

INVEGO LATVIA OÜ

INFORMATION DOCUMENT FOR NON-CONVERTIBLE BOND ISSUE IN THE MAXIMUM AGGREGATE NOMINAL VALUE OF UP TO EUR 8,000,000 AND ADMISSION TO TRADING ON ALTERNATIVE MARKET FIRST NORTH, ADMINISTERED BY NASDAQ TALLINN AS

SUMMARY

This information document (the **Information Document**) contains basic information regarding the public offering of bonds to be issued by Invego Latvia OÜ (the **Issuer**) with maturity of 4 (four) years and a fixed interest rate of 11% per annum (the **Bonds**). The Issuer aims to issue Bonds in the amount of up to EUR 4,000,000 as part of the first tranche of the Bonds, however in case of oversubscription the Issuer may issue the Bonds in the aggregate amount of up to EUR 8,000,000 already in the first tranche. The maximum aggregate nominal value of all Bonds from time to time outstanding under this Information Document is EUR 8,000,000.

Any Bonds issued under this Information Document on or after the date of this Information Document are issued in accordance with the provisions described herein. This Information Document should be read and construed together with any supplement hereto and with any other documents incorporated herein by reference.

This Information Document has been prepared in accordance with Article 3(2)b) of Regulation (EC) No 2017/1129 of the European Parliament and of the Council (the **Prospectus Regulation**) and § 15 (6) of the Securities Market Act of the Republic of Estonia (the **Securities Market Act**), in accordance with which, the offer of securities to the public is exempt from the obligation to publish a prospectus of securities as defined in the Prospectus Regulation provided that the total consideration of the offer of securities to the public does not exceed EUR 8,000,000 per all the contracting parties to the EEA Agreement in total calculated in a one-year period of the offer of the securities. This Information Document does not constitute a prospectus of securities as defined in the Prospectus Regulation and in the Securities Market Act, and it has not been, and will not be, approved by the Estonian Financial Supervision and Resolution Authority (in Estonian: *Finantsinspeksioon*) or any other supervision authority.

This Information Document has been prepared in accordance with § 15(6) of the Securities Market Act which provides that where securities are subject to offer in Estonia with a total consideration of EUR 1,000,000 to EUR 8,000,000 calculated in a one-year period of the offer of the securities, the requirements for the disclosure of information on the abovementioned offers, including requirements for the content of the information, and specific requirements for notification of such offers are provided in the 6 May 2024 Regulation of the Minister of Finance “Requirements for the Information Document for the Offering of Securities” (in Estonian: “*Nõuded väärtpaberite pakkumise teabedokumendile*”). In addition to that, the Information Document has been supplemented with information required under the Rules of Multilateral Trading Facility First North (the **Rules of First North in Estonia**), operated by Nasdaq Tallinn Aktsiaselts, dated 1 April 2022.

The Information Document does not constitute an offer to sell or the solicitation of an offer to purchase the Bonds in any jurisdiction to any person to whom it is unlawful to make such an offer or solicitation in such jurisdiction. The distribution of this document and the placement of the Bonds in certain jurisdictions may be restricted by law. Persons into whose possession this document comes are required to inform themselves about, and to observe, such restrictions. Any failure to comply with the restrictions may constitute a violation of the laws of such jurisdiction.

Any supplement to the Information Document shall be published in the same manner as this Information Document and shall form an integral part thereof. The obligation to supplement the Information Document in the event of any material new factor, mistake or inaccuracy relating to the information included in this Information Document which is capable of affecting the assessment of the Bonds does

not apply after the closing of the offering of the Bonds or commencement of trading on the trading venue.

Investing in the Bonds involves certain risks. By subscribing for or otherwise acquiring the Bonds, the Investor assumes the risks outlined in the Information Document pertaining to both the Issuer and the Bonds. If any of these risks materialize, the Investor may not receive the expected return or may incur partial or complete loss of their investment. Prospective investors should carefully acquaint themselves with such risks before making a decision to invest in the Bonds. The principal risk factors that may affect the Bonds, the Issuer, its business or ability to fulfil its obligations under the Bonds are discussed in Section 3 below. All statements regarding the Issuer's and its associated companies' business, financial position and prospects as well as the issue of the Bonds should be viewed in light of the risk factors set out in Section 3 below.

Investors are advised to carefully review the information contained in this Information Document before making a decision to purchase the Bonds. Nothing in this Information Document shall be construed as investment advice or a recommendation by the Issuer or any other person. The Issuer, the arranger and other persons involved in preparing this Information Document do not provide recommendations or advice on the purchase of the Bonds.

Investors should conduct their own inquiries into the possible legal risks and tax consequences associated with the issue of and investment in the Bonds. Each prospective Investor is encouraged to consult with their own financial, legal, business, or tax advisers to fully understand the benefits and risks associated with purchasing the Bonds.

On 7 May 2025, an application was made to Nasdaq Tallinn Aktsiaselts, legal entity code 10359206, with its registered address at Maakri tn 19/1, 10145, Tallinn, Estonia (**Nasdaq Tallinn**) for admitting the Bonds to trading on the multilateral trading facility First North.

The **Information Document is dated 7 May 2025** and remains valid for 12 months from the date of its publication. Investors should not assume that the information contained in this Information Document remains accurate beyond the date of this Information Document. The delivery of this Information Document at any time after its date does not imply, under any circumstances, that there have been no changes in the Issuer's status since the date of this Information Document, nor does it assert the accuracy of the information contained herein beyond the date of its publication.

The person responsible for the information provided in this Information Document is Invego Latvia OÜ, i.e. the Issuer, acting through its management board members. To the best of the knowledge of the Issuer and its management board members, the information contained in this Information Document is true and no important information that could affect its meaning is omitted.

Signed digitally on behalf of Invego Latvia OÜ

Kristjan-Thor Vähi

Member of the management board

Martin Tamme

Member of the management board

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1. DEFINITIONS

- 1.1. For the purpose of the Information Document, the following definitions have the following meaning:

Account Manager	means a credit institution or investment brokerage firm that is licensed to operate within the territory of the Republic of Estonia, the Republic of Latvia or the Republic of Lithuania and is a member of Nasdaq Tallinn Stock Exchange or has relevant arrangements with a member of Nasdaq Tallinn Stock Exchange by the end of the Subscription Period; the list of members of Nasdaq Tallinn Stock Exchange is available here: https://nasdaqbaltic.com/statistics/et/members ;
Allocation Confirmation	means the confirmation by e-mail or in any other form reproducible in writing, issued by the Account Manager on behalf of the Issuer, to the Investors, confirming the acceptance of the Subscription Order, or the rejection thereof;
Arranger	means AS LHV Pank, a public limited company incorporated in the Republic of Estonia, registry code 10539549 and registered address at Tartu mnt 2, Tallinn 10145, Republic of Estonia who is acting as the arranger for the purposes of the offering of the Bonds;
Bond	means a debt security representing the Issuer's debt obligation pursuant to the Issue Terms, which may be held intangibly (only in book-entry form) on a securities' account in the Register opened (i) in the name of the Investor or (ii) on a nominee account;
Business Day	means any day, except Saturday, Sunday, a national or a public holiday of the Republic of Estonia;
Collateral	means a first ranking commercial pledge over 100% of the shares of the share capital in Invego Latvia, composed at the time of pledging of 1,536,316 shares with a nominal value of one euro and the total value of EUR 1,536,316.00, established in favour of the Collateral Agent;
Collateral Agent	means TRINITI Collateral Agent XV OÜ, a private limited company incorporated in the Republic of Estonia, registry code 17161991 and registered address at Türitn 7, Tallinn, 11314, Republic of Estonia. If the Collateral Agent is replaced by the Investors in accordance with the Issue Terms, the person who controls the Collateral Agent and holds its only share changes and the business name of the Collateral Agent may change;
Collateral Agent Agreement	means the agreement to be concluded between the Collateral Agent and the Issuer, whereby the Collateral Agent holds the Collateral, arranges the enforcement of the Collateral and performs certain duties in the interests of the Investors in accordance with the Documents, which will be governed by Estonian law;

Collateral Agreement	means the agreement to be concluded after the successful Issue between the Collateral Agent and the Issuer for establishing the Collateral, which will be governed by Latvian law;
Early Redemption	means the Issuer's right to redeem the Bonds prior to the Redemption Date or the Issuer's obligation to redeem the Bonds prior to the Redemption Date in accordance with the Issue Terms;
EE ManagementCo	means Invego OÜ, a private limited company incorporated in the Republic of Estonia, registry code 11790620 and registered address at Staapli tn 10, 10415, Tallinn, Estonia;
Final Terms	mean the specific terms and conditions of the Bonds issued in one Tranche and which constitute an integral part of the Issue Terms;
Group	means the Parent Company, the Issuer and their subsidiaries;
Invego Latvia	means Invego Latvia SIA, a private limited company incorporated in the Republic of Latvia, registry code 40203479575 and registered address at Strēlnieku iela 8 – 2, Rīga, LV-1010, Republic of Latvia;
Information Document	means this information document relating to the public offering of the Bonds;
Investor	means (i) any person deemed to hold the title to the Bonds according to the Issue Terms or (ii) a person, who has submitted a Subscription Order and whose subscription for the Bonds has not been rejected by the Issuer;
Investors' Resolution	means a resolution of the Investors adopted in accordance with the Issue Terms;
Issue	means the issue of the Bonds under the Issue Terms and as approved by the Resolutions;
Issue Date	means a Business Day stipulated in the Final Terms on which the Bonds are registered with the Register in accordance with the Issue Terms;
Issue Price	means the price payable by the Investor for each Bond in accordance with the Final Terms;
Issue Terms	means the Terms and Conditions of the Invego Latvia OÜ Non-convertible Bond Issue (originally approved on 7 May 2025 and as amended from time to time) together with the Final Terms;
Issuer	means Invego Latvia OÜ, a private limited company incorporated in the Republic of Estonia, registry code 17199263 and registered address at Staapli tn 10, 10415, Tallinn, Estonia;

Latvian Project	means a company established for a real estate development project in the Republic of Latvia which has not been completed as of this date and in which the Issuer holds at least a 15% (fifteen per cent) of the voting shares either directly or indirectly through one or more entities;
Latvian Sub-group	means the Issuer, the subsidiaries of the Issuer and the associated companies of the Issuer, including the Latvian Projects;
LV ManagementCo	means Invego SIA, a private limited company incorporated in the Republic of Latvia, registry code 40203488262 and registered address at Strēlnieku iela 8 – 2, Rīga, LV-1010, Republic of Latvia
Majority Investors	mean collectively any Investors (excluding the Issuer) who hold in aggregate the Bonds with the Nominal Value representing at least 2/3 (two thirds) of the aggregate Nominal Value of all outstanding Bonds (excluding any Bonds held by the Group companies or the Latvian Projects);
Maximum Aggregate Nominal Value	means the maximum aggregate Nominal Value of Bonds that may be issued under the Issue Terms, i.e. EUR 8,000,000;
Maximum Amount	means the maximum number of the Bonds which the Investor wishes to acquire as specified in Section 5.5;
Nasdaq Tallinn	means Nasdaq Tallinn Aktsiaselts, legal entity code 10359206, with its registered address at Maakri tn 19/1, 10145, Tallinn, Estonia;
Nominal Value	means the denomination value of each Bond which is EUR 1,000 per Bond;
Parallel Debt	means a payment undertaking and the obligations and liabilities resulting from it by the Issuer to the Collateral Agent as defined and set out in the Issue Terms;
Parent Company	means Meb Trust OÜ, a private limited company incorporated in the Republic of Estonia, registry code 16281679 and registered address at Staapli tn 10, 10415, Tallinn, Estonia
Payment Date	means the 10 th (tenth) calendar day of January, April, July and October of each year prior to the redemption of the Bonds when the Issuer shall make interest payments to the Investors for the previous calendar quarter; in case the said date is not a Business Day, the Payment Date shall be the first Business Day following the said date;
Promissory Note	means the promissory note to be issued by the Issuer in favour of the Collateral Agent for the purposes of registration and enforcement of the Collateral;

Prospectus Regulation	means Regulation (EC) No 2017/1129 of the European Parliament and of the Council;
Redemption Date	means the date which is exactly 4 (four) years from the Issue Date and on which the Issuer shall redeem all Bonds issued under the Issue Terms;
Redemption Payment	means a payment equal to the Nominal Value and the interest payable in accordance with the Issue Terms to the Investors for the due redemption or Early Redemption of the Bonds;
Register	means the Estonian Register of Securities which is maintained and operated by Nasdaq CSD SE Eesti filiaal (the Estonian branch of Nasdaq CSD SE incorporated in the Republic of Latvia, registry code of the Estonian branch 14306553 and registered address Maakri tn 19/1, 10145, Tallinn, Republic of Estonia);
Secured Obligations	<p>mean any and all present and future payment obligations and liabilities (whether actual or contingent or whether owed jointly and severally or in any other capacity) of the Issuer towards the Investors or any of them from time to time under the Issue Terms and the Promissory Note, or towards the Collateral Agent from time to time under the Promissory Note, including but not limited to:</p> <ul style="list-style-type: none"> a) the obligations arising from the Bonds and the Parallel Debt, including but not limited to transfer or assignment thereof; b) from the debt obligation as foreseen in the Promissory Note, including, but not limited to its amendments and novation; c) the obligations and liabilities arising from the Issue Terms, the Collateral Agreement or the Collateral Agent Agreement, including any amendment or novation effected therein; d) any extra-contractual obligations (in Estonian: <i>lepinguvälised kohustused</i>) of the Issuer which arise in connection with full or partial nullity or invalidity of the Bonds, the Promissory Note or the Collateral Agent Agreement;
Securities Market Act	means the Securities Market Act of the Republic of Estonia (in Estonian: <i>väärtpaberituru seadus</i>);
Settlement Agent	means LHV Pank, a public limited company incorporated in the Republic of Estonia, registry code 10539549 and registered address at Tartu mnt 2, Tallinn 10145, Republic of Estonia, who is responsible for conducting all actions necessary to duly settle the related transactions, as well as managing the relationship and communication with the Register on behalf of the Issuer;
Subscription Order	means an offer by the Investor reproducible in writing or in any other form accepted by the Account Manager for the subscription of the Bonds submitted in accordance with the Issue Terms;

Subscription Period	means a period of time for submitting the Subscription Applications commencing and ending as stipulated in the Final Terms;
Tranche	means a portion of the Bonds issued pursuant to the Issue Terms and certain Final Terms applicable to that particular set of the Bonds forming a single issue with the other Bonds;
Website	means the website located at www.invego.ee/investor .

2. INFORMATION ON THE ISSUER

Name of the Issuer	Invego Latvia OÜ
LEI-code	648849HU987V5U7XTB74
Legal form	Private limited company (in Estonian: <i>osaühing</i>)
Country of registration	Republic of Estonia
Date of registration	18 March 2025
Registration number	17199263
Registered address	Staapli tn 10, 10415, Tallinn, Estonia
E-mail address	investor@invego.ee
Contact phone number	+372 511 0340
Law governing the Issuer's activities	Legal acts of the Republic of Estonia
Issuer's website	www.invego.ee/investor The Website provides access to: <ul style="list-style-type: none"> i) this Information Document together with its appendices; ii) the Issue Terms and the Final Terms; iii) the Collateral Agent Agreement; iv) drafts of the Collateral Agreement and the Promissory Note v) Issuer's articles of association (Estonian original and translation into English); vi) Issuer's annual reports (none as of this date); vii) other documents of the Issuer of importance in respect to the Issue.

3. RISKS RELATED TO ISSUER AND SECURITIES BEING ISSUED

The following discloses certain risk factors that may affect the Issuer's ability to meet its obligations under the Bonds. All of these factors are contingencies which may or may not occur and the Issuer cannot express any opinion as to the likelihood of the occurrence of any of these contingencies. In addition, the following describes the factors that are relevant for assessing the risks associated with the Bonds. The risks outlined below may adversely affect the Issuer and, in severe instances, may result in the Issuer's insolvency and a violation of the covenants established under the Bonds.

This Information Document also includes forward- looking statements. Such forward-looking statements are based on current expectations and projections about future events, which are in turn made based on the best judgment of the Issuer. Certain statements and assumptions are based on the belief of the Issuer as well as information currently available to the Issuer. 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.

Investors should carefully review and consider the following risk factors and other information contained in this Information Document before making a decision to purchase/subscribe for the Bonds. If one or more of the risks described below were to occur, it could have a material adverse effect on the Issuer's business and prospects. In addition, if any of these risks were to occur, the market value of the Bonds and the likelihood that the Issuer will be able to meet its monetary obligations under the Bonds could decline, in which case the Investors could lose all or part of their investment. Additional risks and uncertainties that are not currently known to the Issuer, or that the Issuer currently considers to be immaterial, could also impair the Issuer's business and have a material adverse effect on its cash flows, financial performance, and financial position. 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 Issuer's cash flows, financial performance, and financial condition.

Risks related to the Issuer and its business

3.1 Real estate market risk

The potential negative development of the Latvian real estate market could have a detrimental impact on both real estate market prices and transaction volumes. The current geopolitical tensions in the region, economic fluctuations and potential changes in consumer demand caused by the demographic situation or increase in unemployment may all have negative impact on the prices and transaction volumes on the real estate market.

Such decreases in prices and volumes could adversely affect the 's financial position and reduce the value and liquidity of the apartments. This, in turn, could negatively impact the Issuer's ability to properly fulfil its obligations to the Investors, as well as the attractiveness and liquidity of the Bonds.

3.2 Risk of delays in residential real estate development and sales

Residential real estate development projects carried out by the Latvian Sub-group companies may take longer to complete than initially anticipated due to a variety of factors, including delays in obtaining permits, unforeseen construction challenges, or disruptions in the supply chain. Additionally, once completed, the sale of the developed apartments may also take longer than expected due to changes in market conditions, buyer demand, pricing competition or other reasons.

Prolonged development and sales periods may require the Latvian Sub-group companies to seek refinancing or extend construction loan maturities, resulting in increased interest costs and other financing-related expenses. This may reduce the overall profitability of the Latvian Sub-group's projects.

A decline in profitability of the Latvian Sub-group could limit the amount of funds available for upstreaming to the Issuer. This, in turn, may negatively affect the Issuer's ability to meet its payment obligations under the Bonds, as well as the attractiveness and liquidity of the Bonds.

3.3 Competition risk

The key business of the Latvian Sub-group is the development of apartment building developments in Riga. It is possible that by the time the development projects are completed, alternative properties with comparable functionality could be developed or reconstructed from existing properties. Competitors could target potential buyers of the Latvian Sub-group by offering discounts and/or other favourable terms.

The emergence of competing properties would increase competition, which might affect the profitability of the Latvian Sub-group's development projects, as the Latvian Sub-group companies may need to make concessions to attract buyers. Moreover, an improper response by the Latvian Sub-group companies to competitors' actions or changes in the market environment could reduce demand for the Latvian Sub-group's development projects. This, in turn, could impact the profitability of Latvian Sub-group's development projects, result in weaker financial performance for the Issuer, and affect the Issuer's ability to meet its obligations to Investors, as well as the attractiveness and liquidity of the Bonds.

3.4 Construction cost and Project's success risk

The Issuer applied all available information and analytical resources when planning the Latvian Sub-group's development projects; however, there is no guarantee that all information on which the estimates of investments in the Project have been based was accurate and exhaustive. As the situation in global markets and building materials supply chains changes frequently, key variables upon which investment assumptions were made could change by the time the development projects are completed. As a result, adjustments to the initial calculations might be required during the next stages of the Latvian Sub-group's development projects.

Sharp and unexpected increases in construction costs or the inability to secure construction materials required to complete the Latvian Sub-group's development projects may reduce their overall profitability, delay its completion, and affect the Issuer's activities and financial situation.

Further, it is possible that despite the Issuer's analysis, there is insufficient demand for a particular development. In case of insufficient sales, it may not be possible to meet the preconditions for securing additional funding to carry out the project or otherwise feasible to continue with the development.

Ultimately, this may impact the Issuer's ability to properly perform its obligations to Investors, as well as the attractiveness and liquidity of the Bonds. Even if the economic and geopolitical situation does not worsen before the Project is completed, there is no guarantee that the investments made will generate the expected returns.

3.5 Counterparty risk

Counterparty risk is inherent in all business activities the Issuer engages in. The Issuer's most significant counterparty risk arises from the business partners of the Latvian Sub-group companies involved in the development and construction of the development projects. The realisation of counterparty risk may result in financial losses. A default by the counterparties under agreements with the Latvian Sub-group companies could impact the completion of their development projects.

Although the Issuer monitors counterparty risk, the occurrence of any of these risks may adversely affect the Issuer's business and financial position. This, in turn, could impact the Issuer's ability to properly fulfil its obligations to the Investors, as well as the attractiveness and liquidity of the Bonds.

3.6 Reliance on third party contractors

The Latvian Sub-group companies will rely on third-party building contractors. The Latvian Sub-group may not be able to secure agreements with suitable design or construction companies. Further, if the Latvian Sub-group companies cannot enter into or maintain existing design and construction agreements with these contractors on acceptable terms (including acceptable prices and timeframes), or if the contractors breach their agreements or fail to fulfil their obligations under mandatory law, the Latvian Sub-group companies may incur additional costs, suffer losses, or deviate from the financial

estimates. A contractor's or subcontractor's failure to perform may also result in legal action by the Latvian Sub-group companies to rescind the construction agreement or enforce the contractor's obligations, which could delay the completion of the development projects. Such delays could increase construction costs, materially adversely affect the Latvian Sub-group's results of operations and financial condition and impact the Issuer's ability to fulfil its obligations to Investors, as well as the attractiveness and liquidity of the Bonds.

3.7 Risks related to legal and regulatory environment

Legal and political conditions can significantly affect real estate developments. The Latvian Sub-group must comply with various laws and regulations, including those related to planning, construction, taxation, environmental protection and other standards. Any determination by the authorities that any Latvian Sub-group company or its contractors have not acted in compliance with all applicable laws and regulations could have serious legal and reputational consequences for the Latvian Sub-group, including exposure to fines, criminal and civil penalties, and other sanctions.

Further, the legal and regulatory environment may change. The Latvian Sub-group monitors legal changes, consults with external, industry leading legal experts, and adjusts its long-term strategies as necessary. Nevertheless, future changes in legislation or court practice may adversely impact the Latvian Sub-group operations and thereby financial position.

3.8 Risk of regulatory actions

The planning and construction process is heavily regulated by multiple regulatory enactments and also requires that the interests of various parties are considered. Furthermore, real estate development consists of several stages, starting with general planning, followed by more detailed planning and design, and finally construction and utilisation. Each stage of the development and construction of the projects requires certain authorisations, permits, consents or similar documents from state and municipal authorities (the local governments, environmental, safety and rescue, heritage protection and other authorities) and utility service providers as well as involvement of the owners of neighbouring properties and whole communities. Given the number of parties and variables involved, every risk in the planning and construction process cannot be foreseen and mitigated beforehand.

Any resolution by the authorities to issue or provide authorisations, permits, or similar documents to the Latvian Sub-group companies or its contractors in relation to any project might delay the development and construction of the project, meaning that the project would be commissioned later than planned if at all.

