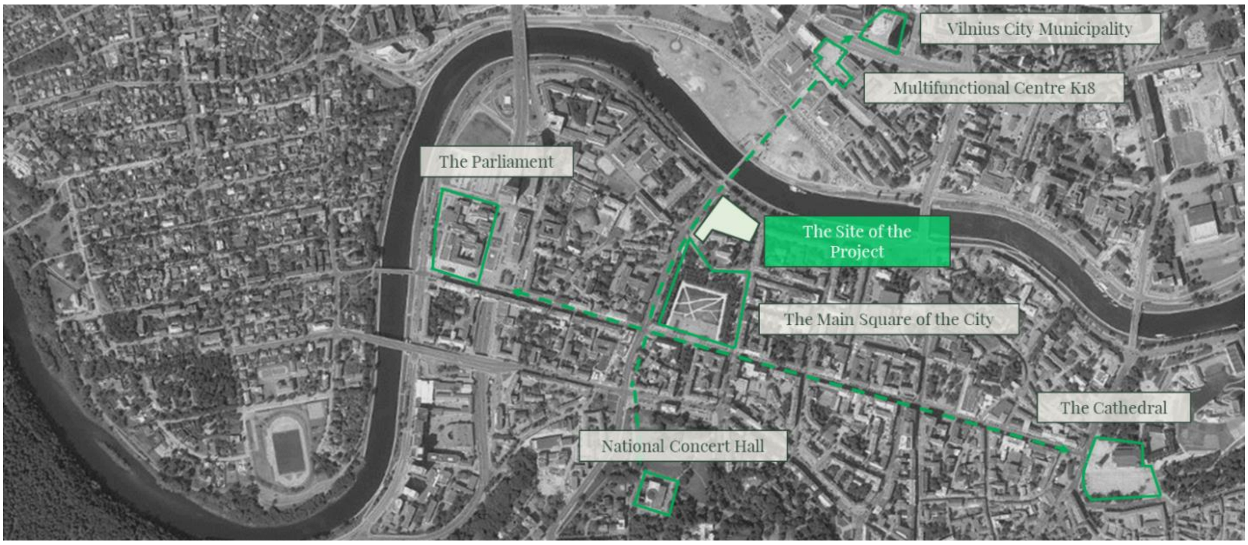
Explanation: The lease and sub-lease agreements described above have been terminated in November 2023, therefore the information included in the Prospectus about these agreements is no longer relevant and therefore, shall be repealed from the Prospectus.

11. Section V *Project Description* of the Prospectus on **pages 38-42** is supplemented, amended and restated in whole as follows:

V. PROJECT DESCRIPTION

The Issuer is developing and constructing the Project (i.e. educational and office real estate complex in the centre of Vilnius at Vasario 16 st. 1). The complex will preliminarily consist of three parts. The Project is located in the city centre, between the Neris river and Lukiškių square. The urban tradition of the place will be developed, and a coherent and vibrant quarter will be formed, which will be attractive to citizens and tourists alike.

The location of the Project is visually presented below in the picture:

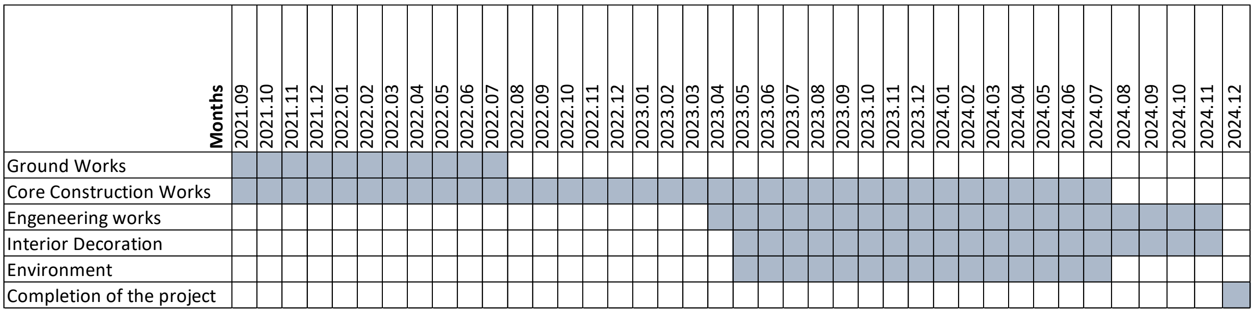


Source: the Company

The Company has started the preparatory works in September of 2021. The complex was initially intended to be built as a hotel and school complex completion of which was initially projected by the end of 2023, secondly as international school with hospitality (boarding) services to be completed around Q3 of 2024. However, as two main material contracts in respect to the lease of the Project premises were terminated in November 2023, the Issuer has decided to implement an alternative Project's development scenario under which it is anticipated that educational facilities (as kindergarten and/or primary, and/or secondary schools), office and retail activities, as well as a couple of restaurants and coffee stores, underground parking will operate in the premises of the Project.

