

Notice on Final Terms of Notes Issue

Agro Invest Grupa d.o.o. za poljoprivrednu proizvodnju, stočarstvo, turizam, ugostiteljstvo, trgovinu i usluge, having its registered seat in Buzin (Grad Zagreb), Buzinski prilaz 10, registered with the Court Registry of the Commercial Court in Zagreb under the registration number (MBS): 010092380, PIN (OIB): 94617721444 ("**Issuer**"), by means of public offering on 12 July 2022 issued notes, with ticker AGIG-O-297A and ISIN HRAGIGO297A5, with a fixed annual interest rate with a semi-annual payment of interest and amortized maturity of principal with semi-annual payment in the amount of 5% of principal at the end of each of the first 12 (twelve) semi-annual periods after the issue date, 10% of principal at the end of 13th (thirteenth) semi-annual period after the issue date and with maturity of the final portion of the principal in the amount of 30% of the principal 7 (seven) years upon the issue date ("**Notes**").

The Issuer hereby notifies that the issue of Notes was successful and that the nominal amount of HRK 170,000,000.00 was paid for within the stipulated period.

The Notes were included in depository services, as well as clearing and settlement services, of the Central Depository & Clearing Company ("**CDCC**") based on the CDCC's decision of 12 July 2022.

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

Terms capitalized in this notice, unless otherwise defined herein, have the meaning set forth in the Notes Subscription Invitation dated 5 July 2022.

Final Terms of Notes Issue	
Issuer:	Agro Invest Grupa d.o.o.
Rang and type of Notes:	Notes are a direct, unsecured and unconditional obligation of the Issuer, mutually equal and at least of equal rank (<i>pari passu</i>) with all other, present and future, unsecured and non-subordinated obligations of the Issuer, except for obligations which may have priority on the basis of the applicable mandatory regulations. In the event of insolvency, claims under the Notes will be subordinated to claims of the first higher payment order that have priority in settlement under the law, such as for example: claims of the employees or claims secured by separate settlement rights in relation to those assets to which such separate settlement rights are related.
Guarantors:	The guarantee for Notes is given by companies POLJOPRIVREDNO PODUZEĆE ORAHOVICA društvo s ograničenom odgovornošću and Poljoprivredno prehrambeni koncern Valpovo društvo s ograničenom odgovornošću
Issue currency:	HRK
Total nominal amount of the Notes issue:	HRK 170,000,000.00
Nominal amount of a single Note:	HRK 1.00
Total number of issued Notes:	170,000,000
Ticker:	AGIG-O-297A
ISIN:	HRAGIGO297A5

Issue date:	12 July 2022													
Maturity of principal:	7 years after Issue date.													
Repayment of principle:	<p>Amortized repayment of principle:</p> <ul style="list-style-type: none">– upon each of first 12 (twelve) interest due dated, 5% of Notes’ principal shall be repaid;– upon the 13th (thirteenth) interest due date, 10% of Notes’ principal shall be repaid; and– the remaining 30% of principal shall be repaid at Notes’ Principal Payment Maturity Date. <p>The Maturity Dates of Parts of the Principal, the share of outstanding principal and changes in the share of the outstanding principal at the end of each period are listed in Annex 1 (<i>Repayment of the Principal and Interest Payment Schedule</i>).</p>													
Principal Maturity Date:	12 July 2029													
Reference interest rate:	2.29% <i>per annum</i>													
Risk premium of the Issuer:	1.21%													
Yield:	3.50%													
Issue price:	100.00%													
Issue price determination date:	7 July 2022													
Fixed interest rate:	3.50% <i>per annum</i> , semi-annual payment													
First interest due date:	12 January 2023													
Interest due dates:	Listed in Annex 1 (<i>Repayment of the Principal and Interest Payment Schedule</i>).													
Calculation of accrued interest:	Act/Act													
Call Option price: <i>(Issuer has the right to redeem the Notes prior to their maturity, at any time upon expiry of 78 (seventy eight) months from the Issue date, whereby the Notes will be redeemed for a price as shown in a table to the right)</i>	<table><tr><th rowspan="2">Clean Call Option price</th><th colspan="2">Call Option period</th></tr><tr><th>from, and including:</th><th>up to, but excluding:</th></tr><tr><td>100.875%</td><td>12 January 2028</td><td>12 October 2028</td></tr><tr><td>100.450%</td><td>12 October 2028</td><td>12 July 2029</td></tr></table>			Clean Call Option price	Call Option period		from, and including:	up to, but excluding:	100.875%	12 January 2028	12 October 2028	100.450%	12 October 2028	12 July 2029
Clean Call Option price	Call Option period													
	from, and including:	up to, but excluding:												
100.875%	12 January 2028	12 October 2028												
100.450%	12 October 2028	12 July 2029												
Clearing and settlement:	CDCC													
Segment of the regulated market:	Official Market of Zagreb Stock Exchange													
Applicable law:	Law of the Republic of Croatia and <i>acquis communautaire</i> of the European Union													
Joint Issuing Agents:	Erste&Steiermärkische Bank d.d., Privredna banka Zagreb d.d. and Raiffeisenbank Austria d.d.													

Schedule 1

Repayment of the Principal and Interest Payment Schedule

Maturity date	Period from (including)	Period to (but excluding)	No. of days	Portion of the outstanding principle (Pool factor) at period end	Change of the portion of outstanding principal at period end	Annual interest rate	Method of accrued interest calculation	Maturity of interest at period end
12 January 2023	12 July 2022	12 January 2023	184	0.95	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2023	12 January 2023	12 July 2023	181	0.90	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 January 2024	12 July 2023	12 January 2024	184	0.85	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2024	12 January 2024	12 July 2024	182	0.80	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 January 2025	12 July 2024	12 January 2025	184	0.75	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2025	12 January 2025	12 July 2025	181	0.70	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 January 2026	12 July 2025	12 January 2026	184	0.65	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2026	12 January 2026	12 July 2026	181	0.60	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 January 2027	12 July 2026	12 January 2027	184	0.55	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2027	12 January 2027	12 July 2027	181	0.50	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 January 2028	12 July 2027	12 January 2028	184	0.45	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2028	12 January 2028	12 July 2028	182	0.40	-0.05	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 January 2029	12 July 2028	12 January 2029	184	0.30	-0.10	3.50%	ISMA-99 Normal ACT/ACT	Yes
12 July 2029	12 January 2029	12 July 2029	181	0.00	-0.30	3.50%	ISMA-99 Normal ACT/ACT	Yes

Note: If an interest or portion of principal maturity date falls on a non-business day, payment of interest and payment for the purposes of repayment of the respective part of principal shall be made on the first following business day. Every day is business day except for Saturday, Sunday and public and religious holidays in the Republic of Croatia.