Any of these consequences may have a material adverse effect on the Latvian Sub-group's operations and financial position and may impact the Issuer's ability to properly perform its obligations to the Investors, as well as the attractiveness and liquidity of the Bonds.

3.9 Litigation risks

Although as of the date of this Information Document, none of the Latvian Sub-group companies are involved in any court proceedings, in the course of their ordinary business operations, the companies may get involved in court and other official proceedings, as plaintiffs or defendants, the outcome of which cannot be predicted with any certainty. In such case, the Latvian Sub-group company may be required under a court order or settlement agreement to pay considerable amounts. In addition, the legal costs incurred by the Latvian Sub-group company 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 Latvian Sub-group.

3.10 Risks related to additional financing

The capital raised through the bond issue will be used as an additional shareholder financing contribution to the Latvian Projects to secure senior lending and ensure the successful execution of the projects. In addition to senior financing from banks or other financial institutions, the Latvian Projects

may also obtain loan or equity financing from other third parties. In case of additional equity financing, the Issuer and Invego Latvia have to retain at least 15% holding in the Latvian Projects, however, operational lead by LV ManagementCo is set out in the relevant shareholder agreements. Nevertheless, potential disputes between shareholders of the Latvian Projects may have a material adverse effect on the Latvian Sub-group's operations and financial position, and may impact the Issuer's ability to properly perform its obligations.

Despite having several options for securing additional financing, it is also possible that the Issuer, Invego Latvia or the Latvian Projects may not be able to secure the necessary financing for the development projects, which could have a material adverse effect on the Issuer's business, financial condition, results of operations, or prospects, as well as its ability to meet payment obligations.

3.11 Interest rate risk

The operations of the Issuer are inherently exposed to interest rate risk. Considerable increases in interest rates (including EURIBOR) at which funding is available to the Issuer may negatively impact the profitability of the Issuer and the real estate developments by the Latvian Projects. Interest rates are affected by numerous factors beyond the control of the Issuer, which may not be estimated adequately. Such factors include the changes in the overall economic environment, level of inflation, geopolitical situation, monetary policies of the central banks, etc. Therefore, interest rate risk may have a material adverse effect on the Issuer's business, financial condition, and results of operations.

3.12 Operational and human resources risk

The Issuer's results largely depend on team members of EE ManagementCo and LV ManagementCo and their decisions, and on the competence and experience of the team members.

The Issuer's success and its ability to manage growth initiatives depend on qualified key executives and other employees of EE ManagementCo and LV ManagementCo having special expertise in the Latvian Sub-group's operations, development, financing, operation and maintenance of investment and/or other projects. The loss of one or more of these individuals could have a material adverse effect on the Latvian Sub-group's and Issuer's business, financial condition, results of operations or prospects.

Additionally, from time to time, the team members with technical or industry expertise may leave EE ManagementCo or LV ManagementCo. Failure to promptly appoint qualified and effective successors for such individuals or inability to effectively manage temporary gaps in expertise or other disruption created by such departures, could have a material adverse effect on the Latvian Sub-group's and Issuer's business, financial condition, results of operations or prospects.

Further, the management structure of the Parent Company, EE ManagementCo, LV ManagementCo and the Issuer is single-tiered, and the actions of management board members are not constantly monitored by a supervisory board. Thus, the Issuer's success depends largely on the decisions of a few individuals and the timely and orderly execution of their various managerial tasks.

Risks related to the Bonds

3.13 Risk of unsuitable type of investment

The investment in the Bonds may not be a suitable investment for all investors. Therefore, each potential investor should evaluate the suitability of such an investment in the Bonds in relation to their own particular circumstances. Each investor considering investing in the Bonds must have sufficient knowledge and experience to properly assess the possible consequences of such an investment, including an evaluation of the potential risks and the likelihood of the expected benefits. The investor must understand in detail all the information provided in the Issue Terms and this Information Document. The investor must be prepared and have sufficient financial resources to bear the risks and sustain the possible losses related to the Bonds. Some investors, particularly regulated entities, may be subject to certain restrictions or regulations on investments. Therefore, each investor should verify whether they are permitted to invest in the Bonds.

3.14 No ownership and voting rights

The Bonds are not equity securities; they do not confer any legal or beneficial ownership interest to the Investors and do not carry any rights similar to those arising from equity securities. The Investors are not entitled to receive dividends. The Bonds are debt instruments, and the Investors, as creditors, have claim rights only to the outstanding payments arising from the Bonds in accordance with the terms and conditions of the Bonds.

By investing in the Bonds, the Investors will not acquire voting rights in the general meetings of the Issuer and will not be able to participate in any way in the decision-making process of the Issuer's shareholders or influence such decisions. The Investors should be aware that decisions made in the general meeting may negatively affect the market price or liquidity of the Bonds.

3.15 Issuer's liquidity risk

Liquidity risk is the risk that the Issuer is unable to maintain a sufficient reserve of cash and other liquid financial assets that can be used to meet its payment obligations as they fall due. The availability of liquidity for business activities and the ability to access long-term financing are necessary to enable the Issuer to meet its payment obligations in cash, whether scheduled or unscheduled.

The Issuer is a holding company with generally no significant assets other than its interests in Invego Latvia and the Latvian Projects. The first payments under the Bonds will be financed by other Group companies and will thus depend on their financial performance and ability to provide such financing. From thereon, the Issuer's ability to perform its payment obligations under the Bonds will mainly depend on the receipt of sufficient funds from Invego Latvia which in turn will depend on the business, financial condition and the financial performance of the Latvian Projects. Considering that the Latvian Projects will require senior financing (usually secured by a mortgage and potentially other collateral), funds generated by the Latvian Projects will first be used to perform such senior financing arrangements. Further, the transfer of funds from the Latvian Projects may be or become subject to legal and contractual restrictions entered into by the Latvian Projects (for example, under financing agreements). As a result, funds generated by the Latvian Projects may not be available to perform the Issuer obligations as they fall due.

A decrease in the Issuer's liquidity position could have a material adverse effect on the Issuer's business, financial condition, results of operations or prospects, as well as ability to meet payment obligations.

3.16 Inflation

Inflation reduces the purchasing power of a Bond's future interest and principal. Inflation may lead to higher interest rates which could negatively affect the Bond price in the secondary market. Though expected to subside in the upcoming years, in 2025 inflation still could be significantly higher than historic average levels. Relevant expenses of the Issuer are closely related to the general price level. Strong inflation may also have a considerable adverse influence on the Issuer's financial situation and business results.

3.17 Credit and default risk

The Investors are subject to the risk of a partial or total failure of the Issuer to make interest and/or redemption payments. The worse the creditworthiness of the Issuer, the higher the risk of loss. A materialization of the credit risk may result in partial or total failure of the Issuer to make interest and/or redemption payments.

The Issuer may become insolvent or subject to reorganization, its business may be suspended or terminated, and as a result, it may be impossible to redeem the Bonds and/or pay the accrued interest to the Investors. Moreover, should the Issuer become insolvent or subject to reorganization, legal protection proceedings would affect any payments to the Investors.

The Issuer is not guaranteeing that no default will occur until the final maturity date, therefore the investors shall independently assess the Issuer's creditworthiness before investing into the Bonds. Each investor is always solely responsible for the economic consequences of its investment decisions.

3.18 Value risk of the Collateral

The Bonds will be secured by a first ranking commercial pledge over 100% of the shares of the share capital in Invego Latvia. Invego Latvia is a holding company with generally no significant assets other than its interests in the Latvian Projects. The Latvian Projects will require senior financing and their assets will likely be collateral for the performance of the respective loans.

Apart from the pledged shares of Invego Latvia, there are no other collateral or guarantees for the performance of the Bonds. The risks described herein may affect the value and liquidity of the Collateral. Furthermore, in case of enforcement on the Collateral, the costs of enforcement, including the expenses of the Collateral Agent, will have to be covered from the proceeds of the sale of the Collateral prior to claims of the Investors. Thus, the proceeds from the enforcement of the Collateral may be insufficient to make full payments to the Investors. The enforcement process of the Collateral may also delay settlement with the Investors.

3.19 Early redemption risk

According to the terms of the offering, the Bonds may be redeemed prematurely (6 months before the Redemption Date) on the initiative of the Issuer. If the early redemption right is exercised by the Issuer, the rate of return from an investment into the Bonds may be lower than initially anticipated by the investor. Moreover, there is no guarantee by the Issuer that extraordinary early redemption event will not occur, therefore in case of the occurrence of the extraordinary early redemption event the Bonds have to be redeemed by the Issuer and the rate of return from an investment into the Bonds may be lower than initially anticipated by the investor.

3.20 Amendments to the Issue Terms

The Issue Terms contain provisions for calling Investors' meetings. These provisions permit defined majorities to bind all Investors, including Investors who did not attend and vote at the relevant meetings and Investors who voted in a manner contrary to the majority. This may incur financial losses, among other things, to all Investors, including such Investors who did not attend and vote at the relevant Investors' meetings or who voted in a manner contrary to the majority.

3.21 Refinancing risk

The Issuer may need to refinance certain or all of its outstanding debt, including the Bonds. The Issuer's ability to successfully refinance its debt depends on the conditions of the debt capital markets, its financial condition and financing terms offered by financial institutions at such time. The Issuer's inability to refinance its debt obligations on favourable terms, or at all, could have a negative impact on the Issuer's operations, financial condition, earnings and on the Investors' recovery under the Bonds.

3.22 Cancellation of the offering of the Bonds

The offering of the Bonds is subject to the sole discretion of the Issuer. The Issuer reserves the right to cancel the offering at any time prior to the Issue Date, for any reason without any permissions of the Investors. In the event of the cancellation of the offering, placed subscription orders will be disregarded, and any payments made in respect of the submitted subscription orders will be returned without interest or any other compensation to the Investors. If the offering is cancelled, the Issuer shall not be liable for any costs, damages, or losses incurred by the Investors, including but not limited to expenses related to due diligence, legal, or other professional fees.

3.23 Secondary market risk

Prior to admission to trading on First North, an alternative market in Estonia, there is no public market for the Bonds. Although an application will be made for the Bonds to be admitted to trading on First

North, there is no assurance that such application(s) will be accepted, and the Bonds will be admitted to trading. In addition, admission to trading on an alternative market will not guarantee a liquid public market for the Bonds or, if such market develops, that it will be maintained. Neither the Issuer, nor the Arranger is under any obligation to ensure a liquid market for the Bonds. In the absence of an active public market for trading the Bonds, the price of the Bonds may materially decrease, and the liquidity of the Bonds may be adversely affected. In any case, the liquidity and the price of the Bonds will be affected by changes in market and economic conditions and the prospects of the Issuer, as well as many other factors that generally influence the market price for securities. Thus, the Bonds may trade at a discount compared to the price at which the Investors acquired the Bonds.

3.24 Unaudited Financial Statements

The Issuer was established in March 2025. Thus, the only available financial information are the unaudited interim financial statements as of 30 April 2025 which are included in this Information Document. The Parent Company will prepare an audited annual report for the financial year 2024 and publish it on the Website not later than on 30 September 2025. Given the current workload of auditors and even though the auditing timeline of more than 10 (ten) Group companies and associated companies was agreed already in autumn 2024, it was not possible for the auditors to commit to an earlier completion. Audit reviews of the Group's Estonian subsidiaries and associated companies (development SPV-s) are being completed in June 2025 and the Parent Company's audit can be completed only after the previous are finalized. Thus, an investment into the Bonds may include a higher risk, given that the Issuer was recently established, the financial statements of the Issuer have not been verified by an auditor and the financial statements of the Parent Company and Invego Latvia for the financial year 2024 are not yet available.

3.25 Taxation of the Bonds

Potential acquirers and sellers of the Bonds may be required to pay taxes or other charges or duties in accordance with the laws and practices of the country where the Bonds are transferred or other jurisdictions. Potential Investors are advised to consult their tax advisers on their individual taxation with respect to the acquisition, sale and redemption of the Bonds. Only these advisors are in a position to duly consider the specific situation of the potential investor.

4. PURPOSE OF ISSUE OF SECURITIES

4.1 Securities being issued and the total amount of funds the Issuer seeks to raise

The Issuer intends to issue up to 8,000 Bonds (i.e. debt securities) with a nominal value of EUR 1,000 each. Accordingly, the aggregate (maximum) amount of funds the Issuer seeks to raise is up to EUR 8,000,000. Within that maximum amount, the Bonds may be issued in one or several tranches. The Issuer aims to issue Bonds in the amount of up to EUR 4,000,000 euros as part of the first tranche of the Bonds, however, the Issuer may increase the maximum amount to up to EUR 8,000,000 also in the first tranche.

4.2 Purpose of the securities issuance, intended target investor groups and or countries

The proceeds of the Issue are exclusively used to provide additional funding for the real estate developments of the Latvian Projects. Further information about the Latvian Projects and their developments is provided in Sections 6.2 and 7.3 of this Information Document.

The capital raised through the Issue will be used for additional shareholder financing of the Latvian Projects both by way of issuing loans as well as equity contributions. However, capital raised through the Issue will not be sufficient to complete the real estate developments of the Latvian Projects. In order to provide additional funding to the Latvian Projects, the Issuer will receive additional financing from Group companies whereas such financing will be subordinated to the Bonds. In order to complete the real estate developments, the Latvian Projects will also need to secure senior financing from banks or

other financial institutions. In addition, the Latvian Projects may also obtain loan or equity financing from other third parties. In case of additional equity financing, the Issuer and Invego Latvia will retain at least a 15% (fifteen per cent) direct or indirect shareholding in the Latvian Projects. Operational lead over the Latvian Projects by LV ManagementCo is set out in the relevant shareholder agreements. The amounts of additional funding required by the Issuer and the Latvian Projects from each potential source depend on various circumstances and cannot be projects as of this date.

The Bonds are intended to be offered to professional clients, eligible counterparties and retail investors in Estonia, Latvia and Lithuania.

In the event that all of the Bonds are subscribed for and issued by the Issuer, the total gross proceeds from the Issue are expected to amount to up to EUR 8,000,000. The total estimated costs and expenses relating to the Issue are anticipated to be up to EUR 200,000. Consequently, the estimated net proceeds to be received by the Issuer from the offering of the Bonds, after deduction of such costs and expenses, would be approximately EUR 7,800,000. The offering of the Bonds is not subject to an underwriting agreement concluded on a firm commitment basis.

5. DESCRIPTION OF SECURITIES TO BE ISSUED AND GENERAL TERMS AND CONDITIONS OF ISSUE

5.1 Description of securities to be issued

Under this Information Document, the Issuer may issue Bonds up to a maximum aggregate nominal value of EUR 8,000,000 (eight million euros) with the Nominal Value of a Bond being EUR 1,000 (one thousand euros). As of their issuance, the Bonds represent direct and legally binding debt obligations of the Issuer towards the Investors under the Issue Terms. The Bonds are debt securities and are not convertible into the shares of the Issuer. The Investors shall not have the right to receive any equity in the Issuer.

The management board of the Issuer shall allocate the Bonds based on Subscription Orders received during the Subscription Period.

The Bonds will be registered in the Estonian Register of Securities which is maintained and operated by Nasdaq CSD SE Eesti filiaal (the Estonian branch of Nasdaq CSD SE incorporated in the Republic of Latvia, registry code of the Estonian branch 14306553 and registered address Maakri tn 19/1, 10145, Tallinn, Republic of Estonia) (hereinafter the **Register**). The ownership of a Bond shall be certified by an entry in the Register. No certificate or other evidence of title will be issued to the Investors. The Issuer shall consider the Investor who is registered in the Register as the holder of the Bond as its rightful owner, unless specifically prescribed otherwise herein or by applicable law. The Bonds shall be valid from the date of their registration with the Register until the date of their redemption. No physical certificates will be issued to the Investors.

5.2 Subscription price

The subscription price of a Bond in the first Tranche is EUR 1,000 which represents 100% of the Nominal Value. The subscription price of a Bond in potential additional tranches is set out in the Final Terms of such additional tranche.

5.3 Interest

The Bonds shall bear an interest at the rate of 11% per annum applied to the outstanding (i.e. unredeemed) Nominal Value of the Bonds.

Interest is calculated on the basis of a 360-day year comprised of 12 (twelve) months of 30 (thirty) days each and, in case of an incomplete month, the actual number of days elapsed (30/360-days basis).

Interest is calculated up to and including each Payment Date. The accrued interest is payable quarterly on the Payment Dates. The final interest payment shall be made on the Redemption Date or the date of Early Redemption in full.

The accrued interest in respect of a Bonds will be determined according to the following formula:

$CPN = F \times C \times n/360$, where

CPN is the amount of the accrued interest in EUR,

F is the Nominal Value of the Bond,

C is the annual interest payable on the Bond,

n is the number of days since the Issue Date (in case of a calculation of interest accrued by the first Payment Date, whereas the Issue Date is excluded) or the preceding Payment Date (in all other cases) of the Bond.

5.4 Subscription Period and Issue Date

The Bonds can be subscribed for during the Subscription Period by delivering the Subscription Order through any Account Manager.

Timeline of the Issue

7 May 2025	Issue documents approved and listing application submitted to Nasdaq Tallinn for listing on First North Corporate Bonds List
8 May 2025	Announcement of the Issue
12 May 2025 at 10:00	Subscription starts
22 May 2025 at 15:30	Subscription ends
26 May 2025	Publication of the allocation of the Bonds to subscribers
29 May 2025 (on or about)	Issue of the Bonds, registration in the Register and settlement
1–6 months from submission of listing application	First trading day on First North Corporate Bonds list (the Nasdaq Tallinn Listing Committee is expected to make the listing decision within 30 days of the application, however, the deadline may be extended)

5.5 Submission of Subscription Order

The investors wishing to subscribe for and purchase the Bonds shall submit their Subscription Orders at any time during the Subscription Period. An Investor may subscribe for the Bonds only at the Nominal Value. If one investor submits several Subscription Orders, they will be combined into one Subscription Order for the purpose of determining the allocation of the Bonds. All investors participating in the Issue may submit Subscription Orders only in euros. Subscription Orders may only be submitted for a whole number of Bonds. The investor shall pay all costs and fees payable in connection with the submission, cancellation and amendment of a Subscription Order.

At the time of placing a Subscription Order, each investor shall make a binding instruction for depositing the Bonds in a securities account maintained in its name and opened with an Account Manager. The list of the members of Nasdaq Tallinn is available here: <https://nasdaqbaltic.com/statistics/en/members>.

An investor wishing to subscribe for the Bonds must contact the Account Manager that operates their Baltic securities account and submit a Subscription Order for the Bonds during the Subscription Period.

The investor may use any method provided by the Account Manager to submit the Subscription Order. The Subscription Order must be submitted to the Account Manager no later than by the end of the Subscription Period. The investor may use any method that such investor's Account Manager makes available for submitting the Subscription Order (e.g., physically at the location of the Account Manager, over the internet or by other means). The Subscription Order must include the information required by the Account Manager, and at least the following information:

Owner of the securities account:	Name of the investor
Securities account:	Number of the investor's securities account
Account Manager:	Name of the investor's Account Manager
ISIN code:	EE0000000933
Amount of securities:	The number of Bonds which the investor wishes to subscribe for
Price (per Bond)	EUR 1,000
Transaction amount:	The number of Bonds which the investor wishes to subscribe for, multiplied by the Issue Price per Bond
Counterparty:	Invego Latvia OÜ
Securities account of the counterparty:	99113543326
Account Manager of the counterparty:	AS LHV Pank
Value date of the transaction:	29 May 2025
Type of transaction:	"subscription"
Type of settlement:	"delivery versus payment"

An Investor must authorise the Account Manager that operates such Investor's securities account to disclose to the Issuer, the Register and the Nasdaq Tallinn Stock Exchange among other information the Investor's name, personal ID code or registration code of the Investor, the number of the Investor's securities account, the name of the Investor's Account Manager and the number of Bonds for which the investor wishes to subscribe for. Subscription Orders without the disclosure of the above information will be disregarded.

An Investor may submit a Subscription Order through a nominee securities account only if such an Investor authorises the owner of the nominee securities account to disclose the Investor's identity, personal ID number, or registration number, address of the Investor to the Issuer, the Register and the Nasdaq Tallinn Stock Exchange. Subscription Orders submitted through nominee securities accounts without the disclosure of the above information will be disregarded.

The transaction amount for the Investor will be the number of Bonds for which the Investor wishes to subscribe multiplied by the Issue Price.

An Investor must ensure that all information contained in the Subscription Order is correct, complete and legible. The Issuer reserves the right to reject any Subscription Orders, which are incomplete,

incorrect, unclear or illegible, or which have not been completed and submitted during the Subscription Period in accordance with all requirements set out in this Information Document.

By submitting a Subscription Order, every Investor:

- i) accepts the Issue Terms and agrees with the Issuer that such terms will be applicable to the Investor's acquisition of any Bonds;
- ii) confirms that they have read the Issue Terms and that the Issue Terms are fully understandable;
- iii) acknowledges that the Issue does not constitute an offer (in Estonian: *pakkumus*) of the Bonds by the Issuer in legal terms or otherwise, and that the submission of a Subscription Order does not constitute the acceptance of an offer, and therefore does not in itself entitle the Investor to acquire the Bonds, nor result in a contract for the sale of the Bonds between the Issuer and the Investor;
- iv) accepts that the number of the Bonds indicated by the Investor in the Subscription Order will be regarded as the Maximum Amount and that the Investor may receive less (but not more) Bonds than the Maximum Amount subscribed for (please see Section 5.6);
- v) undertakes to acquire and pay for any number of Bonds allocated to them in accordance with these terms and conditions, up to the Maximum Amount;
- vi) authorises and instructs the Account Manager through which the Subscription Order is submitted to arrange the settlement of the transaction on their behalf (taking such steps as are legally required to do so) and to forward the necessary information to the extent necessary for the completion of the transaction;
- vii) authorises, the Account Manager through which the Subscription Order is submitted, and the Register and the Nasdaq Tallinn Stock Exchange, to amend the information contained in the Subscription Order to:
 - a) specify the value date of the transaction;
 - b) specify the number of Bonds to be purchased by the Investor and the total amount of the transaction, up to the Maximum Amount times the Issue Price;
 - c) correct or clarify obvious mistakes or irregularities in the Subscription Orders, if any;
- viii) authorises the Register and the Issuer together with any service provider(s) engaged by the Issuer for such purpose to process, forward and exchange its personal data and information in the Subscription Order during the Subscription Period and/or after the Subscription Period where necessary to participate in the Issue, to accept or reject the Subscription Order and to fulfil the Issue Terms and the Issuer's obligations under the Issue Terms;
- ix) confirms, that they are not subject to any laws (incl. laws of any other jurisdiction) which would prohibit the placing of the Subscription Order or allocation and delivery of the Bonds to them and represents that they are authorised to place a Subscription Order in accordance with the Information Document.
- x) confirms the representations in Section 10.3 of the Issue Terms.

Investors have the right to amend or cancel their Subscription Orders at any time until the end of the Subscription Period. To do so, the Investor must contact their Account Manager through whom the Subscription Order in question has been made and carry out the procedures required by the respective Account Manager for amending or cancelling a Subscription Order (such procedures may differ between different Account Managers). This may result in costs and fees charged by the Account Manager through which the Subscription Order is submitted.