Under the revised construction schedule the completion of the Project is projected around the end of 2024. However, considering that under the revised Project's development scenario the Project's premises will be subject to additional design works that might affect the final timeline of the construction of the Project and Project might not be completed by the time expected. Moreover, as the Issuer is switching to multitenant structure, the Issuer's success in finding tenants and fit out of the Project's premises for separate tenants might also have an impact on the final date of completion of the whole Project and generation of expected return from lease of the Project's premises.

The development timeline is presented below:



Source: the Company

The building site was acquired by the Management Company in 2016. However, the construction permit was granted on 8 March 2021. The full development and construction of the Project will be financed in four stages:

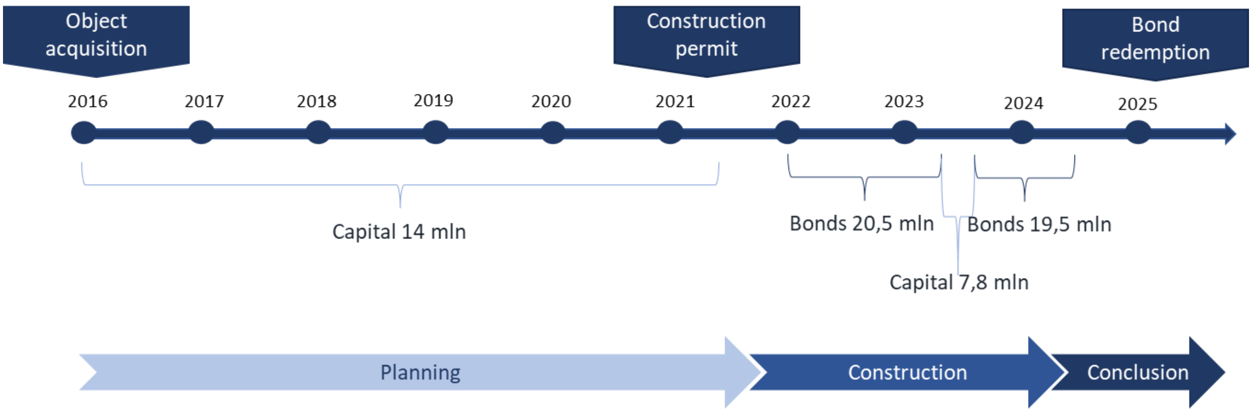
- during the first stage the first part of the Bonds of the Issue in the amount of EUR 5,000,000 were issued under exemption provided in Article 1(4(b)) of the Prospectus Regulation;
- during the second stage the second part of the Bonds of the Issue in the amount of EUR 15,951,000 were issued under the First Prospectus that expired on 24 May 2023;
- the third stage of the financing would be the financing by the sole shareholder in the amount of EUR 7,800,000 by way of various debt instruments, to be fully or partially converted into equity of the Company. Financing in the amount of EUR 1,700,000 was provided in September 2023 (that has been converted into equity of the Company in October 2023 as disclosed in Section 4.2 of the Prospectus), financing in the amount of EUR 800,000 will be granted in October 2023, financing in the amount of EUR 5,300,000 is planned to be granted by April 2024. Please note that (i) all debt instruments of the Company subscribed by the sole shareholder of the Company are in any case fully subordinated against the Bonds of the Issue and (ii) the Company's debt obligations to the sole shareholder may be converted into equity by the issuance of new shares of the Company only;
- the last stage of the financing would be the third part of the Bond Issue in Tranches in the amount of up to EUR 19,049,000 which would be raised under this Prospectus.

The financing is estimated to cover the budgeted full development and construction costs.

The agreement with UAB "Naresta" as a general contractor is concluded with respect to the construction and development of the Project (for more details please refer to Section 4.14 *Material Contracts*).

Under current market conditions the developed and fully leased Project under the school and office scenario would generate annually EUR 4,020,000 of net operating income as educational and office facilities would bring EUR 3,685,000 and parking would generate EUR 335,000. Please note that the Issuer is expecting to start receiving rental income under the lease agreements with tenants once the Project is completed and the handover deeds are signed with tenants. It is expected to reach full occupancy in Q2 of 2025, therefore at the beginning the Issuer might generate lower income from lease of the Project. Currently, the completion of the Project is scheduled around the end of 2024.

