

Nasdaq Tallinn - Announcement from the exchange

5 March 2026 at 8:00

Notice on the Public Offering of Invego Group OÜ Bonds

Invego Group OÜ (registry code 16281679, address Telliskivi tn 51a, 10611 Tallinn, Estonia; hereinafter Invego Group) hereby announces a public offering of its unsecured bonds (the Offering). The Offering will be conducted on the basis of the information document published by Invego Group.

The Bonds are offered to retail and professional investors in Estonia, Latvia, and Lithuania only.

The main conditions of the Offering

Issuer	Invego Group OÜ
Orderbook name	INVG
Security type	Unsecured bond
ISIN	EE0000003655
Type of offering	Public offering to retail and institutional investors in Estonia, Latvia, and Lithuania
Issue volume	Up to EUR 4,000,000 (with the right to increase the issue volume up to EUR 8,000,000)
Issue price	EUR 1,000
Interest rate	9.5% per annum
Interest payments	Quarterly (26 June, 26 September, 26 December and 26 March)
Subscription period	5 March 2026 at 10:00 (EET) until 20 March 2026 at 15:30 (EET)
Publication of the results of the Offering	23 March 2026
Value Date	On or about 26 March 2026
Maturity Date	26 March 2030 (on or about, exactly 4 years form the value date)
Request for admission to trading	First North Bond List of Nasdaq Baltic
First trading day	On or about 30 March 2026
Arranger	AS LHV Pank
Sales Agents	Signet Bank AS, Evernord FMI UAB
Legal Adviser	TEGOS

Within the framework of the Offering, Invego Group is offering up to 4,000 unsecured Bonds with a nominal value of EUR 1,000 each, an expected maturity date of 26 March 2030 and a fixed interest rate of 9.5% per annum, payable quarterly. In the case of oversubscription, Invego Group has the right to increase the number of Bonds offered to up to 8,000 Bonds. The Bonds are offered at a price of EUR 1,000 per Bond.

The Bonds constitute unsecured debt obligations of Invego Group towards the investor. The obligations arising from the Bonds rank at least pari passu with all other unsecured debt obligations of Invego Group.

In accordance with the terms and conditions of the Bonds, Invego Group undertakes to publish its semi-annual and annual financial reports and to apply for admission to trading of the Bonds on the Nasdaq Baltic First North market.

The terms and conditions of the Bonds include financial covenants, including the obligation to maintain liquid assets in an amount at least equal to the next interest payment and to ensure that the adjusted equity ratio is at all times higher than 20% (adjusted equity ratio (%) = total equity / (total assets – bank loans)).

Further details of the Offering and related risk factors are described in the Information Document and in the terms and conditions of the Bonds.

Use of proceeds

Invego Group will direct the proceeds raised in the Offering towards financing the Group's development portfolio in Estonia, Latvia, and Portugal. The capital will primarily be used to finance the construction and sales phases of projects under development in Estonia and Latvia, as well as to support project-based co-financing alongside bank financing and existing investors.

The proceeds will be used, among other things, to cover planning, design, marketing activities and construction equity contributions, thereby supporting the phased implementation of projects and growth in sales volumes.

Submission of subscription orders

In order to subscribe to the Bonds, an investor must have a securities account with an account operator of Nasdaq CSD SE Estonian branch ("Nasdaq CSD") or with a member of the Nasdaq Riga or Nasdaq Vilnius stock exchange.

An investor wishing to subscribe to the Bonds during the Offering must submit a subscription order to the account operator managing the investor's securities account during the subscription period and in accordance with the procedures established by the account operator.

By submitting a subscription order, the investor authorises the account operator to block the total transaction amount in the investor's current account until settlement of the Offering or release of the funds in accordance with the Information Document and the terms and conditions of the Bonds.

The subscription order must contain at least the following information:

- Holder of the securities account: investor's name
- Securities account number: investor's securities account number
- Account operator: name of the investor's account operator
- Issuer: Invego Group OÜ
- Security: EUR 9.50 Invego Group bond 26-2030
- ISIN code: EE0000003655
- Number of securities: number of Bonds to be subscribed
- Price per Bond: EUR 1,000
- Transaction amount: number of Bonds subscribed × EUR 1,000
- Counterparty to the transaction: Invego Group OÜ
- Securities account of the counterparty: 99110681838
- Account operator of the counterparty: AS LHV Pank
- Value date: 26 March 2026
- Type of transaction: "subscription" or "purchase"

Admission to trading of the Bonds

Invego Group OÜ has submitted an application to Nasdaq Tallinn AS for the listing and admission to trading of all Bonds issued under the Offering on the Nasdaq Tallinn First North Bond List. Although Invego Group will make every effort to ensure the admission to trading of the Bonds, admission to trading cannot be guaranteed.

Availability of the Information Document and the terms and conditions

The Information Document together with its summary and the terms and conditions of the Bonds has been made public and is available in electronic form on Invego's website at:

<https://invego.ee/en/investor/bond-issue2026/>

In addition, the Information Document and the terms and conditions of the Bonds are available through the information system of the Nasdaq Tallinn Stock Exchange.

Before investing in the Bonds, investors are requested to familiarise themselves with the Information Document and the terms and conditions of the Bonds in their entirety and, if necessary, consult with an expert.

Kristjan-Thor Vähi
Member of the Management Board
E-mail: kristjan@invego.ee
<https://invego.ee/>

Important information

This notice is an advertisement for securities within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 and does not constitute an offer to sell or an invitation to subscribe for Bonds. An investment decision should be made solely on the basis of the Information Document, its summary and the terms and conditions of the Bonds, and, if necessary, in consultation with an expert.

The information contained herein is not intended for publication, distribution or transmission, in whole or in part, directly or indirectly, in or into the United States of America, Canada, Hong Kong, Japan, Singapore, South Africa or any other jurisdiction or under any circumstances where such publication, distribution or transmission would be unlawful. The Bonds of Invego Group are publicly offered only in Estonia, Latvia and Lithuania, and the sale or offering of the Bonds will not take place in any jurisdiction where such offering, invitation or sale would be unlawful without an exemption or qualification under applicable law.