Any consequences of form of a Subscription Order for the Bonds being incorrectly filled out will be borne by the Investor.

5.6 Allocation

The Issuer is entitled (but not obligated), at its sole discretion, to decide not to issue the Bonds if the total number of the Bonds which have been subscribed for by the date of such decision is less than the maximum number of the Bonds available for subscription.

The Issuer shall allocate the Bonds to the Investor by sending an Allocation Confirmation, the Issuer may reject any of the Subscription Orders either partially or fully for whichever reason. Subject to the previous sentence, the management board of the Issuer shall allocate the Bonds based on Subscription Orders received during the Subscription Period.

The Issuer will decide on the allocation of the Bonds after the expiry of the Subscription Period. The Bonds will be allocated to the Investors in accordance with the following principles:

- i) under the same circumstances, all Investors shall be treated equally, whereas dependent on the number of Investors and interest towards the Issue, the Issuer may set a minimum and a maximum number for Bonds allocated to one Investor;
- ii) the Issuer shall be entitled to make use of different allocation principles between the retail and professional investors;
- iii) in case an Investor has subscribed for more than 100 Bonds, the Issuer may treat the Investor as a professional investor;
- iv) the allocation shall be aimed to create a solid and reliable investor base for the Issuer;
- v) the Issuer shall have the right to give preference to Investors (or companies controlled by such Investors) who have extended a loan to the Issuer or any Group company to other Investors;
- vi) the Issuer shall be entitled to prefer employees of Group companies (or companies controlled by the employees of Group companies) to other Investors;
- vii) the Issuer shall be entitled to prefer the following persons to other Investors: (i) the persons who have entered into a contract to purchase real estate from any Group company prior to 30 April 2025 or (ii) who are entered in the land register (or any equivalent register) on 30 April 2025 as the owners of real estate developed by any Group company;

After completion of the allocation of the Bonds, announcement about allotment of the Bonds shall be made to the Investors pursuant to the procedures of the respective Account Manager where an Investor has submitted the Subscription Order.

5.7 Payment

Payment for the Bonds will be made in euros and the proceeds from the Issue will be included in euros. An Investor may submit a Subscription Order only if the current account linked to the securities account opened at the relevant securities account has sufficient funds to cover the entire transaction value specified in the Subscription Order.

By submitting a Subscription Order, the Investor authorises the institution that manages the current account linked to the Investor's securities account to immediately reserve the total transaction amount in the Investor's current account until settlement is completed or the funds are released in accordance with the Issue Terms. The amount to be reserved is equal to the amount of the maximum Issue Price payable in accordance with the Subscription Order.

If it is not possible to pay for the Bonds because the Investor's cash account does not have sufficient funds, then the Subscription Order made through the securities account linked to the relevant cash account will not be accepted and the Investor will lose all rights to the Bonds specified in such Subscription Order.

5.8 Settlement

The Bonds allocated to Investors will be transferred to their securities accounts on or about the Issue Date (the Issue Date may be postponed for technical reasons) through the “delivery versus payment” (DVP) method simultaneously with the transfer of payment for such Bonds. The title to the Bonds will pass to the relevant Investors when the Bonds are transferred to their securities accounts. If an Investor has submitted several Subscription Orders through several securities accounts, the Bonds allocated to such Investor will be transferred to all such securities accounts proportionally to the number of the Bonds indicated in the Subscription Orders submitted for each account, rounded up or down as necessary.

5.9 Cancellation of Issue

The Issuer is entitled, at its sole discretion, to issue less Bonds than the maximum amount. The Issuer reserves the right to fully cancel the Issue if the total number of the Bonds which have been subscribed for by the date of such decision is less than the maximum number of the Bonds available for subscription in the particular tranche. In such case, the Issuer will not have the obligation to disclose the reason for cancellation. The rights and obligations of the Issuer and the Investors in relation to the cancellation shall be deemed to have terminated from the date of publication of the notification.

In case the Issue is cancelled, suspended or postponed, the Issuer shall notify the Register and Nasdaq Tallinn accordingly, and publish an announcement on the Website as well as a stock exchange announcement on First North.

5.10 Return of funds

If the Issue or a part thereof is cancelled in accordance with the Issue Terms, if the Investor's Subscription Order is rejected or if the allocation is less than the amount of Bonds applied for, the funds blocked on the Investor's cash account, or the excess part thereof (the amount in excess of payment for the allocated Bonds), will be released by the respective financial institution. Regardless of the reason for which funds are released, the Issuer shall never be liable for the release of the respective funds and for the payment of interest on the released funds for the time they were blocked (if any).

5.11 Admission to trading

On 7 May 2025, the Issuer submitted an application to Nasdaq Tallinn for admitting the Bonds to trading on the multilateral trading facility First North. The Nasdaq Tallinn Listing Committee is expected to make the listing decision within 30 days of the application, however, the deadline may be extended in certain circumstances.

The Issuer shall use its best efforts to ensure that the Bonds remain admitted to the alternative market First North of Nasdaq Tallinn. The Issuer shall, following an admission to trading, take all reasonable actions on its part required as a result of such admission to trading of the Bonds.

5.12 Payments to Investors

All payments to the Investors in connection with the Issue shall be made in euros to the current account linked to the securities account opened with the Register on which the Investor's Bonds are held, unless the particular Investor and the Issuer have mutually agreed on a different current account. The Issuer shall make all payments under the Issue Terms *pro rata* to the aggregate Nominal Value of the Bonds held by each Investor as of the end of the Register's settlement system's business day 2 (two) Business Days prior to the payment date as is evident from the Register. Upon listing of the Bonds as referred in with Section 5.11 of this Information Document, in case the rules established by Nasdaq Tallinn or applicable law prescribe an earlier record date, the list of relevant Investors is determined based on the rules established by Nasdaq Tallinn and applicable law.

Payment of amounts due on the final or full early redemption of the Bonds will be made simultaneously with deletion of the Bonds.

If the due date for any payment in relation to the Bonds is not a Business Day, the Investor thereof will not be entitled to payment thereof until the following Business Day and no further payment shall be due in respect of such delay unless there is a subsequent failure to pay in accordance with the Issue Terms.

5.13 Taxation

For avoidance of doubt, the below summary of principles of taxation should not be considered to be tax advice. Each investor should consult their own professional tax advisors regarding the tax implications of the Issue or the acquisition of the Bonds. The laws of the Investor's country of residence may also affect the income earned from the securities.

The Issuer shall withhold income tax from payments made to the Investors in cases and to the extent required by the laws of the Republic of Estonia. As of the date of this Information Document, the Issuer is only obliged to withhold income tax from interest payments made to the Investors who are natural persons residing Estonia, unless such Investor has informed the Issuer that the Bonds have been acquired for the money held in an investment account or pension investment account. Other than that, the Investors must declare and pay income tax or any other applicable tax themselves in accordance with applicable laws. However, please note that applicable laws may change and each Investor must acquaint themselves with the tax regime applicable at the time. For the avoidance of doubt, if any withholdings or deductions are made by the Issuer in accordance with this Section, the withholdings or deductions shall be made on the account of the Investor with the Issuer having no obligation to compensate the withheld or deducted tax amounts to the Investor.

Should an applicable treaty for the avoidance of double taxation set forth lower withholding rates than those otherwise applicable to the payments made to the Investors under the domestic laws of the Republic of Estonia, the respective Investor shall be requested to provide the documents necessary for application of the respective treaty (including, but not limited to, residence certificate issued or attested by the tax authority of the residence state of the Investor) at least 15 (fifteen) business days prior to the payment. If such documents are not presented to the Issuer, the Issuer shall be entitled to withhold tax at the rates set forth by the laws of the Republic of Estonia.

5.14 Purchases by Issuer

The Issuer may at any time purchase the Bonds in any manner and at any price in the secondary market (the related parties of the Issuer may purchase the Bonds upon primary distribution as well). Such Bonds may be held, resold or surrendered by the purchaser through the Issuer for cancellation. Bonds held by or for the account of a Group company or the Latvian Projects shall not carry the right to vote on Investors' Resolutions and shall not be taken into account in determining the amount of outstanding Bonds.

5.15 Redemption Payment

The Redemption Payment of the Bonds is equal to the Nominal Value plus interest accrued in accordance with Section 5.3. The Redemption Payment is made on the Redemption Date or the date of Early Redemption. The Redemption Date will be exactly 4 (four) years from the Issue Date – in case the Issue Date is postponed for any reason, the Redemption Date will also be postponed respectively.

5.16 Early Redemption

5.16.1 Early Redemption at the discretion of the Issuer

The Issuer may, at its sole discretion, redeem the Bonds fully or partially before the Redemption Date in case 6 months or less remain until the Redemption Date. In case of Early Redemption, the Issuer will notify the Investors thereof at least 1 (one) month prior to the date of the Early Redemption and will make the Redemption Payment (or a portion thereof in case of partial Early Redemption) on the date of the Early Redemption to each Investor in accordance with the Issue Terms.

In case of partial Early Redemption, all Bonds will be partially redeemed *pro rata* and the Nominal Value will be reduced in the amount of the repaid portion of the Nominal Value of each Bond. The Issuer shall

arrange amendment of the Nominal Value of the Bonds in the Register. In case of partial Early Redemption, the Redemption Payment will be decreased *pro rata* to the extent of the partial Early Redemption. Interest shall accrue as specified in Section 5.3 of this Information Document on the unredeemed Nominal Value up and until the date of the Redemption Payment.

5.16.2 Investors right to require extraordinary Early Redemption

The Investors who individually or collectively hold more than 20 (twenty) percent of the outstanding principal amount of the Bonds have the right to demand extraordinary Early Redemption of the Bonds (i.e. before the Redemption Date) held by the respective Investor(s) in case any of the following events (the “**Extraordinary Early Redemption Event**”) has occurred and is continuing:

- i) the Issuer is in delay with the payment of interest for the Bonds for more than 20 (twenty) Business Days;
- ii) the Issuer materially breaches any of the representations set forth in Section 10.1 of the Issue Terms or any of the undertakings in Section 10.2 of the Issue Terms and has not remedied the breach within 20 (twenty) Business Days as of becoming aware (or needing to have become) aware of the breach;
- iii) the Bonds are not admitted for trading on First North as set forth in the Issue Terms or are excluded from trading on First North after the admission of the Bonds for trading on First North;
- iv) a bankruptcy petition (in Estonian: *pankrotiavaldus*) has been submitted in respect of the Issuer and the competent court has appointed an interim trustee (in Estonian: *ajutine haldur*); or
- v) the Issuer has filed for voluntary dissolution or liquidation with the competent state authorities or an order for compulsory dissolution has been taken by the competent court or state authorities.

The Issuer immediately notifies the Collateral Agent and the Investors of the occurrence of any Extraordinary Early Redemption Event. In the absence of such notice, the Collateral Agent and the Investors shall be entitled to proceed on the basis that no such Extraordinary Early Redemption Event has occurred or is expected to occur. The Investor loses the right to demand Early Redemption in case the Investor has not submitted the extraordinary Early Redemption application as specified in Section 8.5 of the Issue Terms within 2 (two) months from the date when the Issuer notified the Investors of the occurrence of an Extraordinary Early Redemption Event.

5.17 Terms of securing the Bonds and rank of claim right

As of their issuance, the Bonds represent direct, secured and legally binding debt obligations of the Issuer towards the Investors under the Issue Terms. All the claims arising from the Bonds rank *pari passu* with all other secured debt obligations of the Issuer.

5.17.1 Security

The Bonds are secured by a first ranking commercial pledge over 100% of the shares of the share capital of Invego Latvia, composed at the time of pledging of 1,536,316 shares with a nominal value of one euro and the total value of EUR 1,536,316.00, established in favour of the Collateral Agent. The Collateral Agent holds the Collateral, arranges the enforcement of the Collateral and performs certain duties in the interests of the Investors in accordance with the Issue Terms, the Final Terms, the Collateral Agreement and the Collateral Agent Agreement. The Collateral Agreement will be governed by Latvian law while the Collateral Agent Agreement will be governed by Estonian law.

The Issuer shall ensure that the Promissory Note and the Collateral Agreement is concluded with the Collateral Agent for the establishment of the commercial pledge over the shares of Invego Latvia within 10 (ten) business days from the first Issue Date. The Majority Investors may without prior request from the Collateral Agent instruct the Collateral Agent to enforce the Collateral as specified in the Issue Terms. The Majority Investors have the right to instruct the Collateral Agent to perform specific

acts for the enforcement of the Collateral or other acts with regard to the Collateral or Secured Obligations or with regard to the Bonds, Collateral Agreement and Collateral Agent Agreement pursuant to the deadlines, terms and procedure provided therein. In the absence of an instruction from the Majority Investors, the Collateral Agent may act at its own discretion in a manner that the Collateral Agent deems to be in the best interests of the Investors. However, the Collateral Agent may refrain from activities that in the Collateral Agent's reasonable opinion would be in conflict with the Collateral Agreement and the Collateral Agent Agreement or applicable legal acts or the interests of the Investors.

The Collateral Agent shall, at the request of the Majority Investors, commence and participate in the compulsory uncontested enforcement (in Latvian: *bezstrīdus piespiedu izpilde*) or any other proceedings, bankruptcy, judicial reorganisation (in Estonian: *saneerimine*) and other similar relevant proceedings in relation to the Issuer (if relevant) in relation to the enforcement of the Collateral and related pursuit of the Secured Obligations under or in relation to the Bonds and Collateral Agreements. Upon the enforcement of the Collateral and if the Collateral Agent so requests in order to enforce the Collateral and distribute the proceeds in accordance with the Collateral Agreement, the Investors shall transfer their Bonds to the Collateral Agent as free-of-payment (FOP) transfer of securities (in Estonian: *maksevaba väärtpaberiülekanne*) to the Collateral Agent's securities account opened with the Register, such account number to be notified by the Collateral Agent to the Investors. In such case the Collateral Agent shall be obliged to accept the Bonds and enforce the Collateral as a direct creditor under the Bonds. The Collateral Agent shall not be liable for the (successful) outcome of the enforcement of the Collateral in case and to the extent that an Investor who has not transferred its Bonds to the Collateral Agent pursuant to this Section for the purposes of enforcing the Collateral (if this has been requested by the Collateral Agent), has independently submitted any claim under or in relation to the Bonds held by it in the bankruptcy proceedings of the Issuer or debtor and the competent authority has refused to recognise the Collateral Agent's claims in relation to such Bonds on the basis of the Parallel Debt. The liability of the Collateral Agent is limited by a maximum amount which is equal to the amount of fees the Collateral Agent is entitled to receive in relation to the Issue multiplied by two, but in any case, not exceeding 50,000 euros in total, save in case of willful breach by the Collateral Agent of its obligations giving rise to the liability of the Collateral Agent.

The proceeds from the enforcement of the Collateral shall be applied in the following order of priority, to the extent permissible under applicable law:

- i) as a first priority to the satisfaction and payment of all fees, costs and expenses and damages (including, without limitation, state duties, notary fees and valuation costs and fees, costs and expenses of third parties engaged by the Collateral Agent) related to performance of its duties by, or otherwise payable to, the Collateral Agent under the Issue Terms, the Collateral Agreement and the Collateral Agent Agreement, including but not limited to the establishment, amendment, termination and enforcement of the Collateral incurred by the Collateral Agent or any of the third parties engaged by the Collateral Agent, subject to the rules and limitations provided in the Collateral Agent Agreement; for avoidance of doubt: the foregoing do not include amounts payable to the Collateral Agent under the Parallel Debt or as a result of the Collateral Agent having acquired the Bonds or the Investors' claims arising from the Issue Terms;
- ii) as a second priority (after the full satisfaction, payment and deduction of all claims and amounts set out above) – in payment of claims of the Investors arising under the Issue Terms of which the Issuer has informed the Collateral Agent in writing, including but not limited to the claims arising from the Bonds.

The Collateral Agent shall in distributing the proceeds rely on the information provided by the Issuer about the claims of the Investors arising under the Issue Terms (including about the size and due date of such claims).

In case the proceeds remaining after satisfying the fees, costs, expenses, damages and claims as a first priority do not cover the claims arising from outstanding Bonds in full, the claims arising from the Bonds shall be satisfied proportionally pursuant to the Issue Terms.

In case the Collateral Agent is required, under applicable laws, to withhold or pay any taxes in connection with payments to be made by the Collateral Agent under the Issue Terms, the amount to be paid by the Collateral Agent shall be reduced by the amount of respective taxes and only the net amount shall be paid by the Collateral Agent. The Collateral Agent is not obliged to pay to the Investors or any other persons any interest on the proceeds from the enforcement of the Collateral (whether deposited or not).

5.17.2 Parallel Debt

Notwithstanding any other provision of the Issue Terms, for the purpose of (i) enabling the enforcement of the Collateral by the Collateral Agent, (ii) ensuring and preserving the enforceability of the Collateral, and (iii) performing other duties of the Collateral Agent under the Documents, the Issuer irrevocably and unconditionally undertakes to pay to the Collateral Agent, as solidary creditor (in Estonian: *solidaarvõlausaldaja*) in its own right together with the Investors for the purposes of Estonian law, sums equal to and in the currency of each amount payable by the Issuer to each of the Investors (whether present or future and whether actual or contingent) under the Issue Terms as and when the amount falls due for payment under the Issue Terms.

The Collateral Agent shall be a solidary creditor (together with the Investors) of each and every obligation (whether present or future and whether actual or contingent) of the Issuer to the Investors or any of them and, accordingly, the Collateral Agent shall have its own independent right to demand performance by the Issuer of any of those obligations.

To the extent the Collateral Agent receives any amount in payment of the Parallel Debt following its respective specific written claim made to the Issuer, the Collateral Agent shall transfer such amount to the Investors in accordance with the Issue Terms.

The Parallel Debt will become due and payable at the same time and to the same extent as the obligations to the Investors under the Issue Terms become due and payable. The Parallel Debt is the acknowledgement of obligation (in Estonian: *võlatunnistus*) within the meaning of § 30 of the Law of Obligations Act. The Parallel Debt is constitutive acknowledgement of obligation (in Estonian: *konstitutiivne võlatunnistus*).

For the purpose of facilitating enforcement of the Parallel Debt in the Republic of Latvia, the Issuer and the Collateral Agent shall enter into a Promissory Note to be governed by Latvian laws. To the extent the Collateral Agent receives any amount in payment of the Parallel Debt, the Collateral Agent shall transfer such an amount to the Investors in accordance with the Issue Terms. Any payment made by the Issuer to the Collateral Agent or the Investors in accordance with the Issue Terms or other Documents shall reduce the amount of the Issuer's obligations under the Promissory Note, unless those payments by the Issuer to the Collateral Agent are fees of the Collateral Agent provided in the Collateral Agent Agreement. Similarly, any payment made by the Issuer to the Collateral Agent under the Promissory Note shall reduce the amount of the Issuer's obligations to the Investors and the Collateral Agent under the Issue Terms or other Documents.

5.18 Governing law and dispute resolution

The rights and obligations of the Issuer and the Investors arising from the Issue Terms, the Subscription Order and the Allocation Confirmation are governed by and construed in accordance with the laws of the Republic of Estonia. The rights and obligations of the Issuer and the Collateral Agent arising from the Collateral Agent Agreement are governed by and construed in accordance with the laws of the Republic of Estonia.

Any dispute, controversy or claim arising out of or related to the Bonds, the issue of the Bonds, the Issue Terms, the Collateral Agent Agreement or in connection thereto, or the existence, breach,

termination or validity thereof, will be settled by negotiations. If such dispute is not resolved with negotiations, such dispute shall be settled at Harju District Court (in Estonian: *Harju Maakohus*) in Estonia as the court of first instance.

The rights and obligations of the Issuer and the Collateral Agent arising from the Collateral Agreement will be governed by and construed in accordance with the laws of the Republic of Latvia. Any dispute, controversy or claim arising out of or in connection with the Collateral Agreement, or the breach, termination or invalidity of the Collateral Agreement, shall be finally settled by the court of the Republic of Latvia according to the rules of jurisdiction.

6. DESCRIPTION OF ISSUER'S ACTIVITIES

6.1 History and development of the Issuer

The Group is a visionary real estate developer from Estonia with more than 15 years of market experience both in residential and commercial real estate with more than 150,000 m² developed. The Group has been the second largest residential developer in Estonia 2020-2024 by number of sold homes.¹ Together with associated companies (development-specific SPV-s), the Group has completed or is currently developing over 30 real estate projects in total.

The Estonian holding company of the Group, i.e. the Parent Company was established in 2021. However, it's subsidiary and the main project management company of the Group, EE ManagementCo was established in 2009. EE ManagementCo provides project management services to the Group companies and their associated companies in all jurisdictions where the Group is present. EE ManagementCo does not own any real estate itself.

Following the successful implementation of numerous development projects in Estonia, the group began assessing the feasibility of entering the Latvian market. This process included extensive market research, pilot project evaluation, and feasibility studies. These efforts led to the first land acquisition in Latvia for the development of the Parka Kvartāls project as a joint venture with Reterra Estate OÜ, followed by conceptual planning and the construction permit process. Subsequently, the land plot for the Skantes Rezidences project was also acquired by a joint venture with Reterra Estate OÜ.

In 2022, a strategic decision was made to formally expand the group's operations into Latvia as part of its broader regional diversification strategy. As the Latvian development activities progressed, an organisational structure began to take shape to support these operations. This led to the establishment of Invego Latvia, a holding company for the Latvian market. A subsidiary of Invego Latvia, LV ManagementCo is responsible for overseeing all project development activities (excluding construction) in Latvia and operates under a project management fee based arrangement, with fees payable upon successful completion of each project. To provide project management services, LV ManagementCo has qualified personnel of its own, and it also sub-contracts services to EE ManagementCo. LV ManagementCo only provides project management services to the Latvian Sub-group but does not own any real estate itself.

Prior to the issuance of the Bonds, it was decided to establish a dedicated Estonian holding company for the Latvian operations. As a result, the Issuer was incorporated in March 2025. The Issuer serves as the holding company for the group's Latvian real estate development projects and is the sole shareholder of Invego Latvia.

Each development project in Latvia is carried out through a separate special purpose vehicle, i.e the Latvian Projects, all of which operate without direct employees. The Latvian Projects may have differing shareholder structures, however, the Issuer will always retain at least a 15% (fifteen per cent) direct or indirect holding in each Latvian Project. In each case, LV ManagementCo exercises operational lead

¹ Statistics by Tõnu Toompark / Tallinn and Harjumaa.

at the Latvian Project level through direct or indirect shareholding arrangements and project development agreements.

For a detailed overview of the subsidiaries and associated companies of Invego Latvia, please refer to **Appendix 1**. The structure of the Group companies (i.e. the Parent Company and its subsidiaries) and associated companies is indicated on the chart, including holdings. Please note that not all of the companies included in the chart belong to the consolidation group of the Parent Company. Consolidation depends on specific circumstances determined in each case, for example, whether the shareholding or votes exceed 50% or control is otherwise exercised in accordance with the applicable accounting principles.

6.2 Issuer's present and forward-looking activities

As of the date of this Information Document, and with a forward-looking period of 4 (four) years, the Latvian Sub-group has a total of 12 (twelve) residential real estate development projects in its pipeline, comprising 6 (six) projects currently available for sale, and 6 (six) projects in the development phase. Together, these projects represent approximately 1,757 sellable units and a total buildable above-ground volume of approximately 150,649 m². A detailed overview of the projects in each phase is provided below.