Below is the visual presentation of the financing structure:



Source: the Company

The Final Maturity Date of the Bonds is 19 January 2025. The Issuer plans to use bank loan as the main source for the redemption of the Bonds. However, at the date of this Prospectus no refinancing agreement is concluded with any bank, but the Issuer is expecting to start negotiations on refinancing terms as the end of the project approaches. The Issuer might as well decide to sell the Project and use the proceeds for redemption of the Bonds.

Education and office facilities

The St. Jacobs quarter stands as a blend of historical architecture and contemporary design: three historical buildings are connected through newly constructed parts. Adjacent to the church, a fourth building, though separate, offers a 300 square meter space with panoramic views.

The implementation of raised flooring throughout the premises allows for efficient air distribution and easy access to electrical and data cabling. This innovative approach not only optimizes the airflow but also facilitates the integration of modern technologies without compromising the historical integrity of the buildings.

A Building Management System (BMS) has been implemented, which monitors and controls heating, cooling, ventilation, lighting, and other vital building functions, ensuring optimal performance while minimizing energy consumption.

Additionally, the HVAC systems are designed to complement the historical architecture, integrated to preserve the aesthetic appeal of the buildings. These systems provide air quality and climate control, maintaining the charm and character of the heritage structures.

By seamlessly integrating modern engineering solutions, the St. Jacobs quarter not only honors its historical significance but also sets a benchmark for sustainable, technologically advanced infrastructure, creating an environment where history and innovation coexist harmoniously.

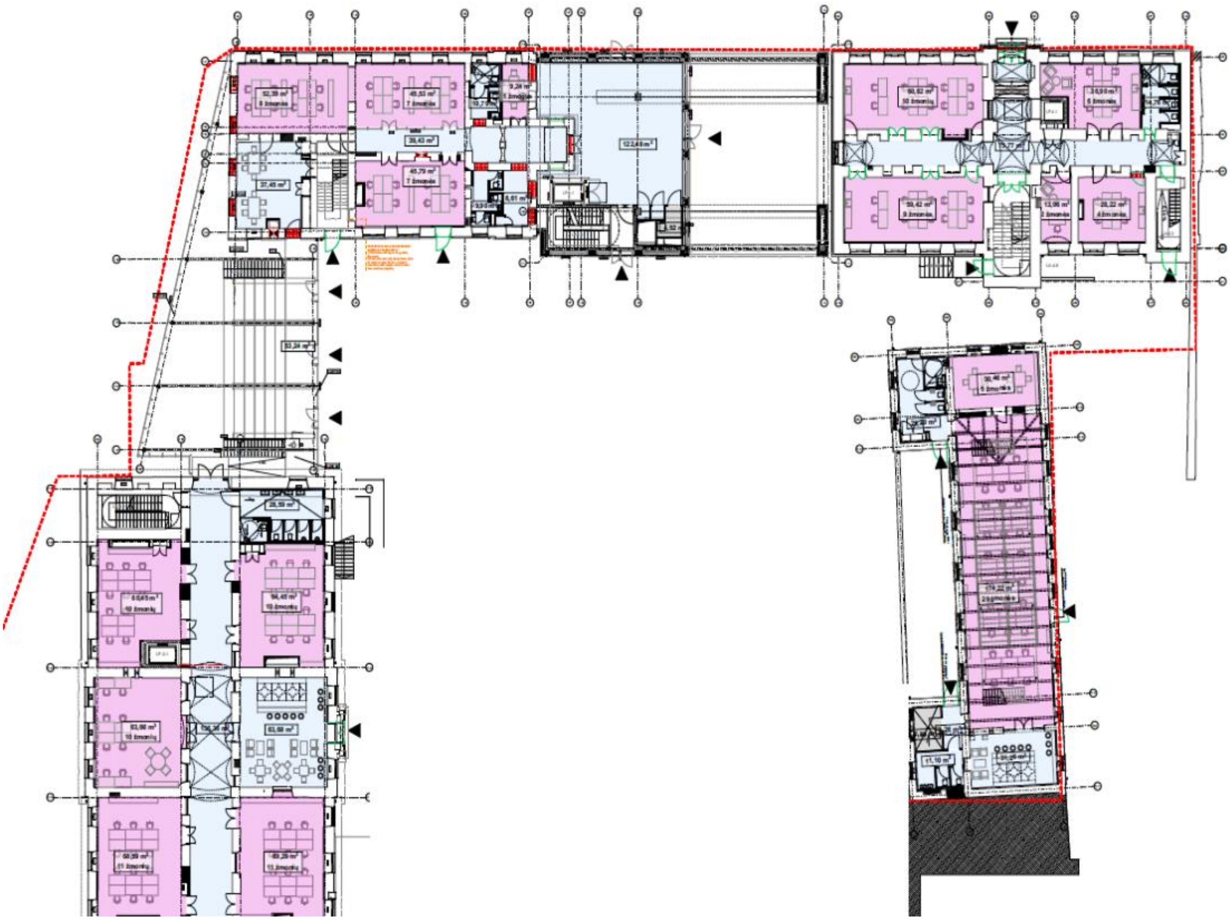
The new construction, spanning 12 thousand square meters, caters to a diverse range of tenants, offering spaces varying from 250 to 2,200 square meters per floor. These spaces capture the essence of the old town, offering flexible layouts and modern engineering systems for tenant comfort. Direct access to a parking lot further enhances convenience.

