

# BOSQAR INVEST

**BOSQAR d.d.**

Ulica grada Vukovara 23  
10000 Zagreb

**Security:**

BSQR / ISIN: HRMRULRA0009  
3MRU / ISIN: HRMRULO277E9  
LEI: 74780080JD6L45P7YG07

**Regulated Market Segment:**

Zagreb Stock Exchange, Official Market

**Home Member State:**

Croatia

**Publication of other Information**

Zagreb, 18 June 2025

## NOTICE

### on Final Terms of Private Sustainability-Linked Bonds Issue

The company BOSQAR Joint Stock Company for Managing of Companies, with its registered office in Zagreb (City of Zagreb), Ulica grada Vukovara 23, registered in the Court Register of the Commercial Court in Zagreb under the registration number (MBS): 081210030, OIB: 62230095889 ("**Issuer**"), by means of private placement on 18 June 2025 issued the sustainability-linked bonds, with fixed interest rate and semi-annual payment and with the one-off maturity of the principal after 7 years, ticker: MRUL-O-326B, ISIN: HRMRULO326B0 ("**Private Bonds**").

The Private Bonds were offered only to one investor, i.e. to the European bank for reconstruction and development, 5 Bank Street, Lond E14 5BG, United Kingdom, PIN: 65196735166 ("**EBRD**"). On 4 June 2025, the Issuer and EBRD entered into Framework Agreement, whose integral part are Private Bonds Terms and Conditions ("**Issue Terms**")

Private Bonds were admitted to depository services, as well as to clearing and settlement services, of the Central Depository & Clearing Company, Inc. ("**CDCC**") based on the decision of CDCC dated 18 June 2025.

Private Bonds shall not be listed on the regulated market.

Below is summary of the Private Bonds final terms of issue:

<b>Issuer:</b>	BOSQAR d.d.
<b>Private Bonds ranking and type:</b>	The Private Bonds are a direct, unsubordinated, unsecured and unconditional obligation of the Issuer, mutually equal and at least of equal rank (pari passu) 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 and are sustainability-linked. In the event of insolvency, claims under the Private Bonds will be subordinated to the claims of the first higher payment order which have priority in settlement under the law, such as: claims of the employees or claims secured by separate settlement rights in relation to those assets to which such separate settlement rights are related.
<b>Guarantee for the Private Bonds:</b>	As of the date of the Framework Agreement, and as of today, there is no guarantee for the Private Bonds.

BOSQAR d.d. • Ulica grada Vukovara 23, Zagreb • Tel.: 01/6447-899 • Fax: 01/6447-890 • PIN: 62230095889 • Commercial banks: Erste&Steiermärkische Bank d.d., Jadranski trg 3A, Rijeka, IBAN: HR8524020061100933269; Podravska banka d.d., Opatička 3, Koprivnica, IBAN: HR7423860021119036043; Raiffeisenbank Austria d.d., Magazinska cesta 69, 10000 Zagreb, IBAN: HR4324840081135094448; Zagrebačka banka d.d., Trg bana Josipa Jelačića 10, Zagreb, IBAN: HR2323600001102936225 • Commercial Court in Zagreb; Company's (Court) registration number: 081210030 • Share capital: EUR 15,640,094.35 paid in part by investment of property and rights and in part by cash payments, and divided into 1,178,437 ordinary registered shares without nominal amount. • President of the Supervisory Board: Tamara Sardelić • Members of the Board: Darko Horvat, Tomislav Glavaš and Vanja Vlak

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	However, the Issuer shall, to such extent as permitted by applicable regulations, ensure that, no later than 6 months after the date of issue of the Private Bonds, Subsidiaries of the Issuer that meet criteria set by the Prospectus assume guarantees for the obligations of the Issuer under the Private Bonds. All such guarantees shall together cover 60% of the nominal principal amount of all issued Private Bonds. The liability of the Guaranteeing Subsidiaries shall not be joint and several.			
<b>Observation Date in respect of Sustainability Performance Target:</b>	31 December 2031			
<b>Publication of results of Sustainability Performance Target as of the Observation Date:</b>	In Sustainability Report or in standalone report in which the Issuer shall announce whether it has achieved the Sustainability Performance Target.			
<b>Penalty</b>	If a Reason for the Payment of Penalty occurs, the Issuer shall be obliged to pay the Bondholders one-time fee in the amount of 0.35% of the aggregate nominal amount of issued but unredeemed Private Bonds (excluding Bonds held by the Issuer or other members of the Group)			
<b>Total nominal amount of the Private Bonds issue:</b>	EUR 38,200,000.00			
<b>Settlement Currency:</b>	EUR			
<b>Nominal amount of a single Private Bond:</b>	EUR 1.00			
<b>Total number of issued Private Bonds:</b>	38,200,000			
<b>Ticker:</b>	MRUL-O-326B			
<b>ISIN:</b>	HRMRULO326B0			
<b>Principal maturity:</b>	Seven years			
<b>Repayment of principal:</b>	One-off, at maturity			
<b>Issue Date:</b>	18 June 2025			
<b>Principal Maturity Date:</b>	18 June 2032			
<b>Reference interest rate (7 year EUR-SWAP):</b>	2.35%			
<b>Issuer Risk Premium:</b>	230 bps			
<b>Yield:</b>	4.65%			
<b>Issue Price:</b>	99.852%			
<b>Issue price determination date:</b>	13 June 2025			
<b>Fixed Interest Rate:</b>	4.625% <i>per annum</i> , paid semi-annually			
<b>Interest Payment Dates:</b> <i>(If an Interest Payment Date is not a Business Day, the interest payment will be made on the first following Business Day. If the payment of the interest is postponed due to a non-</i>	<b>Interest Payment Dates</b>		<b>Interest accrual period</b>	
			<b>From, and including</b>	<b>Until, but excluding</b>
	1.	18.12.2025	18.06.2025	18.12.2025
	2.	18.06.2026	18.12.2025	18.06.2026
	3.	18.12.2026	18.06.2026	18.12.2026
	4.	18.06.2027	18.12.2026	18.06.2027
				<b>Number of days</b>
				183
				182
				183
				182

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<i>Business Day, the amount of interest will not be accordingly adjusted and it shall not be deemed that there is a delay in payment of interest.)</i>	5.	18.12.2027	18.06.2027	18.12.2027	183
	6.	18.06.2028	18.12.2027	18.06.2028	183
	7.	18.12.2028	18.06.2028	18.12.2028	183
	8.	18.06.2029	18.12.2028	18.06.2029	182
	9.	18.12.2029	18.06.2029	18.12.2029	183
	10.	18.06.2030	18.12.2029	18.12.2030	182
	11.	18.12.2030	18.06.2030	18.12.2030	183
	12.	18.06.2031	18.12.2030	18.06.2031	182
	13.	18.12.2031	18.06.2031	18.12.2031	183
	14.	18.06.2032	18.12.2031	18.06.2032	183
<b>Accrued interest calculation:</b>	ACT/ACT				
<b>Depository, clearing and settlement:</b>	Central Depository & Clearing Company, Inc.				
<b>Governing law:</b>	Croatian law				
<b>Bookrunner:</b>	Erste&Steiermärkische Bank d.d.				

**BOSQAR Inc.**