6.2.1 Projects in sales phase

1. **Vitolu Parks** – A whole new residential district in Northern Riga, consisting of 8 apartment buildings with innovative car-free living area together with up to 363 new homes.

Project website: <https://vitolu.lv/en/>

2. **Parka Kvartāls** – A modern residential quarter in the Western Riga, consisting of 4 apartment buildings with 120 new homes. First phase with 32 new homes is already completed and delivered to the clients. 2nd phase is under construction and 3rd phase with 3rd and 4th buildings construction have started.

Project website: <https://parkakvartals.lv/en/>

3. **Skantes Rezidences** – A landmark apartment building development in Riga Skanste CBD area, consisting of 2 towers with 67 luxury homes.

Project website: <https://skanstes.lv/en/>

4. **Adaži Vide** – An efficient and compact “feels like private house” type row-houses development in Adaži, consisting of 85 new homes.

Project website: <https://invego.lv/videadazi/en/>

5. **Mārupe row-houses** – An efficient and compact “feels like private house” type row-houses development in the Western side of Riga, in Marupe. Project consists of 50 new homes and is located right next to our another project, Marupe Sirds. To projects creates a whole new residential area to Marupe, similar to what we have already done in Tiskreojā, Estonia.

6. **Miera Rezidences** – A premium apartment development project consists of 172 new homes. Project is located in Riga's soulful Miera district, where history, creativity, green surroundings and the legacy of Laima come together.

Project website: <https://miera.lv/en/>

In addition to the projects available for sale as of the date of this Information Document, the Issuer has 6 (six) additional projects currently in active development phase.

6.2.2 Projects in development phase

1. **Smerļa Forest** – A large-scale new premium residential district in unique forest within the Riga city, in the area formerly used by historical Riga cinema and movie production. Development consisting of up to 1,150 new apartment and row-house homes. Project will be developed in several phases, in the first phase development of up to 180 homes is foreseen.
2. **Zakusalas Development** – A landmark premium residential development on Zakusalas island in the center of Daugava River in the center of Riga, consisting of development of 3 towers with up to 484 homes and different commercial premises.
3. **Vienibas Park** – A premium apartment development project in the Western part of Riga, right next to Riga University new campus. Project consists of 2 new apartment buildings with ca 195 new homes.
4. **Adaži 2 (Dzelzenes)** – a whole new residential district development in Eastern side of Riga, in Adaži. Project consists of several apartment buildings and row-houses aimed to create up to 284 new homes and innovative living environment according to Invego standards. Project creates to Adaži something similar we have already done in Tiskreoja, in Estonia.
5. **Adaži 3 (Smilgu)** – a new apartment buildings and row-houses development project in the other side of Adaži compared to the Dzelzenes project. Project creates new living environment with ca 227 homes.
6. **Marupe Skirds** – A whole new residential district development in the Western side of Riga, in Marupe. Project consists of several apartment buildings aimed to create up to 377 new homes and innovative living environment according to Invego standards. Project creates to Marupe something similar we have already done in Tiskreoja, in Estonia.

The Issuer's proceeds will consist of a combination of dividends and other profit distributions received from Invego Latvia (which in turn receives dividends from other companies of the Latvian Sub-group) and loan interest payments from companies of the Latvian Sub-group.

6.3 Issuer's share capital and its shareholder, equity securities and other securities

The share capital of the Issuer is EUR 10,000 (ten thousand euros), consisting of a single share with the nominal value of EUR 10,000. The Issuer has only one class of shares. Other than this share, and prior to the Bonds, the Issuer has not issued any other securities.

The sole shareholder of the Issuer is Meb Trust OÜ (registry code 16281679), i.e. the Parent Company. Meb Trust OÜ is a holding company established in 2021, which consolidates both Estonian and Latvian development operations of the group under a single group structure. The 100% beneficial owner of Meb Trust OÜ is Kristjan-Thor Vähi.

The Issuer has not paid any dividend to date. Profit distribution and dividend payments to the shareholder of the Issuer are determined at general meetings of the Issuer, in accordance with the articles of association of the Issuer.

The Parent Company, the Issuer or the Latvian Sub-group companies do not have any share-based or other incentive programmes (option programmes).

The Issuer owns 1,536,316 shares in Invego Latvia which constitutes 100% of the share capital of Invego Latvia.

6.4 Information on legal proceedings

As at the date of this Information Document, neither the Issuer or its management board members are involved in any lawsuits or arbitration proceedings, which may significantly affect or have significantly

affected the financial situation of the Issuer. To the Issuer's knowledge, there are no insolvency petitions pending against the Issuer and there are no proceedings pending against it.

Neither the Issuer nor the members of its management board are or have been involved in any legal proceedings relating to fraud, other financial or economic crimes.

6.5 Material agreements

Below are descriptions of material contracts (material financial agreements and other contracts) entered into in the ordinary course of business which are valid as at the date of the Information Documents.

The only material agreements the Issuer has concluded to date is the acquisition of the shares of Invego Latvia (via non-monetary contribution from the Parent Company) and assumption of loans issued by the Parent Company to Invego Latvia.

The Issuer will use the funds received from the Issue to provide loans and equity to the Latvian Sub-group to finance their activities. The loans are granted on market terms, considering the optimal interest rate allowed by the local tax authorities and loan terms matching or exceeding the Latvian Projects expected development timeline.

The subsidiaries of the Issuer have also received financing from the Group's Estonian financing entity, Mebo OÜ (Estonian registry code 16269388), which itself has received funds from previous successful development and investment activity. Mebo OÜ, a subsidiary of the Parent Company, has granted similar loans to majority of the Group companies, loans granted to the Estonian project companies associated with Group follow similar framework terms as the loans granted to Latvian Projects. The loans provided by the Issuer to the Latvian subsidiaries and the loans provided by Mebo OÜ follow similar framework terms. Such loans do not have regular principal or interest payments, loans are serviced only when the project cash-flow allows it.

As of 30 April 2025, the total amount of loans provided by Mebo OÜ to the Group companies exceed EUR 15.7 million, including loans provided by Mebo OÜ to the Latvian Sub-group which exceed EUR 3.3 million. The amount of loans will increase according to the progress of the projects.

All the project companies associated with the Group have signed or will sign a project management agreement with EE ManagementCo (in Estonia) or LV ManagementCo (in Latvia). The developments in the project companies are being and will be managed by the professional team according to the project management agreements. Fees earned by the LV ManagementCo are part of the larger pool of earnings received by the Issuer from the Latvian development activities as the LV ManagementCo is similarly to the Latvian Projects a subsidiary of Invego Latvia, i.e. also a subsidiary of the Issuer. The project management agreements used by the Group follow the market practice and the local legislation. The LV ManagementCo has outsourced and will keep outsourcing part of the project management related tasks to the EE ManagementCo team and will continue paying project management fees to EE ManagementCo.

On 13 December 2023 the Invego Latvian Sub-group company Greengo SIA (Latvian registry code 50203405351) signed an agreement on buying of the real properties with Realto Kinostudija SIA (Latvian registry code 40203053430), Smerla priedes SIA (Latvian registry code 40103891753), VK Estate SIA (Latvian registry code 40103204483) and Realto Medea SIA (Latvian registry code 40003544887) to acquire the portfolio of land plots and existing older buildings forming the future Smerla Forest project development area located in Smerla iela 3, 5 and 17 with an approximate size of 73,000 m². According to the contract the development lands will be acquired from the Sellers in several phases within 84 months, based on the actual progress of the development project. The total price together with the planned transaction costs is estimated to amount to EUR 10 million. To date, the first instalments have been paid for the land, securing the validity of the contract as well as couple of individual buildings have been bought to minimize the legal risks. Closing of the first development phase land plot acquisition, is expected to take place in May-June 2025. For this transaction over EUR 1.8 million in cash is already gathered and waiting in the bank account of Invego Movie 1 SIA (Latvian

registry code 40203598971), which itself is the development SPV for the first development phase in Smerla Forest project. Project is planned to be developed in phases, using the funds earned in previous phase to start the next phase.

On 10 January 2025 the Latvian Sub-group company Invego Vienibas Holding SIA (Latvian registry code 40203512757) signed a share purchase agreement with Vestman Latvija SIA (Latvian registry code 40003736858) to acquire the shares of Invego Vienibas SIA (Latvian registry code 40003791296), a Latvian Project with the land plot on the corner of Vienibas and Jelgavas streets in Riga, Latvia. The land will be used for the Vienibas Park development project, Invego Vienibas SIA is the project company executing the development. According to the signed agreement, payments for the acquisition were scheduled between different dates, 2.22 million euros is yet to be paid to the seller.

The Latvian Sub-group companies have signed 3 (three) construction agreements with construction companies to construct new homes to the developments managed by LV ManagementCo.

1. Invego Adaži Vide SIA (Latvian registry code 40203419330), the project company for Vide Adaži row-houses development, has signed a fix price construction agreement with Mitt&Perlebach SIA for the construction of Vide Adaži row-houses. The total price for the 1st phase of the construction, 15 row-house homes, is EUR 2.615 million, construction is ongoing and the yet to be paid payments secured with a bank loan granted by Bigbank AS Latvijas filiālei.
2. Grostonas 9 SIA, the project company for Skanstes Rezidences apartments development, has signed a fix price construction agreement with Mapri Buve SIA for the construction of Skanstes Rezidences apartments. The total price for the construction is EUR 8.774 million, construction is ongoing and the yet to be paid payments secured with a bank loan granted by Bigbank AS Latvijas filiālei.
3. Bauskas SIA, the project company for Parka Kvartals 2 apartments development, has signed a fix price construction agreement with Mapri Buve SIA for the construction of Parka Kvartals apartments. The total price for the last 2 (two) apartment buildings construction is EUR 5.7 million, construction is ongoing and the yet to be paid payments secured with a bank loan granted by Bigbank AS Latvijas filiālei.
4. Invego Vitolu Parks SIA (Latvian registry code 50203412141), the project company for Vitolu Parks apartments development, is currently in negotiations and plans to sign in Q2 2025 a fix price construction agreement with a construction company selected in the construction tender for the construction of Vitolu Parks apartments. The total construction price for the whole development will be determined with the agreement, while the construction price for the 1st phase of the construction, 2 (two) buildings currently listed for sale, will be fixed. Construction price will be up to EUR 45 million. Negotiations with the local banks for financing the 1st phase of the construction is in progress, suitable bank will be selected within next 2 (two) months.

In general, the Issuer considers entry into construction and financing agreements between the Group companies, the Latvian Projects and relevant third parties – such as the agreements described above – to be within the ordinary course of its business. Therefore, upon the listing of the Bonds on the alternative market First North, the Issuer will not announce the conclusion of each such agreement to the Investors.

7. FINANCIAL INFORMATION AND AUDIT OF ANNUAL FINANCIAL STATEMENTS

7.1 Accounting standards

As of the annual report for financial year 2024, the Parent Company will apply the International Financial reporting Standards (IFRS). Thus, the annual report of the Issuer for 2025 shall also be prepared in accordance with the latter. As of listing of the Bonds on the alternative market First North, the Issuer will prepare and publish on the Website annual and biannual reports prepared in accordance with the IFRS.

The interim financial statements of the Issuer attached hereto as Appendix 2 is prepared in accordance with the Estonian Financial Reporting Standard (in Estonian: *Eesti finantsaruandluse standard*). This standard is based on internationally recognized accounting and reporting principles, with its core requirements established by the Accounting Act of Estonia (in Estonian: *raamatupidamise seadus*) and supplemented by the guidelines issued by the Accounting Standards Board (in Estonian: *Raamatupidamise Toimkond*).

The unaudited annual report of the Parent Company for 2023 (in Estonian) and the translation into English of the balance sheet and income statement of the Parent Company is in Appendix 3. Please note that the Parent Company was not subject to an auditing obligation in 2023. The annual report of the Parent Company for 2024 is currently being audited. It will be published on the Website as soon as available but by 30 September 2025 at the latest. It was not possible for the auditors to commit to an earlier completion of their review. Audit reviews of the Group's Estonian subsidiaries and associated companies (development SPV-s) are being completed in June 2025 and the Parent Company's audit can be completed only after the previous are finalized.

The audited annual report of Invego Latvia for 2023 (in Latvian) and the translation into English of the balance sheet and income statement of Invego Latvia for 2023 is in Appendix 4. The annual report of Invego Latvia for 2024 is currently being audited and is expected to be available by 31 May 2025. It will be published on the Website as soon as the audit review is completed.

The financial reports of the Latvian Sub-group are prepared in accordance with the Latvian Accounting Standards (Latvian GAAP) as set forth in the Law on Annual Statements and Consolidated Annual Statements of the Republic of Latvia.

7.2 Financial information for previous year

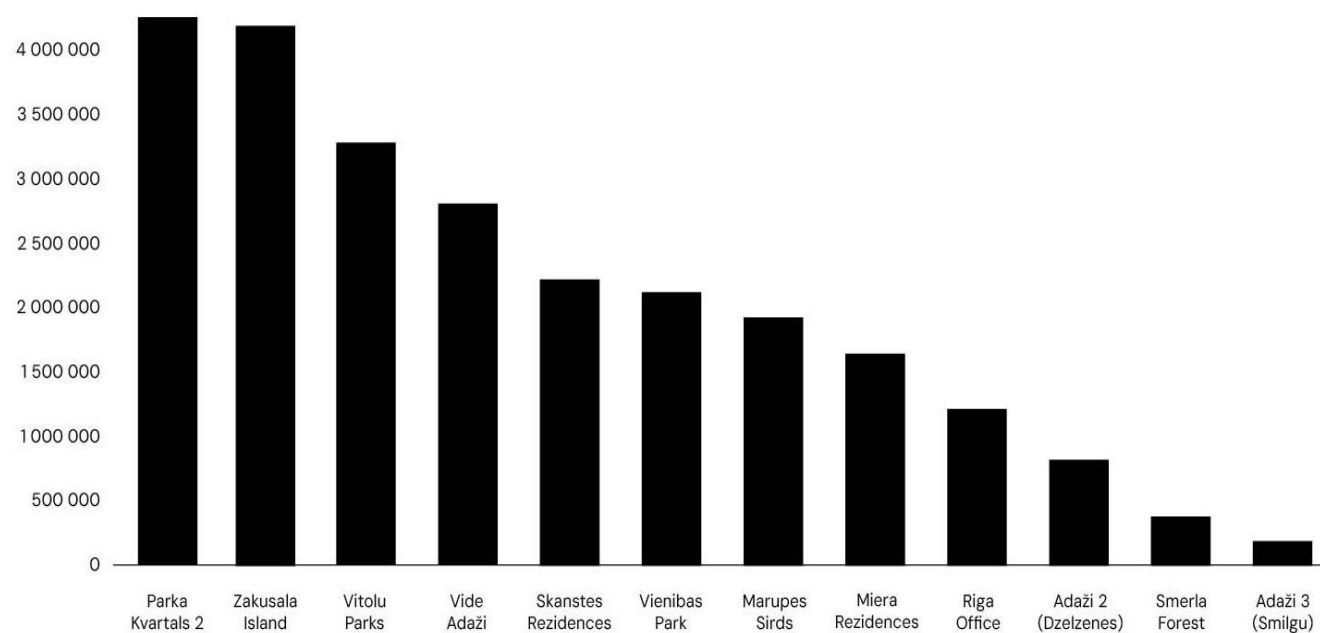
There are no financial statements available for previous year, since the Issuer was founded on 18 March 2025. Unaudited interim financial statements as of 30 April 2025 are attached to this Information Document as Appendix 2.

The Issuer directs the attention of the Investor to the fact that the Issuer has been established for the purpose of the Bonds' issue and therefore does not have a long history of activity. This should be borne in mind when making the investment (as a factor which may signify higher risk) and be taken into consideration as a factor which may indicate the higher risk related to the investment.

7.3 Important financial information regarding the Issuer

In line with prevailing market practice, the Issuer has made a decision not to include its own profit forecasts or estimates in the Information Document. However, certain forecasts regarding the Latvian Projects are included below.

The Issue has made significant investments in Latvian development projects (through SPVs), including land acquisition and planning costs that have been recorded on the balance sheet. As of 30 April 2025, the book value of acquired land and planning costs in SPVs amounts to EUR 24.9 million. The figure is based on the actual capitalized development costs without making revaluations. The investment has been made using the Group's own and its co-investors' funds.



During the bond period, the Latvian Sub-group plans to develop up to 1,721 new homes with forecasted revenue of EURm 317.6. The total number of homes planned to be developed to the already acquired land portfolio exceeds 3,500 new homes. Different projects expected timelines are different, being in range from 2 years for a smaller project up to 10+ years in Smerla Forest.

Detailed overview of the planned projects is below.

The basis and assumptions for the forecasted revenue of the Latvian Projects is included in the below table.

PROJECT	LOCATION	TYPE OF DEVELOPMENT	QUALITY SEGMENT	STATUS	LAND ACQUISITION	DURING THE BOND PERIOD				TOTAL VOLUME OF THE DEVELOPMENT PROJECT		
						INVEGO SHARE	HOMES TO BE DEVELOPED	BUILDABLE ABOVE-GROUND VOLUME m²	FORECASTED SALES REVENUE, MEUR	HOMES TO BE DEVELOPED	BUILDABLE ABOVE-GROUND VOLUME m²	FORECASTED SALES REVENUE, MEUR
Vitolu Parks	Riga, Latvia	Apartments	Comfort	In sales phase	2023	20%	271	25 092	45.0	363	32 157	60.7
Parka Kvartals 1	Riga, Latvia	Apartment building with commercial premises	Comfort	Completed	2019	50%	32	0	0	32	1 800	3.0
Parka Kvartals 2	Riga, Latvia	Apartment building with commercial premises	Comfort	In sales phase	2019	50%	64	4 711	9.1	88	7 800	13.5
Skanstes Rezidences	Riga, Latvia	Apartment building with commercial premises	Luxury	In sales phase	2021	50%	67	4 500	13.5	67	4 500	13.5
Vienibas Park	Riga, Latvia	Apartments	Premium	In development	2024	100%	195	15 400	35.6	195	15 400	35.6
Miera Rezidences	Riga, Latvia	Apartment building with commercial premises	Premium	In sales phase	2022	50%	172	15 140	34.6	172	15 140	34.6
Smerla Forest	Riga, Latvia	Apartments and row houses	Premium	In development	2023	20%	180	15 721	37.2	1150	82 000	193.7
Zakusalas Development	Zakusala Island	Apartment building with commercial premises	Premium	In development	2023	50%	337	26 509	68.5	487	43 450	109.4
Marupes Sirds	Marupe, Latvia	Apartments	Middle	In development	2023	100%	100	8 267	14.3	377	30 160	55.6
Marupes Sirds 2	Marupe, Latvia	Row houses	Middle	In sales phase	2024	100%	50	6 250	10.7	50	6 250	10.7
Vide Adaži	Adaži, Latvia	Row houses	Middle	In sales phase	2023	20%	85	10 309	19.3	85	10 309	19.3
Adaži 2 (Dzelzenes)	Adaži, Latvia	Apartments and row houses	Middle	In development	2023	100%	100	8 000	14.8	284	22 720	41.9
Adaži 3 (Smilgu)	Adaži, Latvia	Apartments and row houses	Middle	In development	2024	100%	100	8 667	15.2	227	20 027	41.3
LATVIAN PORTFOLIO IN TOTAL							1721	148 565	317.6	3 577	291 712	632.7

■ In sale phase
 ■ In development
 ■ Completed

Business plans are being updated regularly, considering the latest market situation and project progress. Each project has its specifics, while IRR forecast is between 15 – 23%.

Further, the Issuer hereby confirms that, it is of the opinion, it has sufficient working capital to carry out its planned activities for at least 12 (twelve) months following the completion of the Bond offer. This assessment takes into account the Issuer's current financial position, projected cash flows, and the anticipated net proceeds from the Issue.

In making this statement, the Issuer acknowledges that if unforeseen circumstances arise or if the assumptions underlying this assessment prove to be incorrect, the actual working capital position may differ from current projections. In such an event, the Issuer would take appropriate measures to secure additional funding or adjust its operational plans as necessary. This confirmation is provided in good faith based on the information available to the Issuer as of the date of this Information Document.

8. MEMBERS OF ISSUER'S MANAGEMENT AND SUPERVISORY BODIES, ADVISORS AND AUDITORS

8.1 Management bodies

8.1.1 Management of the Issuer

The Issuer has a management board but no supervisory board. The management board consists of two members: Mr. Kristjan-Thor Vähi and Mr. Martin Tamme. Both management board members have the right to individually represent the Issuer.

i) Kristjan-Thor Vähi – Founding Partner

Kristjan-Thor Vähi is the Founding Partner of the Group. Under his leadership, the Group has grown to become one of Estonia's top three real estate developers, with around 1,300 homes delivered. In 2022, the company expanded into the Latvian market with the goal of achieving a leading position there as well. In 2023, Invego entered the Portuguese market and is currently developing a luxury residential area of 154 villas in the Algarve region.

A serial entrepreneur and tech enthusiast, Kristjan is passionate about redefining real estate by creating inspiring, future-focused living environments. Known for his bold thinking and "yes" mindset, he continuously pushes the boundaries of innovation and customer experience in the industry.

Kristjan has extensive experience in real estate, having worked closely with key developers, architects, construction companies, and investors across the region. The Group's notable partnerships include collaborations with EfTEN Capital (co-investment projects), Yolo Group (development of its Tallinn head office), and Wise (development of its headquarters in Tallinn).

ii) Martin Tamme – Partner & Member of the Management Board

Martin Tamme is a Partner and Member of the Management Board at the Group. Since assuming the role in 2020, he has overseen a growing portfolio of more than 30 residential and commercial development projects across Estonia, Latvia, and Portugal, totaling over 500,000 square meters in the pipeline. Martin leads the company's strategic direction and ensures high-quality, sustainable outcomes across all developments.

Before joining the Group, Martin was a Partner at the Baltic law firm TGS Baltic, where he served as a managing partner and specialized in real estate, construction, and infrastructure law. He has advised on some of the most complex and high-profile development and financing projects in the region.

Widely recognized as one of the top legal experts in his field, Martin has consistently been ranked by leading international legal directories. His expertise spans planning, construction, insolvency, restructuring, and dispute resolution — making him a key figure in navigating the legal and operational complexity of real estate development.

8.1.2 Other Key Executives of the Issuer

i) Marianne Kalma – Partner & Director of Construction

Marianne Kalma is a seasoned construction and real estate development professional with over a decade of experience in leading large-scale, high-quality projects. As Partner and Director of Construction at the Group, she has played a central role in delivering some of Estonia's most ambitious developments, including the Volta 1 Business Building, which now houses Wise's Estonian headquarters.

Marianne is known for her collaborative leadership style, deep technical knowledge, and commitment to innovation in urban development. She oversees all aspects of project execution, ensuring that developments meet Invego's high standards of quality, sustainability, and design.

She holds a degree in Civil Engineering from Tallinn University of Technology (TalTech)

ii) Tõnis Teinemaa – Chief Financial Officer

Tõnis Teinemaa is the CFO of the Group, bringing over a decade of experience in real estate investment and finance. At the Group, he leads financial strategy, funding, and structuring for the company's large-scale residential and commercial developments.

