

Notice on Convocation of the Meeting of Bondholders of UAB Dehidra (ISIN LT0000405268, ISIN LT0000405250) on 29 November 2022

At the initiative of the manager of UAB Dehidra (code 304076895, registered office address Sviestlikių St. 39, Vileikiškiai, Širvintos Dist., (hereinafter - **Company**) and by the decision of the trustee of the bondholders UAB "AUDIFINA" (hereinafter - the **Trustee**) on 2022 November 29 11:00 a.m. a meeting of bondholders of the Company's bond issue, ISIN LT0000405268 and ISIN LT0000405250, is being convened.

The meeting will be held in Sviestlikių St. 39, Vileikiškiai, LT-19182, Širvintos Dist.

The registration of the Bondholders begins at 10:30 AM.

The record date of the meeting shall be 22 November 2022.

Conduct of the Meeting:

1. Factory presentation and tour of the Company's factory premises with the company manager;
2. Overview of financial results;
3. Consideration and voting of agenda items.

Agenda of the Meeting:

1. The non-application of the financial indicators provided for in clauses 6.1 (b) and (c) of the Bond Subscription Agreement.

The following draft decision of the meeting of bondholders is proposed:

Whereas:

- A. The Company is committed to meeting the relevant financial indicators for the bondholders:
 1. Equity to assets ratio $\geq 30\%$;
 2. Interest coverage ratio (ICR) ≥ 2 , calculated from 06/30/2022;
 3. DSCR (Debt Service Coverage Ratio) $\geq 1,1$, calculated from 06/30/2022;
- B. As of 06/30/2022, the Company did not reach the interest coverage ratio (ICR) ≥ 2 and the Debt Service Coverage Ratio (DSCR) ≥ 1.1 indicators due to the later-than-planned factory start-up and other factors, while the equity-to-assets ratio $\geq 30\%$ indicator is in progress.

Proposed: to change the terms and conditions of the bond issue and not to apply point 2 of the financial indicators specified in the bond subscription agreements and the information document (ICR) ≥ 2 and point 3 (DSCR) $\geq 1,1$.

Bondholders or their authorized persons, or persons with whom an agreement on the transfer of voting rights has been concluded, will have the right to participate and vote in the meeting of bondholders.

The total number of the Company's bonds, each of which has a nominal value of 1,000 euros, and the number of bonds giving the right to vote at the bondholders' meeting is:

- 1. Issue of ISIN LT0000405268, 3 000 units.**
- 2. Issue of ISIN LT0000405250, 1 000 units.**

Quorum and votes for each issue will be counted separately.

A person participating in a meeting of bondholders and having the right to vote must submit a document certifying personal identity, and a person representing a legal entity must submit a document proving the basis of representation. A person who is not a bondholder, in addition to an identity document, must submit a document confirming the right to vote at the bondholders' meeting.

Each bondholder has the right to authorize another person (natural or legal entity) to participate and vote on his behalf at the meeting in accordance with the law. At the meeting, the representative has the same rights as the bondholder he represents, unless the power of attorney issued to the representative or the law specifies narrower rights of the representative. The authorized person must submit a power of attorney approved in accordance with the procedure established by law. Power of attorney issued abroad must be translated into Lithuanian or English and legalized in accordance with the law.

The company does not establish a special form of authorization.

The bondholder can authorize another natural or legal person to participate and vote on behalf of the bondholder at the meeting by means of electronic communication. Such power of attorney is not confirmed by a notary. The bondholder must confirm the power of attorney issued by means of electronic communication with an electronic signature created by secure signature creation software and confirmed by a qualified certificate valid in the Republic of Lithuania (or another country). The bondholder must notify the Bondholders' Trustee UAB "Audifina" about the power of attorney issued by means of electronic communication by e-mail at dehidra@audifina.lt no later than 12:00 PM on the last business day before the meeting. The authorization and notification must be in writing. The power of attorney itself and the notice to the Trustee must be signed with an electronic signature, not the letter sent by e-mail. When submitting a notice to the Trustee, the bondholder must provide an Internet address from which the bondholder's electronic signature verification software can be downloaded free of charge.

The bondholder or his representative has the right to vote in advance in writing by filling out a general ballot. A general ballot form for voting at this meeting is added as an attachment to this notice. The general ballot is also available on the Trustee's website www.audifina.lt and the **Company's website** www.dehidra.com. The completed general ballot and the document confirming the right to vote must be submitted to the Trustee in writing and received no later than the last business day before the meeting, delivered to the Trustee with a signature or sent by registered mail to the Trustee's registered office address - UAB "AUDIFINA", A. Juozapavičiaus St. 6, Vilnius.

The company does not make it possible to participate in the meeting by means of electronic communication.

Bondholders, whose bonds provide at least 1/10 of all votes, have the right to propose questions to add to the agenda. Proposals must be accompanied by draft decisions on the proposed issues or, when decisions are not required, explanations for each proposed issue on the agenda of the bondholders' meeting. The proposal to add to the agenda must be submitted in writing, sent to the Trustee by registered letter at UAB "AUDIFINA", A. Juozapavičiaus St. 6, Vilnius, and if signed with a suitable electronic signature – may be sent by e-mail to dehidra@audifina.lt. The agenda is supplemented if the proposal is received no later than 14 days before the meeting of bondholders.

Bondholders whose bonds provide at least 1/10 of the total votes at any time before or during the meeting of bondholders have the right to propose new draft decisions that are included or will be included in the agenda of the meeting. Proposed draft decisions must be submitted in writing, delivered to the Trustee with a signature, sent by registered mail to UAB "AUDIFINA", A. Juozapavičiaus St. 6, Vilnius, and if signed with a suitable electronic signature – may be sent by e-mail to dehidra@audifina.lt.

Bondholders who came to UAB "AUDIFINA", A. Juozapavičiaus St. 6, Vilnius, will be able to get acquainted with the documents held by the Trustee related to the agenda of the meeting, including the notice of the convening of the meeting, information on the total number of bonds and the number of bonds giving the right to vote on the date of convening the meeting of bondholders, draft decisions and other documents that are submitted to the meeting of bondholders, and receive information related to the exercise of rights of bondholders.

Attached:

1. General ballot form.

UAB "AUDIFINA"

Director

Jolanta Ruzgienė