NOTICE OF EXTRAORDINARY GENERAL MEETING

November 14, 2023

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of the Company's Shareholders will be held at the registered office of the Company, located at Spyrou Araouzou 67, Ulysses House, 2nd floor, office 202, 3036, Limassol, Cyprus on the 28th of November 2023 at 9 a.m.

The Meeting will be held to consider and, if thought fit, to pass the appropriate resolution in respect of the following:

AGENDA

Consideration of a proposal by the Company to issue, in good faith and for the purposes of carrying on its business, EUR 50 000 000,00 Callable Corporate 4%-Coupon Bonds of nominal value €100 each, due by 30.11.2030 on the terms set out below, hereinafter referred to as the "Bonds".

a) Approval of the following terms and conditions of the Bonds:

Callable Corporate Bonds	
Issuer or Company	METTMANN PUBLIC COMPANY LIMITED
Nominal Value	€ 100.00 each
Listing Price	€ 100.00 each
Total number of Callable Corporate Bonds expected to be issued and admitted	Up to 500 000 Callable Corporate Bonds
Total issue size	Up to € 50 000 000,00 EUR
Subscription	The Callable Corporate Bonds can be subscribed by a limited number of subscribers
Minimum subscription amount per investor/subscriber	€ 100.00 EUR (1 Bond)
Callable Corporate Bonds issued as of 30.11.2023	500 000 Callable Corporate Bonds to be issued on 30.11.2023
Issue Date	30.11.2023
Maturity Date	Unless previously redeemed or purchased and cancelled, each Callable Corporate Bond will be redeemed by the Issuer at 100 per cent (100%) of its nominal amount on 30.11.2030.
Coupon	4% p.a., semi-annually
Form	Dematerialised

Method of distribution	Private placement
Guarantee	No
Secured	No
Interest	4.0% *(four per cent)* on nominal value of the Callable Corporate Bonds per annum. • Interest will be calculated on each Interest Payment Date that shall be determined as follows: • 1st Interest payment date – 31.05.2024, • 2nd and next Interest payment dates – 30.11 and 31.05 of each calendar year, • The last Interest payment date – 30.11.2030. The amount of interest payable in respect of the Callable Corporate Bonds on any Interest Payment Date shall be calculated via pro-rata basis (365/366 days per year) under the following formula: (actual number of days in the period) / (365 or 366 days accordingly) * 4%, where the period shall be calculated as period since the Issue date (including) or the last Interest Payment Date (including) until the respective Interest Payment Date (excluding) Each Callable Corporate Bond will cease to accrue interest from the date of its redemption or Maturity date.
LEI Code	984500C8D8097F39AF82
Trading Currency	EUR
Settlement Currency	EUR
Status and Subordination	Callable Corporate Bonds issued by the Issuer constitute direct, unsubordinated, unconditional and unsecured obligations of the Issuer and shall at all times rank equally and without any preference or priority among themselves. The payment obligations of the Issuer under the Callable Corporate Bonds shall, save for such exceptions as may be provided by mandatory provisions of applicable law and subject to the terms below, at all times rank at least equally with all of its other present and future unsecured and unsubordinated obligations. The Callable Corporate Bonds constitute unsecured obligations of the Issuer which rank: (a) equally among themselves; (b) subordinated to all subordinated obligations of the Issuer required to be preferred by mandatory provisions of law.
Transfer	Callable Corporate Bonds are freely transferable.
Use of proceeds	The proceeds received from the Callable Corporate Bonds issuance as well as from future issues will be used to finance the business projects of the Issuer and by subsidiaries of the Issuer in relation to trading in financial instruments such as loans, shares, private equity investments, real estate investments and other financial instruments, and in addition conducting bond, share analytics and direct investments as follows: • Acquire and develop real estate properties including direct purchase of land in Cyprus, Montenegro and Spain; • Operate real estate properties by completing of ready real estate complexes on the land and selling them to realize a return;

	• Purchase debts at discount of companies dealing with Real Estate development investments and finalize the projects, turn them to profitability and exit with a healthy margin; • Purchase of equity rights in companies possessing real estate projects and provide them with administrative, corporate and financial control to finish project and have healthy return which will be distributed to the Issuer as dividends.
Callable option	The Issuer may call the Callable Corporate Bonds for redemption (in whole or in part) on the Call date determined as per below and redeem the Callable Corporate Bonds early than Maturity date at the redemption amount together with accrued interest: 1st Call date – 31.05.2024 (with notification from the Issuer up to 30.04.2024), 2nd Call date – 31.05.2025 (with notification from the Issuer up to 30.04.2025), 3rd Call date – 31.05.2026 (with notification from the Issuer up to 30.04.2026), 4th Call date – 31.05.2027 (with notification from the Issuer up to 30.04.2027), 5th Call date – 31.05.2028 (with notification from the Issuer up to 30.04.2028), 6th Call date – 31.05.2029 (with notification from the Issuer up to 30.04.2029), 7th Call date – 31.05.2030 (with notification from the Issuer up to 30.04.2030). The Bondholders have no right to put the Bonds for redemption. In case of partial redemption due to the Call option, the Call option shall be realized by the Issuer on a pro-rata basis applied to all Bondholders as follows: • Bonds shall be called proportionally, in equal rank, and at the same time, from all Bondholders, no Bondholder has rank or priority. • Bonds shall be called proportionally and equally among themselves. In case of fraction of redeemed Callable Corporate Bonds, amount of these Bonds shall be rounded up to integral number, i.e. 33,4 Bonds = 34 Bonds.
Rating	Non-rated

By order of the Board of Directors

Secretary