Before joining the Group, Tõnis held senior roles at CBRE Baltics and Lumi Capital, where he specialized in commercial real estate acquisitions, investor relations, and financing strategies across the Baltic region. Earlier in his career, he worked in corporate banking at Swedbank, gaining solid expertise in credit analysis, investment structuring, and portfolio management.

Tõnis holds a *cum laude* degree in Corporate Finance from Tallinn University of Technology (TalTech) and has been actively involved in youth leadership and university governance. Known for his strategic insight and precision, he continues to shape the Baltic real estate landscape through financial excellence and hands-on leadership.

iii) Kadri Lindpere – Chief Marketing Officer

Kadri Lindpere is an accomplished marketing and communications executive with over 20 years of experience in the real estate, finance, legal, and venture capital sectors. As CMO of Invego, she leads the company's brand, marketing, and communications strategy across its growing residential and commercial portfolio in Estonia, Latvia, and Portugal.

Prior to joining the Group, Kadri served as the Managing Director of the Estonian Private Equity and Venture Capital Association (EstVCA), where she played a pivotal role in strengthening Estonia's investment ecosystem and representing the country in European forums such as Invest Europe. She also served on the Supervisory Board of Latitude59, the region's flagship startup and tech event.

Kadri's previous roles include Head of Marketing & Communication at PwC Estonia and nearly 11 years as the Marketing & Communications Manager at Ellex Raidla, one of the

leading law firms in the Baltics. She has also held senior marketing positions at Arco Vara, an international real estate group.

8.1.3 Parent Company of the Issuer

The Issuer is wholly owned by Meb Trust OÜ (Estonian registry code 16281679, the Parent Company) which is the top holding company of the Invego group of companies.

The Parent Company is purely a holding company with generally no significant assets other than its interests in its other subsidiaries (including the Issuer) and associated companies, including the SPV-s established for each real estate development.

8.1.4 Management of the Parent Company

The Parent Company has a management board which consists of a single management board member: Mr. Kristjan-Thor Vähi. The Parent Company has no supervisory board nor any other key personnel.

8.2 Auditor

The Issuer is a new entity and does not yet have audit agreement in place, however, the auditor will be chosen during Q3 2025 and the audit agreement will then be concluded in due course. The Issuer's auditor will be chosen among the top five audit firms operating in Estonia. As soon the auditor has been appointed, the Issuer will announce it on First North.

Currently the Group companies are audited by PwC in Estonia and Grant Thornton in Latvia.

8.3 Persons responsible for offering the Bonds

The Issuer is responsible for the offer of the Bonds and the information included herein. The Issuer's personnel has been advised by AS LHV Pank and Advokaadibüroo TGS Baltic AS in arranging the Issue.

The Arranger and the Certified Adviser expressly disclaim 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 Issuer in respect to the Issue or the admission to trading may be construed to constitute a warranty or representation, whether express or implied, made by the Arranger or the Certified Adviser.

8.3.1 Arranger and Settlement Agent

AS LHV Pank, (registry code 10539549), with registered address, Tartu mnt 2, Tallinn 10145, Estonia, is acting as the Arranger and the Settlement Agent. The representative of LHV Pank, is Silver Kalmus, who is coordinating and assisting the Issuer in offering the Bonds. The Issuer has entered into an agreement with LHV Pank for the provision of advisory services for a fixed term. Neither LHV Pank nor any of its representatives hold any shares in the Issuer as of the date of this Information Document.

8.3.2 Legal adviser and Certified Adviser

Advokaadibüroo TGS Baltic AS (registry code 10288628, the **Certified Adviser**) is the Issuer's legal adviser and Certified Adviser within the meaning of the Rules of First North in Estonia for the purposes of matters related to this Information Document arising under the law of Estonia. The principal area of activity of TGS Baltic is the activities of attorneys and law offices. The representative of the legal adviser who provides the Issuer with advice is Kirsti Pent. The Issuer has entered into an agreement with the legal adviser for provision of legal services and the services of a Certified Adviser without term. The legal adviser nor its representative hold any shares in the Issuer as of the date of the Information Document.

8.3.3 Agents

Orion Securities UAB FMJ and Signet Bank AS act as the agents for the Issuer in offering the Bonds in Lithuania and Latvia respectively.

8.4 Description of interests

Description of the interests of various parties is described in other Sections of the Information Document, mainly Section 6.5 (*Material Agreements*) and Section 8.5 (*Transactions with related parties*) of the Information Document.

In addition, and despite not considering these material from the perspective of the Issue, for the sake of full disclosure, the Issuer notes the following:

- i) Three of the Latvian Projects (Bauskas SIA, Grostonas 9 SIA and Miera) are joint ventures with Reterra Estate OÜ. Mapri OÜ owns 66.67% of the shares of Reterra Estate OÜ. Mapri OÜ is also the parent company of Mapri Buve SIA which is the construction company for the projects of Bauskas SIA and Grostonas 9 SIA. Mapri Buve SIA won the construction contract as a result of a competitive bidding process and most favourable pricing. The conflict of interests is further mitigated by the fact that LV ManagementCo (not Reterra Estate OÜ) is the project manager (responsible also for overseeing construction) for Grostonas 9 SIA. For Bauskas SIA project, management services are outsourced to a third party.
- ii) Certain Latvian Projects have previously received financing via the crowdfunding platform operated by Estateguru OÜ. Both Kristjan-Thor Vähi and Martin Tamme are indirect minority shareholders in Estateguru Holding OÜ, the parent company of Estateguru OÜ. Marek Pärtel, an indirect shareholder in Estateguru Holding OÜ, has an indirect minor holding also in EE ManagementCo. Although the said companies have some overlapping shareholders, they are not controlled by the same persons. Further, Kristjan-Thor Vähi is a supervisory board member of Estateguru Holding OÜ. The financing terms for the Latvian Projects were the same as for other companies using the services of Estateguru OÜ and the lenders were third parties.

8.5 Transactions with related parties

Transactions are considered to be concluded with related parties in case of:

- i) management or supervisory board members and entities related to them having transacted with the Issuer;
- ii) shareholders owning 5% or more of the Issuer's share capital or group companies of the Issuer transacting with the Issuer.

The Group and its associated companies (including the Latvian Projects) consist of more than 30 development projects and 60 companies, which may use the Invego brand and are related to the fulfilment of the Invego projects. Transactions within these companies are part of the daily business activities required to execute the real estate projects.

In addition to the development project management service described in Section 6.5 (*Material Agreements*) of the Information Document, the project companies buy marketing, sales management and brokerage services from the project management companies EE ManagementCo and LV ManagementCo.

The Group companies have been and will continue to be financed through various sources, including:

- i) loans provided by the Group's financing entity, Mebo OÜ, as further detailed in Section 6.5 (*Material Agreements*);
- ii) equity contributions and loans from the Parent Company and its subsidiaries;
- iii) equity and loans received by the project companies from their other shareholders; and

- iv) loans from financial institutions, including senior bank loans.

These funding activities and related repayments form an integral part of the Group's daily operations necessary for the execution of its projects.

As of 30 April 2025, the Latvian subsidiaries of the Group and the Latvian Projects have received loans from Mebo OÜ in the total amount of EUR 3.2 million, bearing an interest rate of 10%. Loans provided by the Parent Company and its subsidiaries amount to EUR 8.4 million, also at an interest rate of 10%. Additionally, loans received from other investors and shareholders total EUR 6 million, with a corresponding interest rate of 10%.

In Q2 2025, the Latvian Sub-group has already acquired 6 (six) companies from Bomhard OÜ and Trelku SIA. The acquired companies belong to the presented Latvian development pipeline and carry out development projects in Latvia under the Invego brand. The beneficial owner of both Bomhard OÜ and Trelku SIA is Martin Tamme (see Section 8.1.1 of the Information Document). Reasoning for the acquisition was to increase the transparency of the group and simplify the group structure. The purchase price of the shares of the acquired companies was determined by the direct costs related to the initial acquisition of the project development land, related transaction costs such as fees, charges, legal expenses, and interest expense on loans taken for the acquisition of the shareholding as of 31 March 2025. In other words, the structure simplification was executed on actual costs basis.

9. SUPPLEMENTAL INFORMATION

If, after the publication of this Information Document but prior to the closing of the Bonds offering or commencement of trading on the trading venue, the Issuer becomes aware of any material new factor, mistake or inaccuracy relating to the information included in this Information Document which is capable of affecting the assessment of the Bonds, the Issuer shall prepare a supplement to this Information Document. The Issuer shall also amend the summary of the Information Document as necessary to reflect such changes.

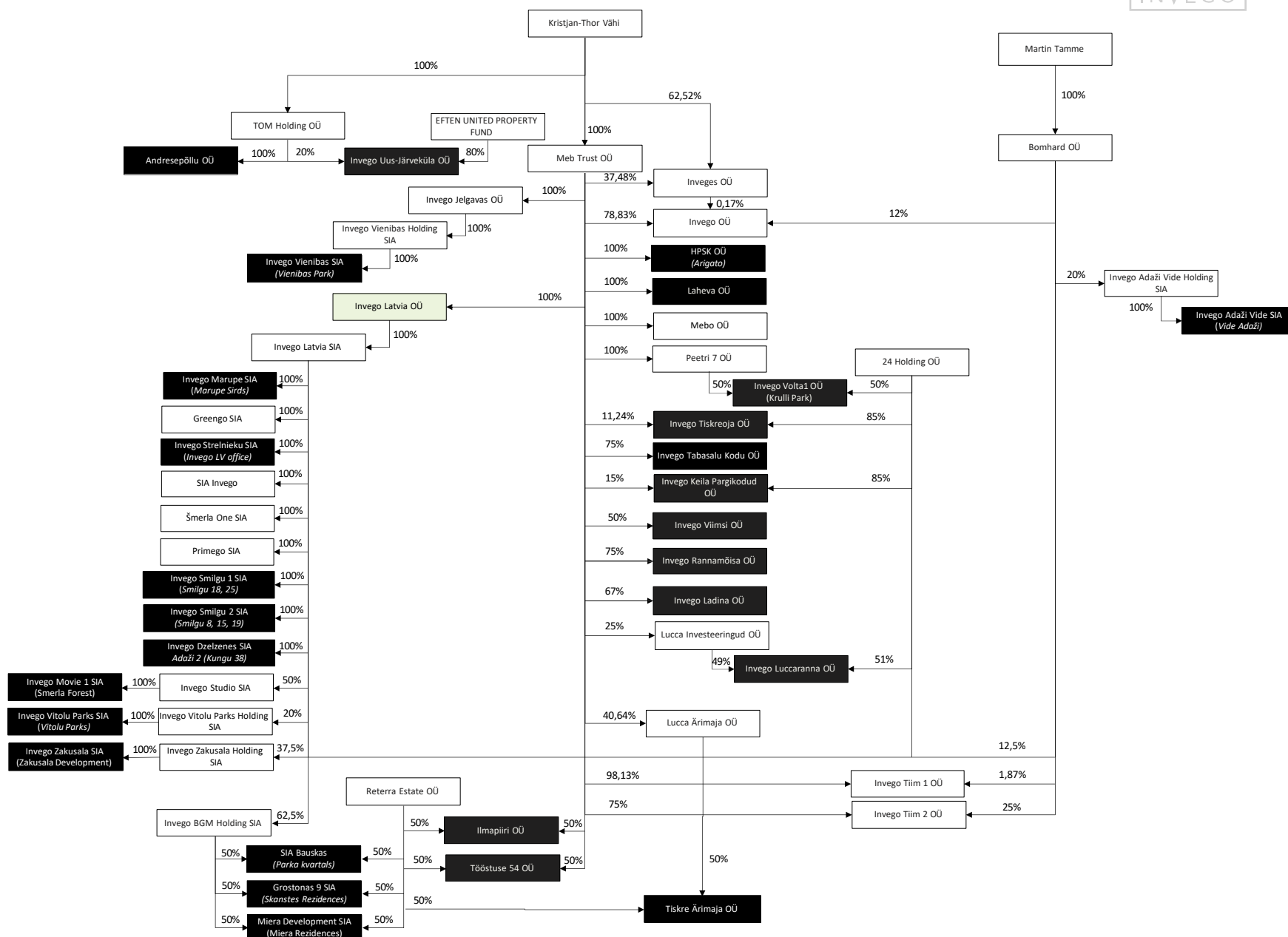
Any supplement to the Information Document shall be published in the same manner as this Information Document and shall form an integral part thereof.

10. APPENDICES

Appendix 1. Overview of Group companies and associated companies

The structure of the Group companies (i.e. the Parent Company and its subsidiaries) and associated companies is below, including holdings. **Please note that not all of the companies included in the below chart belong to the consolidation group of the Parent Company.** Consolidation depends on specific circumstances determined in each case, for example, whether the shareholding or votes exceed 50% or control is otherwise exercised in accordance with the applicable accounting principles.

For the purposes of a better overview, real estate development companies (SPV-s) are indicated in black.



Appendix 2. Unaudited interim financial statements of the Issuer

	Fwd Balance	Net Change	Balance
A S S E T S			
CURRENT ASSETS			
Cash	0,00	2 500,00	2 500,00
TOTAL CURRENT ASSETS	0,00	2 500,00	2 500,00
FIXED ASSETS			
Shares in subsidiaries and affiliates	0,00	1 328 610,19	1 328 610,19
Long-term receivables			
Loan receivables	0,00	1 749 321,00	1 749 321,00
Interest receivables	0,00	55 993,00	55 993,00
Total Trade and other receivables	0,00	1 805 314,00	1 805 314,00
TOTAL FIXED ASSETS	0,00	3 133 924,19	3 133 924,19

TOTAL ASSETS	0,00	3 136 424,19	3 136 424,19

L I A B I L I T I E S A N D O W N E R S ' E Q U I T Y			
NON-CURRENT LIABILITIES			
Loan liabilities	0,00	1 749 321,00	1 749 321,00
Interest liabilities	0,00	55 721,00	55 721,00
TOTAL NON-CURRENT LIABILITIES	0,00	1 805 042,00	1 805 042,00
TOTAL LIABILITIES	0,00	1 805 042,00	1 805 042,00
E Q U I T Y			
Issued capital	0,00	10 000,00	10 000,00
Share premium	0,00	1 321 110,19	1 321 110,19
Net profit/loss for financial year	0,00	272,00	272,00

Balance Sheet
Invego Latvia OÜ
Last Reg Date 06.05.2025

Standard Books by Excellent, Print date: 06.05.2025 12:26 Page: 1
Period 01.01.2025 : 30.04.2025
Values in EUR
Exact Notation
Comparison: Net Change
Only Used Groups
Preliminary transactions included

Total EQUITY	0,00	1 331 382,19	1 331 382,19

LIABILITIES AND EQUITY	0,00	3 136 424,19	3 136 424,19

Last Reg Date 06.05.2025

Compared Period 01.01.2025:30.04.2025
Comparison: Accumulated in %
Exact Notation
Only Used Groups
Preliminary transactions included

	Period	Accumulated
Scheme 2		
SALES REVENUE		
Total Sales revenue	0,00	0,00
.....		
Gross profit (-loss)	0,00	0,00
ADMINISTRATIVE EXPENSES		
Total Administrative expenses	0,00	0,00
.....		
PROFIT/LOSS BEFORE TAX	0,00	0,00
Interest income	272,00	272,00
OTHER FINANCE INCOME AND EXPENSES		
Total Other finance income and expenses	0,00	0,00
.....		
PROFIT/LOSS BEFORE TAX	272,00	272,00
.....		
NET PROFIT/LOSS FOR FINANCIAL YEAR	272,00	272,00

Appendix 3. Unaudited annual report of the Parent Company as of 31 December 2023 (Estonian original and translation of the balance sheet and income statement into English)

MEB TRUST OÜ

MAJANDUSAASTA ARUANNE 2023

Äriniimi

Meb Trust OÜ

Registrikood

16281679

Aadress

Staapli 10, 10415 Tallinn

E-post

info@invego.ee

Põhitegevusalad

Ärinõustamine jm juhtimisalane
nõustamine

Aruande bilansipäev

31.12.2023

Aruandeperiood

01.01.2023-31.12.2023

Aruande valuuta

Euro (EUR)

Juhatus:

Kristjan-Thor Vähi

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Tegevusaruanne

Meb Trust OÜ on Invego kaubamärgi all tegutsevate kinnisvaraarendusettevõtete holding-tüüpi emaettevõtte. 2023. aastal ettevõttele ei kohandunud konsolideerimisnõuded, ettevõtte 2023. aasta aruanne kajastab konsolideerimata äritegevust. Invego kaubamärgi all tegutsevate ettevõtete grupi tegevusest tervikliku pildi saamiseks tuleb tutvuda ka tütarettevõtete aruannetega.

Ühing tegutseb läbi tütar- ja sidusettevõtete aktiivselt kinnisvaraarenduse valdkonnas Eestis ja Lätis, samuti on ühing kaudselt seotud Portugalis tegutseva ja Invego kaubamärki kasutava kinnisvaraarendusettevõttega.

2023 kokkuvõte

Emaettevõttena tegutsemisest tulenevalt ühingul 2023. aastal eraldiseisev müügitulu puudus.

2022. aasta suurim tulu teeniti osaluse müügist summas 2 290 762€.

Invego kaubamärgi all tegutsevad ettevõtted on 9 tegevusaasta jooksul arendanud Eestisse üle 1 200 uue kodu ning mitmeid auhinnatud ärihooneid. Rohkem infot tegevuse kohta saab Invego koduleheküljelt www.invego.ee

2024 plaanid

2024. aastal jätkub varasemalt ette võetud Invego grupi struktuuri korrastamine ning Meb Trust OÜ-ga on plaanis liita täna ettevõttest eraldiseisvalt toimetavad ühingud, mis olemuslikult on Invego grupi osaks. Lähiaastate perspektiivis on eesmärk kujundada Meb Trust OÜ ümber Invego Grupiks, mille tulevikus konsolideeritud aastaaruanded annaksid parema ülevaate Invego kinnisvaraarenduse alastest tegevustest.

Portfellis on üle 20 arendusprojekti, mille realiseerimisel rajame järgneva 10 aastaga Eestisse, Lätti ja Portugali üle 4 000 uue kodu ja mitu unikaalset ärihoonet. Plaanide elluviimiseks planeerime Lätis lähiaastail jõuda top 3 elukondliku kinnisvara arendusettevõtete hulka ning Eestis hoida olemasolevat tugevat turupositsiooni.

Peamised finantssuhtarvud:

Suhtarvud	2023	2022	2021
Müügitulu	0	3600	0
Puhaskasum/kahjum	88 579	2 162 187	321 620
Lühiajaliste kohustuste kattekordaja	5,25	3,29	1,28

Suhtarvude arvutamisel kasutatud valemid:

Lühiajaliste kohustuste kattekordaja (kordades) = käibevara / lühiajalised kohustised

Raamatupidamise aastaaruanne

FINANTSSEISUNDI ARUANNE

<i>(eurodes)</i>	Lisad	31.12.2023	31.12.2022	30.07.2021
VARAD				
Käibevara				
Raha ja raha ekvivalendid	5	876	90 027	7 143
Lühiajalised finantsinvesteeringud		19 613	803 778	660 490
Nõuded ja ettemaksed	6,16,20	1 901 591	2 981 678	2 013 364
Käibevara kokku		1 922 080	3 875 483	2 680 997
Põhivara				
Investeeringud tütarettevõtetesse	8	15 065	55 988	42 288
Investeeringud sidusettevõtetesse	9	91 699	110 192	93 713
Pikaajalised finantsinvesteeringud		281	281	281
Materiaalsed põhivarad	7	32 073	32 073	0
Kokku põhivarad		139 118	198 534	136 282
VARAD KOKKU		2 061 198	4 074 017	2 817 279
KOHUSTISED JA OMAKAPITAL				
Lühiajalised kohustised				
Võlad ja ettemaksed	11,20	219 296	486 391	460 044
Laenukohustised	17,20	146 580	691 125	1 598 357
Lühiajalised kohustised kokku		365 876	1 177 517	2 058 402
Pikaajalised kohustised				
Võlad ja ettemaksed	11,20	17 550	144	4 906
Laenukohustised	17,20	504 377	410 049	329 851
Pikaajalised kohustised kokku		521 927	410 193	334 757
KOHUSTISED KOKKU		887 804	1 587 710	2 393 159
OMAKAPITAL				
Osakapital	10	2 500	2 500	2 500
Muud reservid		0	0	100 000
Jaotamata kasum		1 170 895	2 483 808	321 620
OMAKAPITAL KOKKU		1 173 395	2 486 308	424 120
KOHUSTISED JA OMAKAPITAL KOKKU		2 061 198	4 074 017	2 817 279

Lisad lehekülgedel 11-26 on käesoleva raamatupidamise aastaaruande lahutamatud osad.

KOONDKASUMIARUANNE

<i>(eurodes)</i>	Lisad	2023	2022	2021
Müügitulu	12	0	3 600	0
Müüdud kaupade ja teenuste kulu		0	338	0
Brutokasum		0	3 263	0
Turustuskulud		57	209	0
Üldhalduskulud	13	23 001	82 108	0
Muud äritulud		10 982	43 138	321 620
Muud ärikulud	14	50	408 098	0
Ärikasum (kahjum)		-12 126	-444 014	321 620
Intressitulud	20	114 075	322 407	0
Intressikulud	20	72 286	128 642	0
Finantstulud ja -kulud	15,20	58 917	2 412 437	0
Kasum (kahjum) enne maksustamist		88 579	2 162 187	321 620
Aruandeperioodi puhaskasum (kahjum)		88 579	2 162 187	321 620
ARUANDEPERIOODI KOONDKASUM (KAHJUM)		88 579	2 162 187	321 620

Lisad lehekülgedel 11-26 on käesoleva raamatupidamise aastaaruande lahutamatud osad.

RAHAVOOGUDE ARUANNE

<i>(eurodes)</i>	Lisad	2023	2022	2021
Rahavood äritegevusest				
Aruandeperioodi ärikasum (kahjum)		-12 126	-444 014	321 620
<i>Muud korrigeerimised</i>		-10 982	0	4 719
Äritegevusega seotud nõuete ja ettemaksete muutus	6	-254 169	-6 205	-16 440
Äritegevusega seotud kohustiste ja ettemaksete muutus	11	-201 682	147 731	211 518
Rahavood äritegevusest kokku		-478 959	-302 488	521 417
Rahavood investeerimistegevusest				
Tütarettevõtte soetus	8	-15 060	-13 700	-42 288
Tütarettevõtte müügist laekunud raha	8	38 720	0	0
Sidusettevõtte soetus	9	-3 644	-17 275	-93 713
Sidusettevõtte müügist laekunud raha	9	6 867	796	0
Muude finantsinvesteeringute soetus		-250 000	-141 163	-659 522
Muude finantsinvesteeringute müügist laekunud raha		158 185	0	0
Väljastatud laenud	16,20	-524 300	-4 092 862	-1 840 172
Tagastatud laenud	16,20	1 139 911	3 272 073	0
Materiaalse põhivara soetus	7	0	-32 073	0
Saadud intressid	20	53 224	178 963	-157 720
Muud laekumised investeerimistegevusest	15	59 206	2 290 762	0
Rahavood investeerimistegevusest kokku		663 109	1 445 521	-2 793 415
Rahavood finantseerimistegevusest				
Saadud laenud	17,20	278 000	1 944 457	2 028 208
Saadud laenude tagasimaksed	17,20	-551 000	-2 748 017	0
Laekunud aktsiate või osade emiteerimisest		0	0	-2 500
Muud väljamaksed finantseerimistegevusest	15	-300	-1 800	0
Makstud intressid	20	0	-254 788	253 433
Rahavood finantseerimistegevusest kokku		-273 300	-1 060 149	2 279 141
Rahavood kokku		-89 150	82 884	7 143
Raha ja raha ekvivalendid perioodi alguses		90 027	7 143	0
Raha ja raha ekvivalentide muutus		-89 150	82 884	7 143
Raha ja raha ekvivalendid perioodi lõpus		876	90 027	7 143

Lisad lehekülgedel 11-26 on käesoleva raamatupidamise aastaaruande lahutamatud osad.

