

MERITUS ULAGANJA D.D.
ULICA VJEKOSLAVA HEINZELA 62/A
10 000 ZAGREB

SECURITY: 3MRU
ISIN: HRMRULO277E9
LEI: 74780080JD6L45P7YG07
REGULATED MARKET SEGMENT: ZAGREB STOCK EXCHANGE, THE OFFICIAL MARKET
HOME MEMBER STATE: CROATIA

PUBLICATION OF OTHER INFORMATION

In ZAGREB, July 29, 2022

NOTICE ON FINAL TERMS OF THE SUSTAINABILITY-LINKED BONDS ISSUE

Meritus ulaganja d.d., having its registered seat in Zagreb (City of Zagreb), at Ulica Vjekoslava Heinzela 62A, registered with the Court Registry of the Commercial Court in Zagreb under registry no. (MBS): 081210030, OIB: 62230095889 (the **Issuer**), has, by means of a public offering, on 26 July 2022 issued sustainability-linked bonds, with ticker MRUL-O-277E and the ISIN HRMRULO277E9 at a fixed annual interest rate with a semi-annual payment of interest and a single maturity after five years (the **Bonds**).

The Issuer hereby publishes that the Bonds issue was successful and that the nominal amount of EUR 40,000,000.00, which is 100% of the allocated amount of the Bonds, was paid for within the defined period.

The Bonds were admitted to depository services, as well as to clearing and settlement services, of the Central Depository & Clearing Company, Inc. (**CDCC**) based on the decision of CDCC dated 29 July 2022.

Unless otherwise defined herein, capitalized terms used herein shall have the same meaning as defined in the Bonds Subscription Invitation to Subscribe for Sustainability-Linked Bonds dated 25 July 2022 and in the Simplified Prospectus of Issuance by Public Offering and Listing of Sustainability-Linked Bonds dated 14 July 2022 (**Prospectus**).

Pursuant to the provisions of Article 17 and of Article 21 of the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, the final terms of the Bonds issue are provided below:

Issuer:	Meritus ulaganja d.d.
Notes ranking and type:	The Bonds are a direct, unsecured and unconditional obligation of the Issuer, mutually equal and at least of equal rank (<i>pari passu</i>) with all other, present and future, unsecured and non-subordinated obligations of the Issuer, except for obligations which may have priority on the basis of the applicable mandatory regulations. In the event of insolvency, claims under the Bonds will be subordinated to the claims of the first higher payment

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	order which have priority in settlement under the law, such as: claims of the employees or claims secured by separate settlement rights in relation to those assets to which such separate settlement rights are related.
Guarantee for the Bonds:	As of the date of the Prospectus, and as of today, there is no guarantee for the Bonds. However, the Issuer shall, to such extent as permitted by applicable regulations, ensure that, no later than 12 months after the date of issue of the Bonds, Subsidiaries of the Issuer that meet criteria set by the Prospectus assume guarantees for the obligations of the Issuer under the Bonds. All such guarantees shall together cover 60% of the nominal principal amount of all issued Bonds (which is EUR 26,000,000.00) plus the appertaining interests. The liability of the Guaranteeing Subsidiaries shall not be joint and several.
Observation Date in respect of Sustainability Performance Targets:	31 December 2024
Publication of results of Sustainability Performance Targets as of the Observation Date:	no later than 30 June 2025
Total nominal amount of the Bonds issue:	EUR 40,000,000.00
Settlement Currency:	HRK (middle exchange rate of the Croatian National Bank)
Nominal amount of a single Bond:	EUR 100,000.00
Total number of issued Bonds:	400
Ticker:	MRUL-O-277E
ISIN:	HRMRULO277E9
Principal maturity:	five years
Repayment of principal:	one-off, upon maturity
Issue Date:	29 July 2022
Principal Maturity Date:	29 July 2027
Reference interest rate:	2,150%
Risk Premium:	210 bps
Yield:	4,25%
Issue Price:	100,000%
Issue price determination date:	26 July 2022
Fixed Interest Rate:	4,25% p.a.
Fixed Interest Rate in case of an Interest Rate Increase Trigger (increase by 0.75 p.p.):	5,00% p.a. (from the first day after the Interest Due Date which immediately follows the date of occurrence of an Interest Rate Increase Trigger until the Principal Maturity Date)
First interest due date:	29 January 2023

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Interest Due Dates: (If an Interest Due Date is not a Business Day, the interest payment will be made on the first following Business Day. If the payment of the interest is postponed due to a non-Business Day, the amount of interest will not be accordingly adjusted and it shall not be deemed that there is a delay in payment of interest.)	Interest Due Dates		Interest accrual period		
			From, and including	Until, but excluding	Number of days
	1.	29.01.2023	29.07.2022	29.01.2023	184
	2.	29.07.2023	29.01.2023	29.07.2023	181
	3.	29.01.2024	29.07.2023	29.01.2024	184
	4.	29.07.2024	29.01.2024	29.07.2024	182
	5.	29.01.2025	29.07.2024	29.01.2025	184
	6.	29.07.2025	29.01.2025	29.07.2025	181
	7.	29.01.2026	29.07.2025	29.01.2026	184
	8.	29.07.2026	29.01.2026	29.07.2026	181
	9.	29.01.2027	29.07.2026	29.01.2027	184
	10.	29.07.2027	29.01.2027	29.07.2027	181
Accrued interest calculation:	ACT/ACT				
Depository, clearing and settlement:	Central Depository & Clearing Company Inc.				
Regulated market segment:	Official Market of the Zagreb Stock Exchange				
Minimum amount for an individual transaction on the regulated market:	EUR 100,000.00				
Applicable law:	Law of the Republic of Croatia				
Issue Agent:	Erste&Steiermärkische Bank d.d.				

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• Ulica Vjekoslava Heinzela 62A, Zagreb • Tel.: 01/6447-899 • Fax: 01/6447-890 • PIN: 62230095889 • Commercial banks: Erste&Steiermärkische Bank d.d., Jadranski trg 3A, Rijeka, IBAN: HR8524020061100933269; Podravska banka d.d., Opatička 3, Koprivnica, IBAN: HR7423860021119036043; Raiffeisenbank Austria d.d., Magazinska cesta 69, 10000 Zagreb, IBAN: HR4324840081135094448; Zagrebačka banka d.d., Trg bana Josipa Jelačića 10, Zagreb, IBAN: HR2323600001102936225 • Commercial Court in Zagreb; Company's (Court) registration number: 081210030 • Share capital: HRK 98.203.200,00 paid in full and divided into 982.032 ordinary registered shares without nominal amount • President of the Supervisory Board: Sandi Češko • Members of the Board: Darko Horvat i Tomislav Glavaš