

Memo

REGARDING VOTING AT THE RECOVERED UAB "INTEGRE TRANS" BONDHOLDERS MEETING TO BE CONVENED ON 27 JUNE 2024

UAB "Audifina", the trustee of UAB "Integre Trans" (the **Company**) bond (ISIN LT0000407553) (the **Bonds**) holders, having regard to the questions raised by the Bondholders on the vote at the meeting on 17 June 2024 (the **Meeting**) and reconvened meeting to be held on 27 June 2024 (the **Reconvened Meeting**), hereby publishes this memo on voting at the Reconvened Meeting or in advance in writing, as well as invites the Bondholders to express their views on the draft resolutions contained in the fourth item on the agenda, "On the demand for early redemption of the Company's debentures", namely:

- 1) First choice for the fourth item on the agenda ("**Question 1**"): to confirm the occurrence of the extraordinary early redemption event "Insolvency" <...>.
- 2) Second choice of the fourth item on the agenda ("**Question 2**"): to approve that <...> the continued fulfilment of the obligations of the Company and the Bondholders shall be resolved at a later date by convening a new Bondholders' meeting in accordance with the procedure laid down by law, with a view to either approve the restructuring plan or reject it.
- 3) Third choice for the fourth item on the agenda ("**Question 3**"): to require the Company to redeem the Bonds earlier than the scheduled redemption date <...>.

Depending on the vote of the Bondholders ("for" or "against") on the issues above, the results of the Reconvened Meeting may be:

- 1) Question 1: the decision that an extraordinary early redemption event "Insolvency" has occurred shall be deemed to have been passed if no less than $\frac{3}{4}$ (75%) of the participants with voting rights present at the Reconvened Meeting votes in favour ("for") to this question.
- 2) Question 2: the decision not to request for early redemption of the Bonds and to consider, as well as make the decision on the issue of the maturity/payment terms and conditions of the Bonds at the same time as the approval of the restructuring plan shall be deemed to have been passed if more than $\frac{1}{2}$ (50%) of the participants with voting rights present at the Reconvened Meeting votes in favour ("for") to this question.
- 3) Question 3: the results of voting of this question shall be calculated, if:
 - i) the decision not to consider and resolve the issue of the maturity and terms of redemption/payment of the Bonds in conjunction with the approval of the restructuring plan, as proposed in the vote on "Question 2" above shall is not passed; and
 - ii) an early redemption event has occurred before the beginning of voting:
 - a. a decision in favour ("for") "Question 1" as mentioned above is passed; or
 - b. another early redemption event has occurred under the Information document (the existence of such an event (the Company filed a petition with the court to open restructuring proceedings).The decision to request the Company to redeem the Bonds earlier than their scheduled redemption date shall be deemed to have been passed if no less than $\frac{3}{4}$ (75%) of the participants with voting rights present at the Reconvened Meeting votes in favour ("for") to this question.

Please note that since the requirement of quorum was not met at the Meeting, the Meeting shall is deemed not to have taken place. For the above reason, a Reconvened Meeting is hereby convened on 27 June 2024. The Reconvened Meeting shall not be subject to a requirement that more than $\frac{1}{2}$ of the voting members be present.