OMAKAPITALI MUUTUSTE ARUANNE

<i>(eurodes)</i>	Osakapital	Muud reservid	Jaotamata koondkasum	Kokku
Saldo seisuga 30.07.2021	2 500	100 000	321 620	424 120
Aruandeperioodi puhaskasum (-kahjum)	0	0	2 162 187	2 162 187
Muud	0	-100 000	0	-100 000
Tehingud omanikega kokku	0	-100 000	0	-100 000
Saldo seisuga 31.12.2022	2 500	0	2 483 808	2 486 308

<i>(eurodes)</i>	Osakapital	Muud reservid	Jaotamata koondkasum	Kokku
Saldo seisuga 31.12.2022	2 500	0	2 483 808	2 486 308
Aruandeperioodi puhaskasum (-kahjum)	0	0	88 580	88 580
Jagunemine	0	0	-1 401 492	-1 401 492
Tehingud omanikega kokku	0	0	0	0
Saldo seisuga 31.12.2023	2 500	0	1 170 895	1 173 395

Täpsem informatsioon aktsiakapitali ja muude omakapitali kirjete kohta on toodud lisas 10 ning jagunemise kohta lisas 19.

Lisad lehekülgedel 11-26 on käesoleva raamatupidamise aastaaruande lahutamatud osad.

RAAMATUPIDAMISE AASTAARUANDE LISAD

Lisa 1 Üldine informatsioon

Meb Trust OÜ on Eesti Vabariigis registreeritud äriühing, mille peamiseks tegevuseks on Invego kaubamärgi all tegutsevate kinnisvara arendusettevõtete osaluste hoidmine. Ettevõtte juriidiline aadress on Staapli 10, 10415 Tallinn.

IFRS-i esmakordne kasutuselevõtt

Ettevõtte on koostanud käesoleva raamatupidamise aastaaruande esmakordselt kooskõlas rahvusvaheliste finantsaruandluse standarditega, nagu need on vastu võetud Euroopa Liidus (IFRS). Ettevõtte varasemad raamatupidamise aastaaruanded on koostatud vastavuses Eesti finantsaruandluse standardiga (RTJ).

Üleminekukuupäevaks RTJ-lt IFRS-ile loetakse 30.07.2021, ettevõtte asutamise kuupäev. Ettevõtte esimene IFRS raamatupidamise aastaaruanne hõlmab kolme aruannet finantsseisundi kohta, kolme koondkasumiaruannet, kolme rahavoo aruannet ja kahte omakapitali muutuste aruannet ja seotud lisasid.

IFRS standardite esmakordne rakendamine käesolevale majandusaasta aruannetele ei ole avaldanud mõju ettevõtte koondkasumiaruandele, finantsseisundi aruandele, rahavoogude aruandele ning omakapitali aruandele. Vastavalt IFRS nõuetele on esitatud täiendavat informatsiooni ettevõtte varade, kohustuste ning tulude ja kulude kohta käesoleva raamatupidamise aastaaruande lisades.

Lisa 2 Raamatupidamise aastaaruande koostamisel kasutatud arvestuspõhimõtted

1. Koostamise alused

Raamatupidamise aastaaruanne on koostatud kooskõlas rahvusvaheliste finantsaruandluse standarditega, nagu need on vastu võetud Euroopa Liidu poolt (IFRS EL).

Meb Trust 2023. aasta raamatupidamise aastaaruanne on koostatud perioodi kohta, mis hõlmab perioodi 01.01.2023 kuni 31.12.2023 ning võrreldavad finantsnäitajad on esitatud perioodi 30.07.2021 kuni 31.12.2022 kohta (esimene majandusaasta). MEB Trust OÜ esitab koondkasumiaruande.

Aruanne on koostatud soetusmaksumuse meetodil, välja arvatud juhtudel, kus on täpsustatud teisiti.

MEB Trust OÜ ei ole koostanud konsolideeritud raamatupidamisaruannet tulenevalt väikse konsolideerimisgrupi erandist. Väikseks konsolideerimisgrupiks nimetatakse konsolideerimisgruppi, kelle aruandeaasta bilansipäeva konsolideeritud näitajatest rohkem kui üks ei ületa väikeettevõttele kehtestatud tingimusi:

- varad 4 mln eurot
- müügitulu 8 mln eurot
- töötajate arv 50

Raamatupidamise aastaaruande koostamine kooskõlas rahvusvaheliste finantsaruandluse standarditega nõuab teatud raamatupidamishinnangute kasutamist. Samuti nõuab see juhtkonnalt mitmete otsuste tegemist arvestuspõhimõtete rakendamise osas. Need valdkonnad, mis eeldavad keerulisemaid hinnanguid ning kus raamatupidamishinnangutel ja arvestatud eeldustel on oluline mõju raamatupidamise aastaaruandes kajastatud informatsioonile, on avalikustatud eraldi Lisas 3.

Käesoleva aruande koostamise hetkeks on välja antud uusi rahvusvahelisi finantsaruandluse standardeid ning olemasolevate standardite muudatusi ja tõlgendusi, mis on kohustuslikud ettevõtte aruandeperioodidele, mis algavad 01.01.2023 või hiljem. Ülevaade neist standarditest on esitatud allpool.

1.1 Kokkuvõte olulistest arvestuspõhimõtetest

01.01.2023 alanud aruandeperioodidele kohalduvad mitu uut standardit, kuid need ei avalda ettevõtte raamatupidamise aruandele olulist mõju.

Järgmised uued ja muudetud standardid kohalduvad pärast 1. jaanuari 2024 algavatele aruandeperioodidele ja lubatud on varasem rakendamine. Meb Trust OÜ ei ole ühtki neist uutest ja muudetud standarditest ennetähtaegselt kasutusele võtnud ja tema hinnangul ei avalda need jõustudes ettevõtte raamatupidamise aruandele olulist mõju.

- „Kohustiste liigitamine lühi- või pikaajaliseks“ (IAS 1 muudatused);
- „Eritingimustega pikaajalised kohustised“ (IAS 1 muudatused);
- „Tarnijate rahastamise kokkulepped“ (IAS 7 ja IFRS 7 muudatused);
- „Rendikohustis müügi-tagasirenditehingutes“ (IFRS 16 muudatused);
- „Vahetatavuse puudumine“ (IAS 21 muudatused).

2. Varade ja kohustiste jaotus lühi- ja pikaajalisteks

Varad ja kohustised on 2023. aasta finantsseisundi aruandes jaotatud lühi- ja pikaajalisteks. Vara kajastatakse lühiajalistena, s.t käibevarana, kui:

- see realiseeritakse, müüakse või tarbitakse normaalse äritegevuse käigus;
- eeldatakse, et selle realiseerimine toimub aruandeperioodile järgneva 12 kuu jooksul;
- tegemist on raha või raha ekvivalendiga.

Kõik ülejäänud varad klassifitseeriti pikaajaliseks, s.t põhivaraks.

Kohustis on lühiajaline, kui:

- see tasutakse tavapärase äritegevuse käigus;
- eeldatakse, et selle tasumine toimub aruandeperioodile järgneva 12 kuu jooksul;
- puudub tingimusteta õigus lükata selle tasumine hilisemaks kui 12 kuud peale aruandeperioodi.

Kõik ülejäänud kohustised klassifitseeritakse pikaajaliseks.

3. Raha ja raha ekvivalendid

Raha hõlmab arvelduskontosid pankades.

Äritegevuse rahavoogusid kajastatakse kaudsel meetodil, mille puhul aruandeperioodi kasumit või kahjumit korrigeeritakse mõjudega, mis tulenevad mitterahalistest tehingutest, äritegevusega seotud nõuete ja võlgnevuste muutusest ning muudest investeerimis- või finantseerimistegevuse rahavoogudest tingitud korrigeerimistest. Investeerimis- ja finantseerimistegevuse rahavoogusid kajastatakse otsesel meetodil.

4. Tütar- ja sidusettevõtjate aktsiad või osad

Tütarettevõtjaks loetakse ettevõtet, mille üle emaettevõtjal on kontroll. Tütarettevõtjat loetakse emaettevõtja kontrolli all olevaks, kui emaettevõtja omab kas otseselt või kaudselt üle 50% tütar-ettevõtja hääleõiguslikest aktsiatest või osadest või on muul moel võimeline kontrollima tütar-ettevõtja tegevus- ja finantspoliitikat.

Sidusettevõtja on ettevõtte, mille üle emaettevõtjal on oluline mõju, kuid milles otsene või kaudne osalus on alla 50%. Meb Trust OÜ ei oma raamatupidamise mõistes kontrolli gruppi kuuluvate sidusettevõtete üle, kus osalus on alla 50% hääleõiguslikest osadest.

Investeeringuid tütar- ja sidusettevõtetesse kajastatakse soetusmaksumuse meetodil ning hiljem korrigeeritakse seda vajadusel investeeringu väärtuse languset tuleneva allahindlusega.

5. Finantsvarad

5.1 Finantsvarade kajastamine ja kajastamise lõpetamine

Finantsvarade klassifitseerimine sõltub ettevõtte ärimudelist finantsvarade haldamisel ning rahavoogude lepingulistest tingimustest. Ettevõtte kõik finantsvarad on klassifitseeritud korrigeeritud soetusmaksumuses mõõtmiskategooriasse ning see hõlmab järgmisi finantsseisundi aruande kirjeid: „Raha ja raha ekvivalendid“, „Klientide vahendid“, „Nõuded ostjate vastu ja muud nõuded“, „Pikaajalised finantsvarad“.

Tavapärastel turutingimustel toimuvad finantsvarade oste ja müüke kajastatakse tehingupäeval ehk kuupäeval, millal ettevõtte võtab endale vara ostmise või müümise kohustuse.

Finantsvarade kajastamine lõpetatakse kui õigused finantsvarast tulenevate rahavoogudele lõppevad või antakse üle ja kui ettevõtte annab üle sisuliselt kõik riskid ja hüved.

Finantsvarad kajastatakse esmasel arvele võtmisel õiglasel väärtuses, millele on lisatud tehingukulud, mis on otseselt seotud finantsvara omandamisega, välja arvatud finantsvarade puhul, mida kajastatakse õiglasel väärtuses muutustega läbi kasumiaruande. Õiglasel väärtuses muutustega läbi kasumiaruande kajastavate finantsvarade tehingutasud kajastatakse kuluna kasumiaruandes.

Finantsvarade edasine kajastamine sõltub ettevõtte ärimudelilist finantsvarade haldamisel ning finantsvara lepingulistest rahavoogudest. Varad, mida hoitakse lepinguliste rahavoogude kogumiseks ning mille rahavood on ainult põhiosa ja tasumata põhiosalt arvestatud intress, kajastatakse korrigeeritud soetusmaksumuses, kasutades efektiivse intressimäära meetodit. Korrigeeritud soetusmaksumusest arvatakse maha väärtuse langusest tekkinud kahjum. Intressitulu, välisvaluuta kasumid ja kahjumid ning väärtuse langus kajastatakse koondkasumiaruandes. Kajastamise lõpetamisel tekkinud kasumeid või kahjumeid kajastatakse koondkasumiaruandes.

6. Põhivarad

6.1 Materiaalne põhivara

Materiaalse põhivarana käsitletakse materiaalsel vara, mida kasutatakse äritegevuses ning mille eeldatav kasulik kasutusiga on üle ühe aasta maksumusega alates 1000 eurot.

Materiaalne põhivara võetakse arvele soetusmaksumuses, mis koosneb ostuhinnast ning soetamisega otseselt seotud kulutustest. Finantsseisundi aruandes kajastatakse materiaalsel põhivara soetusmaksumuses, millest on maha arvatud akumuliseeritud kulum ja väärtuse langus. Kui materiaalne põhivara koosneb oluliselt erineva kasuliku tööeaga komponentidest, võetakse need arvele iseseisvate objektidena ja amortiseeritakse kasuliku eluea jooksul.

Põhivara kulumit arvestatakse lineaarsel meetodil alates põhivara kasutuselevõtmise kuust kuni selle täieliku amortiseerumiseni või kasutusest eemaldamise kuule eelneva kuuni.

Põhivara all olevat kunsti ei amortiseerita.

Materiaalse põhivara objektide kajastamine lõpetatakse nende võõrandamisel või kui vara jätkuvast kasutamisest või võõrandamisest ei tulene majanduslikku kasu. Materiaalse põhivara kajastamise lõpetamisest tulenevad kasumid või kahjumid kajastatakse kasumiaruandes, kas muude äritulude või muude ärikulude koosseisus.

7. Finantskohustised

Finantskohustised võetakse algselt arvele õiglasel väärtuses, millest on maha arvestatud tehingukulu. Edasine kajastamine toimub korrigeeritud soetusmaksumuses.

Finantskohustised on klassifitseeritud kategooriatesse „korrigeeritud soetusmaksumuses mõõdetavad kohustised“ ning sellesse kuuluvad järgmised finantskohustised (finantsseisundi aruande kirjed): „Võlad tarnijatele ja muud võlad“, „Muud kohustised“ ning „Laenukohustised“. Tulenevalt nimetatud kohustiste maksetähtajast ja tehingu tingimustest on nende bilansiline maksumus juhtkonna hinnangul ligilähedane õiglasele väärtusele.

Finantskohustise kajastamine finantsseisundi aruandes lõpetatakse selle kohustise täitmisel, tühistamisel või aegumisel.

8. Maksustamine

8.1 Ettevõtte tulumaks

Kehtiva tulumaksuseaduse alusel ei maksa Eestis registreeritud ettevõtte tulumaksu mitte teenitud vaid jaotatud kasumilt. Tulumaksu makstakse dividendidelt, erisoodustustelt, kingitustelt, annetustelt,

vastu-võtukuludelt, ettevõtlusega mitteseotud väljamaksetelt ning siirdehinna korrigeerimistelt. Ettevõtte tulumaksumäär on 20/80 väljamakse netosummalt. Alates 2019. aastast rakendatakse madalamat maksumäära 14/86 regulaarsetele dividendiväljamaksetele ulatuses, mis on väiksem või võrdne kolme eelneva aasta keskmise maksustatud dividendidega. 2018. aasta on esimene arvesse võetav aasta kolme aasta keskmise maksustatud kasumi arvestamisel. Dividendide väljamaksmisega kaasnevat ettevõtte tulumaksu kajastatakse finantsseisundi aruandes kohustisena ja koondkasumiaruandes tulumaksukuluna perioodil, mil dividendid välja kuulutatakse, sõltumata sellest, millise perioodi eest need on välja kuulutatud või millal reaalne väljamakse teostatakse. Tulumaksukohustis tekib dividendide väljamaksele järgneva kuu 10. kuupäeval.

Maksustamissüsteemi omapärast lähtuvalt ei teki Eestis registreeritud ettevõtjatel erinevusi vara maksuarvestuslike ja bilansiliste jääkväärtuste vahel ning sellest tulenevalt ei teki ka edasilükkunud tulumaksunõudeid ega -kohustisi. Finantsseisundi aruandes ei kajastata tingimuslikku tulumaksukohustist, mis tekiks jaotamata kasumist dividendide väljamaksmisel.

9. Tulud (IFRS 15)

Müügitulu on tulu, mis tekib ettevõtte tavapärase äritegevuse käigus. Müügitulu kajastatakse tehinguhinnas. Tehinguhind on kogutasu, mida ettevõtte on õigus saada lubatud kauba kliendile üleandmise eest. Ettevõtte kajastab müügitulu siis, kui arendatud kinnisvara objekt (nt korteriomand) antakse kliendile üle asjaõiguslepinguga.

10. Eraldised ja tingimuslikud kohustised

Eraldised kajastatakse finantsseisundi aruandes juhul, kui ettevõtte on tekkinud eelnevate sündmuste tagajärjel seaduslikul või lepingulisel alusel põhinev kohustis; on tõenäoline, et kohustise täitmine on tõenäoline ning selle suurus on võimalik usaldusväärselt hinnata.

Eraldised on kajastatud juhtkonna parima hinnangu alusel ja nende tehingute tegelikud kulud võivad erineda käesoleva hetke hinnangutest.

Tingimuslike kohustistena avalikustatakse raamatupidamise aastaaruande lisades lubadused, garantiid ja muud võimalikud või eksisteerivad kohustised, mille realiseerumine on vähetõenäoline või millega kaasnevate kulutuste suurus ei ole võimalik piisava usaldusväärsusega hinnata, kuid mis teatud tingimustel võivad tulevikus muutuda kohustisteks.

11. Õiglase väärtuse mõõtmine

Nõuete õiglast väärtust mõõdetakse diskonteeritud rahavoogude meetodil vastavalt IFRS 7-le õiglase väärtuse hierarhia 3. taseme sisendite alusel.

Pikaajaliste finantskohustuste õiglase väärtus määratakse diskonteeritud tuleviku lepinguliste rahavoogude baasil, kasutades turu intressimäära 10%, mis on kontsernile kättesaadav sarnaste finantsinstrumentide kasutamisel (tase 3).

Kõik varad ja kohustised, mille õiglast väärtust finantsaruannetes mõõdetakse või avalikustatakse, liigitatakse õiglase väärtuse hierarhiasse, mida kirjeldatakse järgmiselt, lähtudes madalaima taseme sisendist, mis on õiglase väärtuse mõõtmisel tervikuna oluline:

Tase (T) 1 - identsete varade ja kohustiste noteeritud turuhinnad aktiivsetel turgudel.

Tase (T) 2 - hindamismeetodid, mille puhul on madalaima taseme sisend, mis on õiglase väärtuse mõõtmisel oluline, otseselt või kaudselt jälgitav.

Tase (T) 3 - hindamismeetodid, mille puhul on madalaima taseme sisend, mis on õiglase väärtuse mõõtmisel oluline, on mittejälgitavad.

2. taseme õiglast väärtust hinnatakse turuinfo abil ja hindamine põhineb jälgitavatel sisenditel.

3. taseme õiglast väärtust hinnatakse diskonteeritud rahavoogude hindamismeetodit kasutades ja hindamine põhineb mitte-järgitavatel sisenditel.

Juhatuse hinnangul ei erine finantsseisundi aruandes korrigeeritud soetusmaksumuses kajastatud lühiajaliste finantsvarade ja -kohustiste raamatupidamislikud väärtused 31.12.2023 ja 31.12.2022 seisuga oluliselt nende õiglasest väärtusest, kuna need tasutakse 12 kuu jooksul arvestatuna aruandekuupäevast. Samuti ei erine pikaajaliste laenude ja võlakohustiste õiglased väärtused oluliselt nende raamatupidamislikust väärtusest, kuna nende intressimäärad vastavad turul kehtivatele intressimääradele.

Lisa 3 Raamatupidamisarvestust puudutavad olulised otsused ja hinnangud

Aruannete koostamisel on kasutatud raamatupidamishinnanguid ja eeldusi, mis mõjutavad aruandes kajastatud varasid ja kohustisi. Kuigi nimetatud hinnangud on tehtud juhtkonna parima teadmise kohaselt, ei pruugi need kokku langeda hilisema tegeliku tulemusega. Muudatusi juhtkonna hinnangutes kajastatakse muudatuse toimumise perioodis. Alljärgnevad hinnangud omavad suurimat mõju käesolevas raamatupidamise aastaaruandes kajastatud finantsinformatsioonile.

- Nõuded ostjate vastu, laenuõuded ja muud nõuded seisuga 31.12.2023 summas 1 901 591 eurot (31.12.2022: 2 981 678 eurot) on juhtkonna hinnangul tõenäoliselt laekuvad. (Lisa 6).
- Juhtkond on otsustanud kasutada konsolideerimise kohustusest vabastamise erandit ja esitab konsolideerimata aruande.

Lisa 4 Riski- ja kapitali juhtimine

Oma igapäevategevuses peab ettevõtte arvestama erinevate finantsriskidega: krediidirisk, tururisk (hõlmab intressimäärde tõusu riski), likviidsusrisk ja kapitalirisk. Finantsriskide juhtimise eesmärk on kontrollida finantsriske ja selle kaudu kaasa aidata eesmärgistatud finantstulemuse saavutamisele. Ettevõtte finantsriskide juhtimine põhineb seadustel, regulatsioonidel ja rahvusvahelistest finantsaruandlusstandarditest tulenevatel nõuetel, samuti ettevõtte sisemistel regulatsioonidel ja hea tava põhimõtetel.

Pangalaene võetakse vastavalt projektide äriplaanidele ulatuses, mida projekt suudab oma tulevikus teenitavatest tuludest ilma täiendava omaniku panuseta teenindada.

Meb Trust pole teenuste turu mõttes väga suure mõjuga, tänaseks moodustavad suure enamuse kliendibaasist vaid Eesti ja tütarettevõtete kaudu Läti eraisikutest kodusid ostvad kliendid.

Ettevõtte riskijuhtimine on üles seatud mitmetasandilisena, kus esimene kaitseliin ehk iga eraldiseisev ärivaldkond on vastutav oma osakonna riskide võtmise ning igapäevase juhtimise eest. Teine kaitseliin ehk vastavuskontrolli ja riskide juhtimist ning maandamist teostab ettevõtte finantsjuhtimine. Rahapesu ja terrorismi rahastamise tõkestamise valdkonna riskide juhtimine toimub kooskõlas valdkonna spetsiifiliste regulatsioonidega.

4.1 Kapitali juhtimine

Meb Trust eesmärk kapitali juhtimisel on:

- Tagada ettevõtte tegevuse jätkuvus läbi kasumliku äritegevuste teostamise, hinnates regulaarselt projektide arengut ja äriplaani täitmise võimekust, tehes vajaduspõhiselt korrekture äristrateegias ja müügitaktikas;
- Tagada ettevõtte konkurentsivõime pikemas tulevikus läbi pideva turuseisu hindamise ja tulevikku suunatud arenduspotentsiaaliga kinnistute soetamise ning arendusportfelli laiendamise;
- Tagada arendusprojekte läbiviivates tüarettevõtetes erinevate osanike võrdne kohtlemine;
- Täita kapitalile kehtestatud nõudeid, nagu need on ettenähtud õigusaktides.