Tenants in this location have the opportunity to customize their spaces, capitalizing on the prime location's historical significance and ambiance. The surroundings aren't just a backdrop; they provide a unique narrative that adds depth and character to the workspace.

The buildings within the St. Jacobs quarter allows for easy customization to accommodate various educational needs, whether for schools, kindergartens, or other educational institutions. Spaces can be adjusted to suit classroom sizes and layouts required by educational facilities.

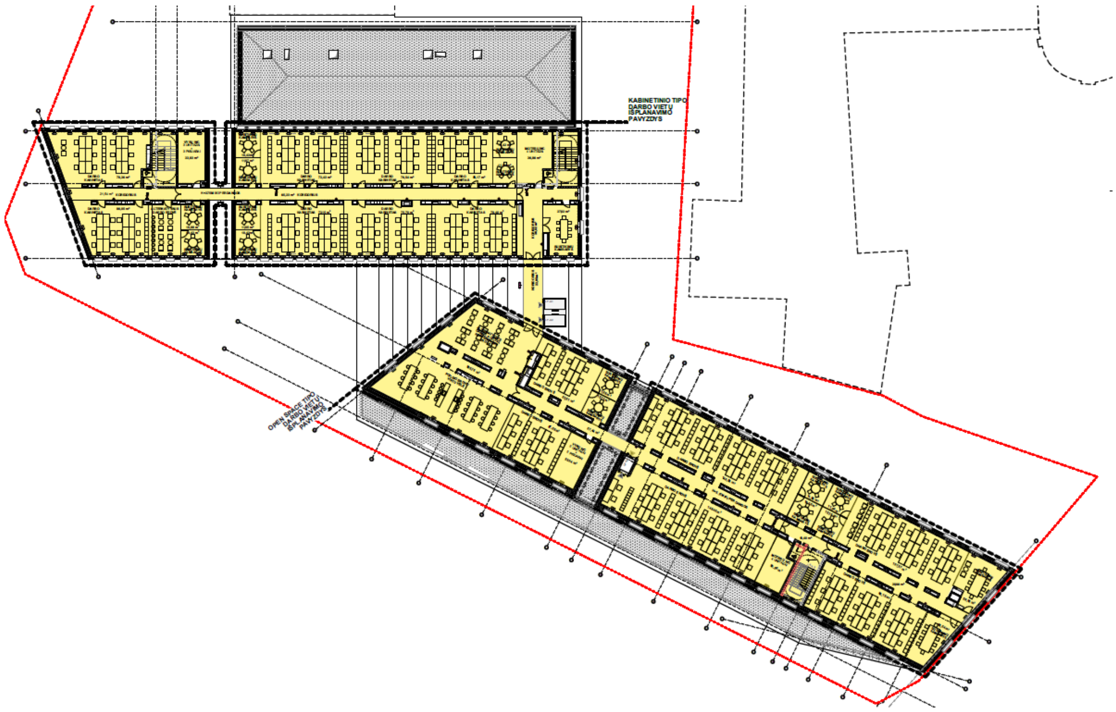
The presence of drive-through roads within the territory facilitates convenient drop-off and pick-up zones for parents.

Typical floor layout of a historical part:



Source: the Company

Typical floor layout of a newly constructed part:



<u>Underground parking</u>

The second income generating unit is parking which will be situated underground and will have 240 parking spaces, it will be operated by the leading parking company in Lithuania Unipark. Parking space will have a gross floor area of 5,820 m². A two-level underground car park will provide parking for the buildings of the Project. Access to the storage facility would be provided via the designed entrance from Lukiškių st. via a two-sided ramp with 1 metre separating lane.

Explanation: Section V *Project Description* of the Prospectus had to be revised and restated in whole due to the events of termination of several material contracts related to the lease of the Project premises indicated in the Prospectus and the Issuer's decision to implement an alternative Project's development scenario. Under these circumstances the Issuer is disclosing updated information in respect to the Project – revised Project's construction schedule and expected timeline of the Project's completion, recalculated planned income from the Project's lease and other descriptive information about the project and its applicability to educational and office activities.