Vastavalt turul kehtivale heale tavale kasutab kontsern kapitali jälgimiseks netovõla ja kogu kapitali suhet:

	31.12.2023	31.12.2022
Laenukohustised	650 957	1 101 174
Miinus: raha ja raha ekvivalendid ning lühiajalised deposiidid	-876	-90 027
Netovõlg	650 081	1 011 147
Omanikele kuuluv omakapital kokku	1 173 395	2 486 308
Netovõlg ja omanikele kuuluv omakapital kokku	1 823 476	3 497 455
Neto võlakohustiste osakaal	35,7%	28,9%

Kontserni netovõlg seisuga 31.12.2023 oli 650 081 eurot (31.12.2022: 1,101 mln eurot).

	31.12.2023	31.12.2022
Raha ja raha ekvivalendid	876	90 027
Lühiajalised laenukohustused	-146 580	-691 125
Pikaajalised laenukohustused	-504 377	-410 049
Netovõlg	-650 081	-1 011 147
Raha ja raha ekvivalendid	876	90 027
Fikseeritud intressimääraga laenukohustused	-650 957	-1 101 174
Ujuva intressimääraga laenukohustused	0	0
Netovõlg	-650 081	-1 011 147

	Raha ja raha ekvivalendid	Võla- kohustised	Kokku
Netovõlg 30.07.2021	7 143	-1 928 208	-1 921 066
Rahavoog	82 884	803 561	886 445
Reservi vabastamine		-100 000	-100 000
Loovutuslepingud		46 875	46 875
Diskonteerimine		123 473	123 473
Netovõlg 31.12.2022	90 027	-1 101 174	-1 011 147
Rahavoog	-89 150	273 000	183 850
Jagunemise mõju		10 000	10 000
Loovutuslepingud		201 195	201 195
Diskonteerimine		-33 978	-33 978
Netovõlg 31.12.2023	876	-650 957	-650 081

4.2 Krediidirisk

Meb Trust finantsvarad:

- 1) Raha ja raha ekvivalendid
- 2) Nõuded ostjate vastu ja muud nõuded
- 3) Pikaajalised finantsvarad

Krediidirisk kajastab potentsiaalset kahju, mis tuleneb vastaspoole suutmatusest täita õigeaegselt endale võetud kohustusi Meb Trust ees.

Maksimaalne krediidiriskile avatud positsioon (eurodes)

	Lisa	31.12.2023	31.12.2022
Raha ja raha ekvivalendid	5	876	90 027
Lühiajalised finantsinvesteeringud		19 613	803 778
Nõuded ostjate vastu ja muud nõuded	6,18,22	1 901 591	2 981 678
Pikaajalised finantsvarad	10	107 045	166 461
Kokku maksimaalne krediidiriskile avatud positsioon		2 029 125	4 041 944

Meb Trust hoiustab raha AS Swedbank ja AS LHV Pank (Moody's reiting Baa1) juures avatud arvelduskontodel. Krediidiriskile avatud positsioon rahast ja raha ekvivalentidest, mida hoitakse teistes krediidasutustes, kannab juhtkonna hinnangul olemuselt madalat krediidiriski.

Nõuded ostjate vastu ja muud nõuded seisuga 31.12.2023 ei oma juhtkonna hinnangul kõrget riski.

4.3 Tururisk

Tururisk väljendab potentsiaalset kahju, mis võib tekkida valuutakursside või intressimäärade ebasoodsatest muutustest.

4.3.1 Valuutarisk

Valuutarisk võib tekkida seoses välisvaluutas nõuete ja kohustiste tekkimisega klientide vastu. Ettevõtte peamiseks valuutaks on euro ning aruandekuupäeva seisuga välisvaluutas tehtud tehinguid ei olnud.

Ettevõtte juhtkonna hinnangul on valuutarisk minimaalne.

4.3.2 Intressimäära risk

Intressimäära risk avaldub Meb Trust puhul nõuetele laenusaaajate ning laenuandjate vastu, mis kannavad ettevõtte juhtkonna hinnangul ebaolulist intressimäära riski. Meb Trustil kõik laenud on fikseeritud määraga ning ujuva määraga intresse ettevõttes ei ole.

4.4 Likviidsusrisk

Oht, et MEB Trust ei suuda õigeaegselt ja kohaselt täita oma rahalisi kohustusi.

Likviidsusrisk hõlmab järgmisi finantskohustisi (finantsseisundi aruande kirjed): „Võlad tarnijatele ja muud võlad“, „Muud kohustised“ ning „Laenukohustised“ seisuga 31.12.2023 summas 887 804 eurot (31.12.2022: 1 587 710 eurot).

Likviidsusriski maandamiseks omab MEB Trust pidevalt piisavalt käibevahendeid, et täita käibekohustusi. Kontsern on loonud protsessi grupi rahalise seisu jälgimiseks ja planeerimiseks, et tagada optimaalne likviidsus igal ajahetkel.

Juhtkonna hinnangul on likviidsuse risk ebaoluline, kuivõrd käibevara ületab lühiajalisi kohustisi viis korda (31.12.2022 üle kolme korra).

Kohustiste jaotus maksetähtaegade järgi

Seisuga	Kuni 1 aasta	1-5 aastat	Diskonteerimata rahavood kokku	Bilansiline väärtus
31.12.2023	146 580	593 872	740 452	650 957
31.12.2022	691 125	533 522	1 224 647	1 101 174

4.5 Õiglase väärtuse hinnang

Kontserni hinnangul ei erine soetusmaksumuses kajastatud finantsvarade (lisad 8, 9) bilansilised väärtused seisuga 31.12.2023 ja 31.12.2022 oluliselt nende õiglasest väärtusest. Nende laenude õiglast väärtust mõõdetakse diskonteeritud rahavoogude meetodil IFRS 7-le õiglase väärtuse hierarhia 3. taseme sisendite alusel.

Lisa 5 Raha

(eurodes)	31.12.2023	31.12.2022	30.07.2021
Pangakontod ja sularaha	876	90 027	7 143
Raha ja raha ekvivalendid kokku	876	90 027	7 143

Lisa 6 Nõuded ja ettemaksed

(eurodes)	Lisad	31.12.2023	31.12.2022	30.07.2021
Nõuded ostjate vastu		720	720	1 440
Maksude ettemaksed		4 514	6 925	0
Laenunõuded	16, 20	1 763 030	2 660 961	1 840 172
Intressinõuded	20	109 600	298 073	156 752
Muud nõuded		23 727	15 000	15 000
Nõuded ostjate vastu ja muud nõuded kokku		1 901 591	2 981 678	2 013 364

Lisa 7 Materiaalne põhivara

(eurodes)	Materiaalne põhivara	Kokku
Jääkmaksumus 30.07.2021	0	0
Soetatud põhivara	32 073	32 073
Saldo 31.12.2022	32 073	32 073
Soetusmaksumus	32 073	32 073
Jääkmaksumus 31.12.2022	32 073	32 073
Soetatud põhivara	0	0
Saldo 31.12.2023		
Soetusmaksumus	32 073	32 073
Jääkmaksumus 31.12.2023	32 073	32 073

Materiaalne põhivara (32 073 EUR) all on kajastatud kunst ning seda ei amortiseerita.

Lisa 8 Investeeringud tütarettevõtetesse

Tütarettevõtja registrikood	Tütarettevõtja nimi	Asutamise riik	Põhitegevusala	2023	2022
16269388	Mebo OÜ	Eesti	Valdusfirmade tegevus	0%	100%
16671328	Laheva OÜ	Eesti	Enda kinnisvara ost ja müük	100%	0%
40203479575	Meb Trust LV SIA	Läti	Enda kinnisvara ost ja müük	100%	0%
12946627	Järveküla Majad OÜ	Eesti	Enda kinnisvara ost ja müük	100%	0%
12557009	Tabasalu Kodu OÜ	Eesti	Enda kinnisvara ost ja müük	75%	75%
11298540	Trummi 25 OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	0%	63%
14853507	Peetri 7 OÜ	Eesti	Ärinõustamine jm juhtimisalane nõustamine	100%	100%
14499782	TA Capital OÜ	Eesti	Valdusfirmade tegevus	0%	100%
12608681	Ringtee Tehnopark OÜ	Eesti	Enda kinnisvara ost ja müük	0%	80%
14286589	Jahu 4 OÜ	Eesti	Enda kinnisvara ost ja müük	0%	70%
40203411619	Teego Holding SIA	Läti	Enda kinnisvara ost ja müük	0%	100%
50203412141	Teego SIA	Läti	Enda kinnisvara ost ja müük	0%	100%
40203405701	Greego SIA	Läti	Enda kinnisvara ost ja müük	0%	100%
16576966	HPSK OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	100%	100%
50203405351	Greengo SIA	Läti	Enda kinnisvara ost ja müük	0%	100%

Lisa 9 Investeeringud sidusettevõtetesse

Sidusettevõtja registrikood	Sidusettevõtja nimi	Asutamise riik	Põhitegevusala	2023	2022
16269371	Invego RP OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	0%	50%
11790620	Invego OÜ	Eesti	Muud finantsteenuste abitegevusalad	30%	38%
12799273	Lucca Ärimaja OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	41%	41%
12205492	Bakland OÜ	Eesti	Muud mujal liigitamata finantsteenuste abitegevusalad	0%	50%
12391164	Pikk Kinnisvara OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	0%	24%
12485132	Vabaduse Ateljee OÜ	Eesti	Enda kinnisvara ost ja müük	0%	50%
14340142	Ilmapiiri OÜ	Eesti	Enda kinnisvara ost ja müük	50%	50%
40203176595	Grostonas SIA	Läti	Enda kinnisvara ost ja müük	0%	31%
40203032265	Bauskas SIA	Läti	Enda kinnisvara ost ja müük	0%	31%
14371579	Tööstuse 54 OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	50%	50%
40203365697	Miera Development SIA	Läti	Enda kinnisvara ost ja müük	0%	31%
12661112	OTH Holding OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	0%	50%
14286537	SP 13 OÜ	Eesti	Enda kinnisvara ost ja müük	0%	50%
16343558	Lucca Investeeringud OÜ	Eesti	Enda kinnisvara ost ja müük	25%	25%

40203379216	Zasa Holdings SIA	Läti	Enda kinnisvara ost ja müük	0%	50%
16577049	Habo Arendus OÜ	Eesti	Enda kinnisvara ost ja müük	50%	50%
16583038	Ladina Arenduse OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	50%	50%
29524996	Invego Keila Pargikodud OÜ	Eesti	Enda või renditud kinnisvara üürileandmine ja käitus	15%	100%

Lisa 10 Omakapital

Osakapital ja ülekurs

<i>(eurodes)</i>	31.12.2023	31.12.2022	30.07.2021
Osakapital	2 500	2 500	2 500
Muud reservid	0	0	100 000
Osakapital ja ülekurs kokku	2 500	2 500	102 500
Osade arv	2 500	2 500	2 500
Osa nimiväärtus (eurodes)	1	1	1

Lisa 11 Võlad ja ettemaksed

<i>(eurodes)</i>	Lisad	31.12.2023	31.12.2022	30.07.2021
Saadud ettemaksed		0	221 417	0
Võlad tarnijatele		157 566	137 832	6 000
Intressivõlad	20	79 280	127 287	253 433
Muud võlad		0	0	205 518
Võlad tarnijatele ja muud võlad kokku		236 846	486 535	464 950

Lisa 12 Müügitulu

<i>(eurodes)</i>	2023	2022	2021
Müügitulu Eestis	0	3600	0
Müügitulu kokku, sh	0	3600	0
<i>Edasimüügi eesmärgil ostetud kaubad ja teenused</i>	<i>0</i>	<i>3600</i>	<i>0</i>

Lisa 13 Üldhalduskulud

<i>(eurodes)</i>	2023	2022
Kontorikulud	611	93
Ruumide rent ja halduskulud	0	23 414
Ostetud teenused, sealhulgas	22 389	58 602
<i>juriidilised kulud</i>	<i>7 093</i>	<i>2 847</i>
<i>raamatupidamis- ja audiitorkulud</i>	<i>1 296</i>	<i>985</i>

<i>konsultatsioonikulud</i>	0	47 750
<i>Juhtimisteenused</i>	12 000	7 020
<i>Muud tegevuskulud</i>	1	-1
Üldhalduskulud kokku	23 001	82 108

Lisa 14 Muud ärikulud

<i>(eurodes)</i>	2023	2022
Aruandeperioodi kohalikud maksud	50	1126
Muud	0	406 972
Muud ärikulud kokku	50	408 098

Lisa 15 Finantstulud ja -kulud

Finantstulud		
<i>(eurodes)</i>	2023	2022
Finantstulu diskonteerimiselt	0	123 473
Finantstulu investeringutelt	59 206	2 290 762
Panga- ja deposiidi intressitulud	11	2
Finantstulud kokku	59 217	2 414 237

Finantskulud		
<i>(eurodes)</i>	2023	2022
Lepingutasud jm teenustasude kulud	300	1 800
Finantskulud kokku	300	1 800

Lisa 16 Laenunõuded

<i>(eurodes)</i>	31.12.2023	12 kuu jooksul	1-5 aasta jooksul	üle 5 aasta	Intressimäär	Alusvaluuta	Lisa nr
Lühiajalised laenud							
Lühiajalised laenud	916 622	916 622			2%	EUR	20
Lühiajalised laenud	383 290	383 290			7%	EUR	20
Lühiajalised laenud	12 000	12 000			8%	EUR	20
Lühiajalised laenud	451 118	451 118			10%	EUR	20
Lühiajalised laenud kokku	1 763 030	1 763 030	0	0			
Laenunõuded kokku	1 763 030	1 763 030	0	0			

(eurodes)	31.12.2022	12 kuu jooksul	1-5 aasta jooksul	üle 5 aasta	Intressimäär	Alusvaluuta	Lisa nr
Lühiajalised laenud							
Lühiajalised laenud	916 622	916 622			2%	EUR	20
Lühiajalised laenud	196 090	196 090			7%	EUR	20
Lühiajalised laenud	12 000	12 000			8%	EUR	20
Lühiajalised laenud	1 536 249	1 536 249			10%	EUR	20
Lühiajalised laenud kokku	2 660 961	2 660 961	0	0			0
Laenunõuded kokku	2 660 961	2 660 961	0	0			0

Lisa 17 Laenukohustised

(eurodes)	31.12.2023	12 kuu jooksul	1-5 aasta jooksul	üle 5 aasta	Intressi määr	Alusvaluuta	Tähtaeg	Lisa nr
Lühiajalised laenud								
Lühiajalised laenud	146 580	146 580	0	0	10%	EUR	2024	20
Lühiajalised laenud	0	0	0	0	0%	EUR	2024	10
Lühiajalised laenud kokku	146 580	146 580	0	0				

(eurodes)	31.12.2022	12 kuu jooksul	1-5 aasta jooksul	üle 5 aasta	Intressimäär	Alusvaluuta	Tähtaeg	Lisa nr
Pikaajalised laenud								
Pikaajalised laenud	234 000	0	234 000	0	10%	EUR	2027	20
Pikaajalised laenud	270 377	0	270 377	0	0%	EUR	2027	20
Pikaajalised laenud kokku	504 377	0	504 377	0				
Laenukohustised kokku	650 957	146 580	504 377	0				

(eurodes)	31.12.2022	12 kuu jooksul	1-5 aasta jooksul	üle 5 aasta	Intressi määr	Alusvaluuta	Tähtaeg	Lisa nr
Lühiajalised laenud								
Lühiajalised laenud	421 125	421 125	0	0	10%	EUR	2023	20
Lühiajalised laenud	270 000	270 000	0	0	0%	EUR	2023	20
Lühiajalised laenud kokku	691 125	691 125	0	0				
Pikaajalised laenud								
Pikaajalised laenud	144 000	0	144 000	0	10%	EUR	2027	20
Pikaajalised laenud	266 049	0	266 049	0	0%	EUR	2027	20
Pikaajalised laenud kokku	410 049	0	410 049	0				
Laenukohustised kokku	1 101 174	691 125	410 049	0				

Pikaajaline 0% laen on diskonteeritud määraga 10%.

Lisa 18 Üleminek IFRS-ile

Ettevõtte on koostanud käesoleva raamatupidamise aastaaruande esmakordselt kooskõlas rahvusvaheliste finantsaruandluse standarditega, nagu need on vastu võetud Euroopa Liidus (IFRS). Ettevõtte varasemad raamatupidamise aastaaruanded on koostatud vastavuses Eesti finantsaruandluse standardiga (RTJ). Üleminekukuupäevaks RTJ-lt IFRS-ile

Teatud eranditega nõuab IFRS 1 31.12.2023 lõppenud majandusaastal kehtinud standardite ja tõlgenduste versiooni tagasiulatuvat rakendamist. Meb Trust on IFRSi tingimustele vastava algbilansi koostamisel seisuga 30.07.2021 (ettevõtte asutamise kuupäev) ja sellele järgnevatel perioodidel kuni IFRSi esimese raporteerimiskuupäevani, rakendanud vastavaid versioone standarditest. Käesolevas raamatupidamise aruandes on Meb Trust rakendanud kohustuslikke erandeid ja on otsustanud mitte rakendada vabatahtlikke erandeid. Meb Trust seisukohast on asjakohane järgmine kohustuslik erand tagasiulatuva rakendamise osas: Hinnangute erand. IFRSi nõuetele vastavad hinnangud 30.07.2021 – 31.12.2022 olid kooskõlas nendel kuupäevadel tehtud Eesti Finantsaruandluse Standardile vastavate hinnangutega.

Üleminek IFRS-ile ei toonud kaasa olulisi muutusi ettevõtte raamatupidamise põhiaruannete esitusviisis ega varade väärtuses.

Lisa 19 Jagunemine

Finantsseisundi aruanne

	Jagunemise järgne 31.12.2023	Jagunemine	Jagunemise eelne 31.12.2023
Lühiajalised finantsinvesteeringud	19 613	-877 500	897 113
Lühiajalised nõuded ja ettemaksed	1 901 591	-371 431	2 273 022
Investeeringud tütarettevõtetesse	15 065	-168 433	183 498
Lühiajalised laenukohustised	146 580	-10 000	156 580
Lühiajalised võlad ja ettemaksed	219 296	-5 872	225 168

Lisa 20 Tehingud seotud osapooltega

Meb Trust raamatupidamise aastaaruandes on loetud seotud osapoolteks:

- olulist mõju omavad osanikud;
- olulist mõju omavad omanike lähisugulased;
- juhatuse võtmeisikud ja nende lähisugulased;
- eespool nimetatud isikute poolt kontrollitavaid või nende olulise mõju all olevaid ettevõtjaid.

Tehingute maht

<i>(eurodes)</i>	31.12.2023	31.12.2022	Lisad
LÜHIAJALISED			
Nõuded ja ettemaksed			
Tütarettevõtjad	5 746	1 287 854	6,16
Sidusettevõtjad	1 055 706	1 046 540	6,16
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	671 345	216 795	6,16
Kokku nõuded ja ettemaksed	1 732 797	2 551 189	
Laenukohustised			
Tütarettevõtjad	0	207 829	17
Sidusettevõtjad	0	10 000	17
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	130 080	142 780	17
Tegev- ja kõrgema juhtkonna ning olulise osalusega eraisikust omanike lähedased pereliikmed ning nende valitseva või olulise mõju all olevad ettevõtjad	16 500	16 500	17
Kokku laenukohustised	146 580	377 109	
Võlad ja ettemaksed			
Tütarettevõtjad	0	67 638	11
Sidusettevõtjad	0	4 707	11
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	59 464	45 928	11
Tegev- ja kõrgema juhtkonna ning olulise osalusega eraisikust omanike lähedased pereliikmed ning nende valitseva või olulise mõju all olevad ettevõtjad	2 266	592	11
Kokku võlad ja ettemaksed	61 730	118 865	
PIKAAJALISED			
Tütarettevõtjad	0	0	17
Sidusettevõtjad	0	0	17
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	504 377	410 049	17
Tegev- ja kõrgema juhtkonna ning olulise osalusega eraisikust omanike lähedased pereliikmed ning nende valitseva või olulise mõju all olevad ettevõtjad	0	0	17
Kokku laenukohustised	504 377	410 049	

Võlad ja ettemaksed

Tütarettevõtjad	0	0	11
Sidusettevõtjad	0	0	11
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	17 550	144	11
Tegev- ja kõrgema juhtkonna ning olulise osalusega eraisikust omanike lähedased pereliikmed ning nende valitseva või olulise mõju all olevad ettevõtjad	0	0	11
Kokku võlad ja ettemaksed	17 550	144	

ANTUD LAENUD	30.07.2021	Antud laenud	Antud laenude tagasimaksed	31.12.2022	Perioodi arvestatud intress	Lisa nr
Tütarettevõtjad	1 725 872	1 418 641	2 119 191	1 025 322	169 947	6,16
Sidusettevõtjad	83 500	1 071 530	134 500	1 020 530	23 267	6,16
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	30 800	177 290	0	208 090	7 727	6,16
Kokku antud laenud	1 840 172	2 667 461	2 253 691	2 253 942	200 941	

ANTUD LAENUD	31.12.2022	Antud laenud	Antud laenude tagasimaksed	31.12.2023	Perioodi arvestatud intress	Lisa nr
Tütarettevõtjad	1 025 322	408 829	1 428 550	5 600	30 832	6,16
Sidusettevõtjad	1 020 530	122 260	140 385	1 002 405	35 369	6,16
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	208 090	451 741	20 000	639 831	22 809	6,16
Kokku antud laenud	2 253 942	982 830	1 588 935	1 647 836	89 010	

LAENUKOHUSTISED	30.07.2021	Saadud laenud	Saadud laenude tagasimaksed	31.12.2022	Perioodi arvestatud intress	Lisa nr
Tütarettevõtjad	387 375	0	179 546	207 829	29 908	11,17
Sidusettevõtjad	10 000	0	0	10 000	1 436	11,17
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	1 029 751	908 186	1 383 108	552 829	88 821	11,17
Tegev- ja kõrgema juhtkonna ning olulise osalusega eraisikust omanike lähedased pereliikmed ning nende valitseva või olulise mõju all olevad ettevõtjad	22 812	68 000	74 312	16 500	520	11,17
Kokku antud laenud	1 449 938	976 186	1 636 966	787 158	120 685	

LAENUKOHUSTISED	31.12.2022	Saadud laenud	Saadud laenude tagasimaksed	31.12.2023	Perioodi arvestatud intress	Lisa nr
Tütarettevõtjad	207 829	188 000	395 829	0	14 183	11,17
Sidusettevõtjad	10 000	0	10 000	0	1 012	11,17
Tegev- ja kõrgem juhtkond ning olulise osalusega eraisikust omanikud ning nende valitseva või olulise mõju all olevad ettevõtjad	552 829	181 528	99 900	634 457	64 920	11,17
Tegev- ja kõrgema juhtkonna ning olulise osalusega eraisikust omanike lähedased pereliikmed ning nende valitseva või olulise mõju all olevad ettevõtjad	16 500	0	0	16 500	1 674	11,17
Kokku antud laenud	787 158	369 528	505 729	650 957	81 789	

2023. aastal ei ole makstud ettevõtte juhtkonnale töötasu (2022: töötasu ei ole makstud).

Seotud osapoolte vastu nõuete osas ei ole 2023. aastal ega 2022. aastal moodustatud allahindlusi.

Juhatus eettepanek kahjumi katmise kohta

Meb Trust OÜ juhatus kinnitas 2023. majandusaasta kasumi summas 88 579 eurot ning teeb eettepaneku kanda see järgmisesse perioodi.

Kristjan-Thor Vähi

Juhatus liige /allkirjastatud digitaalselt/

17.04.2025

Juhatusel liikmete allkirjad 2023. aasta majandusaasta aruandele

Juhatus on 31.10.2024 koostanud Meb Trust OÜ tegevusaruande ning raamatupidamise aastaaruande. Meb Trust OÜ juhatus on majandusaasta aruande, mis koosneb tegevusaruandest ja raamatupidamise aastaaruandest, läbi vaadanud ja heaks kiitnud.

Meb Trust OÜ 2023. a majandusaasta aruande on allkirjastanud:

Kristjan-Thor Vähi

Juhatusel liige /allkirjastatud digitaalselt/

17.04.2025

Müügitulu jaotus vastavalt Eesti majanduse tegevusalade klassifikaatorile (EMTAK)

Meb Trust OÜ müügitulu eurodes on jaotatud vastavalt EMTAK-i koodidele alljärgnevalt:

(eurodes)

EMTAKi kood	EMTAKi grupi nimetus	2023	2022
68101	Enda kinnisvara ost ja müük	0	3600
Müügitulu kokku		0	3600

Aruande digitaalallkirjad

Aruande lõpetamise kuupäev on: 17.04.2025

Meb Trust OÜ (registrikood: 16281679) 01.01.2023 - 31.12.2023 majandusaasta aruande andmete õigsust on digitaalselt kinnitanud:

Allkirjastaja nimi	Allkirjastaja roll	Allkirja andmise aeg
KRISTJAN-THOR VÄHI	Juhatuse liige	07.05.2025

Aruande osanike koosoleku kinnitamise staatus

Osanike koosoleku poolt kinnitatud

	Fwd Balance	Net Change	Balance
A S S E T S			
CURRENT ASSETS			
Cash and cash equivalents	90 026,75	-89 150,28	876,47
Short-term financial investments	803 778,00	-784 165,00	19 613,00
Trade and other receivables			
Trade receivables	720,00	0,00	720,00
Prepayments	6 924,85	-2 410,88	4 513,97
Other receivables	15 000,00	8 727,00	23 727,00
Loan receivables	2 660 960,88	-897 930,53	1 763 030,35
Interest receivables	298 072,59	-188 473,00	109 599,59
Total receivables and prepayments	2 981 678,32	-1 080 087,41	1 901 590,91
TOTAL CURRENT ASSETS	3 875 483,07	-1 953 402,69	1 922 080,38
NON-CURRENT ASSETS			
Shares in subsidiaries	55 988,00	-40 923,00	15 065,00
Shares in affiliates	110 192,00	-18 493,00	91 699,00
Long-term financial investments	281,00	0,00	281,00
Tangible assets	32 073,00	0,00	32 073,00
TOTAL NON-CURRENT ASSETS	198 534,00	-59 416,00	139 118,00

TOTAL ASSETS	4 074 017,07	-2 012 818,69	2 061 198,38

LIABILITIES AND OWNERS' EQUITY

CURRENT LIABILITIES			
Loan liabilities	691 125,30	-544 545,30	146 580,00
Debts and prepayments			
Prepayments received	221 416,67	-221 416,67	0,00
Trade payables	137 832,00	19 734,35	157 566,35
Interest liabilities	127 142,73	-65 412,73	61 730,00
Total Debts and prepayments	486 391,40	-267 095,05	219 296,35

TOTAL CURRENT LIABILITIES	1 177 516,70	-811 640,35	365 876,35
NON-CURRENT LIABILITIES			
Loan liabilities	410 048,86	94 328,40	504 377,26
Interest liabilities	144,00	17 406,00	17 550,00
Total non-current liabilities	410 192,86	111 734,40	521 927,26
TOTAL LIABILITIES	1 587 709,56	-699 905,95	887 803,61
EQUITY			
Share capital	2 500,00	0,00	2 500,00
Retained earnings (deficit)	0,00	1 082 315,11	1 082 315,11
Profit (loss) for the year	2 483 807,51	-2 395 227,85	88 579,66
TOTAL EQUITY	2 486 307,51	-1 312 912,74	1 173 394,77

TOTAL LIABILITIES AND OWNERS' EQUITY	4 074 017,07	-2 012 818,69	2 061 198,38

	Period	Accumulated
Scheme 2		
SALES REVENUE		
Total Sales revenue	0,00	0,00

Gross profit (-loss)	0,00	0,00
Advertising costs	56,67	56,67
ADMINISTRATIVE EXPENSES		
Admin. and general expenses	610,77	610,77
Purchased services	22 388,94	22 388,94
Other costs	1,25	1,25
Total Administrative expenses	23 000,96	23 000,96
OTHER OPERATING INCOME	10 981,50	10 981,50
OTHER OPERATING EXPENSES	50,00	50,00

PROFIT/LOSS BEFORE TAX	-12 126,13	-12 126,13
Interest income	114 074,59	114 074,59
Interest expenses	72 285,91	72 285,91
OTHER FINANCE INCOME AND EXPENSES		
Finance income	59 216,78	59 216,78
Finance expenses	300,00	300,00
Total Other finance income and expenses	58 916,78	58 916,78

PROFIT/LOSS BEFORE TAX	88 579,33	88 579,33

NET PROFIT/LOSS FOR FINANCIAL YEAR	88 579,33	88 579,33

Appendix 4. Audited annual report Invego Latvia (former business name SIA "Meb Trust LV") as of 31 December 2023 (Latvian original and translation of the balance sheet and income statement into English)

Rīga

SIA "Meb Trust LV"

Reģ. Nr. 40203479575

Strēlnieku iela 8 - 2, Rīga, LV-1010

Gada pārskats par periodu no 2023. gada 26. aprīļa līdz 31. decembrim.

kas sagatavots saskaņā ar Latvijas normatīvo aktu prasībām
un neatkarīgu revidentu ziņojums

SIA "Meb Trust LV" gada pārskats par periodu no 2023. gada 26. aprīļa līdz 31. decembrim.
Reģ. Nr. 40203479575, Strēlnieku iela 8 - 2, Rīga, LV-1010

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INFORMĀCIJA PAR SABIEDRĪBU

Sabiedrības nosaukums	SIA "Meb Trust LV"		
Sabiedrības juridiskais statuss	Sabiedrība ar ierobežotu atbildību		
Reģistrācijas Nr., vieta un datums	40203479575, Rīga, 26.04.2023		
Juridiska adrese	Strēlnieku iela 8 - 2, Rīga, LV-1010		
Lielākie dalībnieki	Meb Trust OU - 100%		
Valdes locekļi	Kristjan - Thor Vahi – Valdes loceklis		
Gada pārskatu sagatavoja	Grant Thornton Baltic SIA	50003619401	
Pārskata gads	no 26.04.2023	līdz	31.12.2023
Ziņas par koncerna meitas sabiedrībām	SIA "Artigo", Reģ. Nr. 40203512757, Strēlnieku iela 8 - 2, Rīga, LV-1010 SIA "Elego", Reģ. Nr. 40203512884, Strēlnieku iela 8 - 2, Rīga, LV-1010 SIA "Cinego", Reģ. Nr. 40203510614, Strēlnieku iela 8 - 2, Rīga, LV-1010 SIA "Greengo", Reģ. Nr. 50203405351, Strēlnieku iela 8 - 2, Rīga, LV-1010 SIA "Greego", Reģ. Nr. 40203405701, Strēlnieku iela 8 - 2, Rīga, LV-1010		
Ziņas par koncerna asociētajām sabiedrībām	SIA "Zasa Holdings", Reģ. Nr. 40203379216, Strēlnieku iela 8 - 2, Rīga, LV-1010 SIA "Teego Holding", Reģ. Nr. 40203411619, Strēlnieku iela 8 - 2, Rīga, LV-1010		
Sabiedrības darbības veids	Sava nekustama īpašuma pirkšana un pārdošana		
NACE klasifikatora kods	6810		
Revidenti	SIA "IR Audits" Reģ. Nr. 40203175509 Krēslas iela 1C-4, Rīga, LV-1048 Rīga, LV-1048 Licence Nr. 187		
	Zvērināts revidents Raivis Irbītis Sertifikāts Nr. 205		

SIA "Meb Trust LV" gada pārskats par periodu no 2023. gada 26. aprīļa līdz 31. decembrim.
Reģ. Nr. 40203479575, Strēlnieku iela 8 - 2, Rīga, LV-1010

PELNAS VAI ZAUDĒJUMU APRĒKINS
(klasificēts pēc izdevumu funkcijas)

	26.04.2023.- 31.12.2023. EUR
	Piezīmes numurs
Pārdošanas izmaksas	(200)
Administrācijas izmaksas	(24 307)
Pārējās saimnieciskās darbības izmaksas	(5 862)
Procentu maksājumi un tamlīdzīgas izmaksas:	(3 502)
<i>a) radniecīgām sabiedrībām</i>	(144)
<i>b) citām personām</i>	(3 358)
Peļņa vai zaudējumi pirms uzņēmumu ienākuma nodokļa	(33 871)
Uzņēmumu ienākuma nodoklis par pārskata gadu	(832)
Peļņa vai zaudējumi pēc uzņēmumu ienākuma nodokļa	(34 703)
Pārskata gada peļņa vai zaudējumi	(34 703)

Pielikums no 7. līdz 9. lapai ir neatņemama šī finanšu pārskata sastāvdaļa.

Kristjan - Thor Vahi
(Valdes loceklis)

paraksts

Gada pārskatu sagatavoja:

Raitis Logins
(ārpaikpojuma grāmatvedis)

paraksts

ŠIS DOKUMENTS IR PARAKSTĪTS ELEKTRONISKI AR DROŠU ELEKTRONISKO PARAKSTU
UN
SATUR LAIKA ZĪMOGU

SIA "Meb Trust LV" gada pārskats par periodu no 2023. gada 26. aprīļa līdz 31. decembrim.
Reģ. Nr. 40203479575, Strēlnieku iela 8 - 2, Rīga, LV-1010

BILANCE

AKTĪVS	Piezīmes numurs	31.12.2023 EUR
Ilgtermiņa finanšu ieguldījumi		
Līdzdalība radniecīgo sabiedrību kapitālā	3	838 200
Aizdevumi radniecīgajām sabiedrībām		5 000
Līdzdalība asociēto sabiedrību kapitālā	4	627 282
Aizdevumi asociētajām sabiedrībām		12 668
Ilgtermiņa finanšu ieguldījumi kopā		1 483 150
Ilgtermiņa ieguldījumi kopā		1 483 150
Apgrozāmie līdzekļi		
Debitori		
Citi debitori		49
Debitori kopā		49
Nauda		6 329
Apgrozāmie līdzekļi kopā		6 378
AKTĪVS KOPĀ		1 489 528

SIA "Meb Trust LV" gada pārskats par periodu no 2023. gada 26. aprīļa līdz 31. decembrim.
Reģ. Nr. 40203479575, Strēlnieku iela 8 - 2, Rīga, LV-1010

BILANCE

PASĪVS	Piezīmes numurs	31.12.2023 EUR
Pašu kapitāls		
Akciju vai daļu kapitāls (pamatkapitāls)		2 800
Pārskata gada peļņa vai zaudējumi		(34 703)
Pašu kapitāls kopā		(31 903)
Kreditori		
Ilgtermiņa kreditori		
Citi aizņēmumi		1 491 858
Parādi radniecīgajām sabiedrībām		5 744
Ilgtermiņa kreditori kopā		1 497 602
Īstermiņa kreditori		
Parādi piegādātājiem un darbuzņēmējiem		22 997
Nodokļi un valsts sociālās apdrošināšanas obligātās iemaksas		832
Īstermiņa kreditori kopā		23 829
Kreditori kopā		1 521 431
PASĪVS KOPĀ		1 489 528

Pielikums no 7. līdz 9. lapai ir neatņemama šī finanšu pārskata sastāvdaļa.

Kristjan - Thor Vahi
(Valdes loceklis)

paraksts

Gada pārskatu sagatavoja:

Raitis Logins
(ārpaikpojuma grāmatvedis)

paraksts

ŠIS DOKUMENTS IR PARAKSTĪTS ELEKTRONISKI AR DROŠU ELEKTRONISKO
PARAKSTU UN SATUR LAIKA ZĪMOGU

FINANŠU PĀRSKATA PIELIKUMS

(1) Vispārīga informācija par Sabiedrību

SIA „Meb Trust LV” (turpmāk tekstā – Sabiedrība) reģistrēta Latvijas Republikas Uzņēmumu reģistrā 2023. gada 26. aprīlī. Sabiedrības juridiskā adrese ir Strēlnieku iela 8 -2, Rīga, LV - 1010. Sabiedrības pamatdarbība ir saistīta ar sava nekustama īpašuma pirkšanu un pārdošanu.

(2) Nozīmīgi grāmatvedības uzskaites principi

Pārskata sagatavošanas principi

Gada pārskats ir sagatavots saskaņā ar Latvijas Republikas Grāmatvedības likumu un Gada pārskatu un konsolidēto gada pārskatu likumu.
Peļņas vai zaudējumu aprēķins ir klasificēts pēc izdevumu funkcijas metodes.

Pārskata periods

Šis ir sabiedrības pirmais pārskata periods, no 26.04.2023 līdz 31.12.2023

Pielietotie grāmatvedības principi

Finanšu pārskats ir sagatavots, pieņemot, ka Sabiedrība darbosies arī turpmāk. Novērtējumi veikti ar pienācīgu piesardzību.

Ilgtermiņa finanšu ieguldījumi

Radniecīgās sabiedrības

Radniecīgā sabiedrība ir sabiedrība, kuru tieši vai netieši kontrolē cita sabiedrība (mātes sabiedrība – vairāk kā 50% no akcionāru vai dalībnieku balsstiesībām šajā sabiedrībā). Mātes sabiedrība kontrolē meitas sabiedrības finanšu un biznesa politiku. Sabiedrība atzīst ienākumus no ieguldījuma tikai tad, ja saņem no radniecīgās sabiedrības pēc iegādes datuma radušās peļņas sadali. Saņemto sadali, kas pārsniedz šo peļņu, uzskata par ieguldījuma atgūšanas izmaksām un atspoguļo kā ieguldījuma radniecīgo sabiedrību kapitālā iegādes izmaksu samazinājumu.

Asociētās sabiedrības

Asociētā sabiedrība ir sabiedrība, kurā ieguldītājam tieši vai netieši ir būtiska ietekme (ne mazāk kā 20%, bet ne vairāk par 50% no akcionāru vai dalībnieku balsstiesībām šajā sabiedrībā), bet nav finanšu un darbības politikas kontroles tiesību. Sabiedrība atzīst ienākumus no ieguldījuma tikai tad, ja saņem no radniecīgās sabiedrības pēc iegādes datuma radušās peļņas sadali. Saņemto sadali, kas pārsniedz šo peļņu, uzskata par ieguldījuma atgūšanas izmaksām un atspoguļo kā ieguldījuma radniecīgo sabiedrību kapitālā iegādes izmaksu samazinājumu.

Finanšu instrumenti

Ilgtermiņa aizdevumi un prasījumi

Ir finanšu aktīvs, ko radījusi sabiedrība, dodot naudu vai sniedzot pakalpojumus tieši parādniekam, un kas nav radīts ar nolūku to tūlīt vai īsā laikā pārdot. Aizdevumi sākotnēji tiek atspoguļoti to sākotnējā vērtībā, ko nosaka, aizdevuma summas patiesajai vērtībai pieskaitot ar aizdevuma izsniegšanu saistītās izmaksas. Pēc sākotnējās atzīšanas aizdevumi tiek uzskaitīti to amortizētajā vērtībā, izmantojot faktiskās procentu likmes metodi. Amortizētā vērtība tiek aprēķināta, ņemot vērā aizdevuma izsniegšanas izmaksas, kā arī jebkurus ar aizdevumu saistītos diskontus vai prēmijas. Amortizācijas rezultātā radusies peļņa vai zaudējumi tiek atspoguļoti peļņas vai zaudējumu aprēķinā kā procentu ieņēmumi un izmaksas. Ja notikusi aktīva vērtības samazināšanās, tiek veidoti atbilstoši uzkrājumi.

Nauda

Nauda un tās ekvivalenti sastāv no tekošo bankas kontu atlikumiem.

Aizņēmumi

Aizņēmumi sākotnēji tiek atspoguļoti to sākotnējā vērtībā, ko nosaka, no aizņēmuma summas patiesās vērtības atņemot ar aizņēmuma saņemšanu saistītās izmaksas. Turpmākajos periodos aizņēmumi tiek atspoguļoti amortizētajā iegādes vērtībā.

Aizņēmumu klasificē kā ilgtermiņa, ja maksāšanas, vai norakstīšanas termiņi iestājas vēlāk par gadu pēc attiecīgā pārskata gada beigām. Summas, kas maksājamas vai norakstāmas gada laikā, uzrādītas īstermiņa aizņēmumu postenī.

Ieņēmumu atzīšana

Ieņēmumi tiek atzīti atbilstoši pārlicēbai par iespēju Sabiedrībai gūt ekonomisko labumu un tik lielā apmērā, kādā to iespējams pamatoti noteikt, atskaitot pievienotās vērtības nodokli un ar pārdošanu saistītās atlaides. Ieņēmumus atspoguļo ņemot vērā saimnieciskā darījuma ekonomisko saturu un būtību nevis juridisko formu.

Notikumi pēc bilances datuma

Finanšu pārskatā tiek atspoguļoti tādi notikumi pēc pārskata gada beigām, kas sniedz papildu informāciju par Sabiedrības finansiālo stāvokli bilances sagatavošanas datumā (koriģējošie notikumi). Ja notikumi pēc pārskata gada beigām nav koriģējoši, tie tiek atspoguļoti finanšu pārskata pielikumos tikai tad, ja tie ir būtiski.

SIA "Meb Trust LV" gada pārskats par periodu no 2023. gada 26. aprīļa līdz 31. decembrim.
Reģ. Nr. 40203479575, Strēlnieku iela 8 - 2, Rīga, LV-1010

(3) Līdzdalība radniecīgo sabiedrību kapitālā

	31.12.2023
	<u>EUR</u>
Iegāde/Dibināšana (+)	838 200
Iegādes vērtība pārskata gada beigās	838 200
Vērtības samazinājums pārskata perioda beigās	-
Bilances vērtība pārskata perioda beigās	<u>838 200</u>

Sabiedrība pārskata gadā iegādājās meitas sabiedrību SIA Artigo, reģ.nr. 40203512757, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 100% daļu.

Sabiedrība pārskata gadā iegādājās meitas sabiedrību SIA Elego, reģ.nr. 40203512884, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 100% daļu.

Sabiedrība pārskata gadā iegādājās meitas sabiedrību SIA Greengo, reģ.nr. 50203405351, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 100% daļu.

Sabiedrība pārskata gadā iegādājās meitas sabiedrību SIA Greego, reģ.nr. 40203405701, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 100% daļu.

Sabiedrība pārskata gadā iegādājās meitas sabiedrību SIA Cinego, reģ.nr. 40203510614, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 75% daļu.

(4) Līdzdalība asociēto sabiedrību kapitālā

	31.12.2023
	<u>EUR</u>
Bilances vērtība pārskata perioda sākumā	-
Iegāde (+)	627 282
Iegādes vērtība pārskata gada beigās	627 282
Vērtības samazinājums pārskata perioda beigās	-
Bilances vērtība pārskata perioda beigās	<u>627 282</u>

Līdzdalības vērtības izmaiņas:

Sabiedrība pārskata gadā iegādājās asociēto sabiedrību SIA Zasa Holdings, reģ.nr. 40203379216, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 37.5% daļu.

Sabiedrība pārskata gadā iegādājās asociēto sabiedrību SIA Teego Holding, reģ.nr. 40203411619, Strēlnieku iela 8 - 2, LV - 1010. Sabiedrībai pieder 20% daļu.

(5) Vidējais darbinieku skaits

	26.04.2023.-
	<u>31.12.2023.</u>
Valdes locekļi	-
Padomes locekļi	-
Pārējie darbinieki	-

Kristjan - Thor Vahi
(Valdes loceklis)

paraksts

Gada pārskatu sagatavoja:

Raitis Logins
(ārpakalpojuma grāmatvedis)

paraksts

ŠIS DOKUMENTS IR PARAKSTĪTS ELEKTRONISKI AR DROŠU ELEKTRONISKO PARAKSTU UN SATUR LAIKA ZĪMOGU

	Fwd Balance	Net Change	Balance
A S S E T S			
CURRENT ASSETS			
Cash	0,00	6 328,79	6 328,79
Trade and other receivables			
Prepayments	0,00	49,35	49,35
Total Trade and other receivables	0,00	49,35	49,35
TOTAL CURRENT ASSETS	0,00	6 378,14	6 378,14
FIXED ASSETS			
Shares in subsidiaries and affiliates	0,00	1 465 482,00	1 465 482,00
Long-term receivables			
Loan receivables	0,00	17 668,00	17 668,00
Total receivables and prepayments	0,00	17 668,00	17 668,00
TOTAL FIXED ASSETS	0,00	1 483 150,00	1 483 150,00

TOTAL ASSETS	0,00	1 489 528,14	1 489 528,14

LIABILITIES AND OWNERS' EQUITY			
CURRENT LIABILITIES			
Debts and prepayments			
Trade payables	0,00	22 996,68	22 996,68
Taxes	0,00	832,00	832,00
Total Debts and prepayments	0,00	23 828,68	23 828,68
TOTAL CURRENT LIABILITIES	0,00	23 828,68	23 828,68
NON-CURRENT LIABILITIES			
Loan liabilities	0,00	1 494 100,00	1 494 100,00
Long-term interests	0,00	3 502,39	3 502,39

TOTAL NON-CURRENT LIABILITIES	0,00	1 497 602,39	1 497 602,39
TOTAL LIABILITIES	0,00	1 521 431,07	1 521 431,07
E Q U I T Y			
Issued capital	0,00	2 800,00	2 800,00
Net profit/loss for financial year	0,00	-34 702,93	-34 702,93
Total EQUITY	0,00	-31 902,93	-31 902,93

LIABILITIES AND EQUITY	0,00	1 489 528,14	1 489 528,14

	Period	Accumulated
Scheme 2		
SALES REVENUE		
Total Sales revenue	0,00	0,00
GOODS, RAW MATERIALS AND SERVICES	5 862,00	5 862,00

Gross profit (-loss)	-5 862,00	-5 862,00
Advertising costs	200,00	200,00
ADMINISTRATIVE EXPENSES		
Admin. and general expenses	26,71	26,71
Purchased services	24 279,83	24 279,83
Total Administrative expenses	24 306,54	24 306,54

PROFIT/LOSS BEFORE TAX	-30 368,54	-30 368,54
Interest expenses	3 502,39	3 502,39
OTHER FINANCE INCOME AND EXPENSES		
Total Other finance income and expenses	0,00	0,00

PROFIT/LOSS BEFORE TAX	-33 870,93	-33 870,93
Income tax	832,00	832,00

NET PROFIT/LOSS FOR FINANCIAL YEAR	-34 702,93	-34 702,93

DEVELOPER

INVEGO