# A CLASS BUSINESS CENTRE SECURED BONDS

# INVESTOR PRESENTATION

KONSTITUCIJOS AVENUE 14A, VILNIUS

UAB "KVARTALAS"

RIGHT BANK DEVELOPMENT FUND



2 JUNE 2025

## Disclaimer

This presentation has been prepared by UAB "Kvartalas" (the Issuer) for the sole purpose of providing the recipient with background information on the Issuer, its sole shareholder – the closed-ended real estate investment fund intended for informed investors, Right Bank Development Fund (the Fund) and the Fund's management company UAB "Lords LB Asset Management".

The Issuer is developing and constructing an A++ class business centre, "SĄVARŽĖLĖ" (the Project), located at Konstitucijos Ave 14A, Vilnius, and anticipates issuing up to EUR 50,000,000 in secured fixed-term bonds to finance the project.

This document is not a prospectus within the meaning of Regulation (EU) No 2017/1129 and is intended solely for informational purposes. Investing entails risks, so in order to comprehensively understand the terms and conditions of the Issuer's bond and risks associated with acquisition of bonds of the Issuer, each prospective investor should carefully read the base prospectus of the Issuer, approved by the Bank of Lithuania on 18 November 2024 and final terms of the 3<sup>rd</sup> tranche of bonds (an inseparable part of the base prospectus), both published at www.savarzele.lt, and consult with his/her/its financial, business, legal, and tax advisors before making an investment decision. However, please note that the information contained in this presentation is consistent with the information in the base prospectus and final terms of the 3<sup>rd</sup> tranche of bonds.

This presentation is neither an advertisement for the Issuer or its bonds, nor is it intended to form the basis of any decision to purchase the Issuer's bonds or make any other investment decisions. It does not constitute an offer, invitation, or recommendation to purchase the Issuer's bonds. Neither the information contained in this presentation, nor any further information made available by the Issuer or its authorized persons in connection with the subject matter contained herein will form the basis of any contract. This presentation does not purport to be comprehensive or to contain all the information regarding the Issuer, its operations, financial standing or bond issue. Some information contained in this presentation has been obtained from public sources and has not been verified by the Issuer. While the information herein is believed to be accurate, no representation or warranty is given with respect to, and the Issuer, as well as their employees disclaim any and all liability for, the contents of, errors in or omissions from this presentation and for any written or oral communication transmitted or made available to a prospective investor or its advisers.

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## Contents



Summary

Key Investment Highlights

Bond Terms and Conditions

Appendix

# **Overview of the A-class Business Centre "SĄVARŽĖLĖ"**

**Key Project details** 

Location	<ul> <li>Konstitucijos ave. 14A, Vilnius CBD<sup>1</sup></li> </ul>
Land plot	<ul> <li>6,430 m<sup>2</sup> (ownership: freehold)</li> </ul>
Building area aboveground	<ul> <li>7 floors, 19,235 m<sup>2</sup></li> </ul>
Building area underground	• 2 floors, 11,048 m <sup>2</sup> , 343 parking spaces
Gross leasable area (GLA)	• 20,797 m <sup>2</sup>
Construction schedule	• Q1 2024 – Q4 2025
Investment	• EUR 78.1m
Sustainability	<ul> <li>A++ energy class</li> <li>BREEAM Outstanding (New Construction)<sup>2</sup></li> </ul>







Management company

RSHP

Architect

Anchor tenant



Arranger and dealer of Bonds

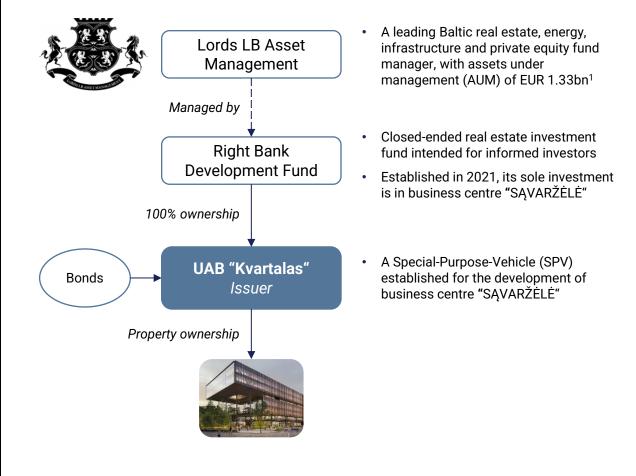
conres

General contractor



<sup>1</sup> Central Business District. <sup>2</sup> BREEAM Outstanding interim certificate for the design stage was obtained in September 2024. BREEAM Outstanding (New Construction) and an A++ energy class rating are expected to be received after the completion of the building. <sup>3</sup> Former Šiaulių bankas.

## **Overview of the Bonds**



#### Key general terms of the Bonds

**Offering period** 

Issue date

Total issue size	• Up to EUR 50m
Already issued	• EUR 20m
Interest (coupon)	• 8.00% (fixed) per annum, paid semi-annually
Maturity	• 19 December 2026
Denomination	• EUR 100
Collateral	<ul> <li>1<sup>st</sup> rank mortgage (building and land plot)</li> </ul>
Key terms of the 3 <sup>rd</sup>	tranche
Tranche size	• EUR 5m
Issue yield	• 6.75% per annum
Issue price	• EUR 101.7737 (incl. accrued interest)

• 3 June – 13 June 2025, but can be

terminated early<sup>2</sup>

20 June 2025



#### <sup>1</sup> As of 31 December 2024

<sup>2</sup> The Issuer has the right to stop collection of subscription orders before the end of the offering period if it decides that sufficient demand has been reached.

# **Development of a Landmark Property in the Heart of Vilnius CBD**



- Right Bank Development Fund, through its company UAB "Kvartalas" is developing an A++ class, 7-storey business centre on Konstitucijos ave. 14A, in Vilnius CBD.
- Ground floor of the complex will be dedicated to retail, commercial, as well as catering areas. The solar power plant will be installed on the roof of the building generating significant savings for the tenants.
- Levels 2 7 will provide an A++ class office space, with a range of a floorplate area from 2,100 m<sup>2</sup> to 3,500 m<sup>2</sup>, one of the largest in the CBD which could be suitable for corporate headquarters, while flexible layouts allow for single or multi tenant division per each floor.
- Parking needs of the tenants and guests are accommodated by the building's underground parking facilities, which are situated across 2 underground levels comprising 343 spaces. The underground level also includes e. vehicle charging docks (70 units), bicycle & scooter storage, e-scooter charging storage, shower-locker rooms.
- The business center is expected to receive a sustainability certificate *BREEAM Outstanding* (*New Construction*) within 6-12 months from its commissioning.
- In October 2024, the brand name of the business center was introduced "SĄVARŽĖLĖ" ("paper clip" in English). A simple paper clip is the epitome of functional simplicity, efficiency and longevity. "SĄVARŽĖLĖ" business center was designed with all these qualities in mind, for the benefit of the business community and the environment.







## **Latest Progress**

#### Latest construction progress





- Monolithic reinforced concrete cores up to the 7<sup>th</sup> floor have been completed.
- Steel structures for the 7<sup>th</sup> floor are being assembled, prefabricated reinforced concrete slabs for the 7<sup>th</sup> floor are being installed.
- 80% of the 1<sup>st</sup> underground parking floor has been concreted.
- HVAC and electrical works are being carried out in the underground parking and 1-4 floors.
- Installation works of aluminium facades are in progress in 1-4 floors.
- Wall masonry work is being carried out on the floors.
- A console is installed on the 6<sup>th</sup> floor.

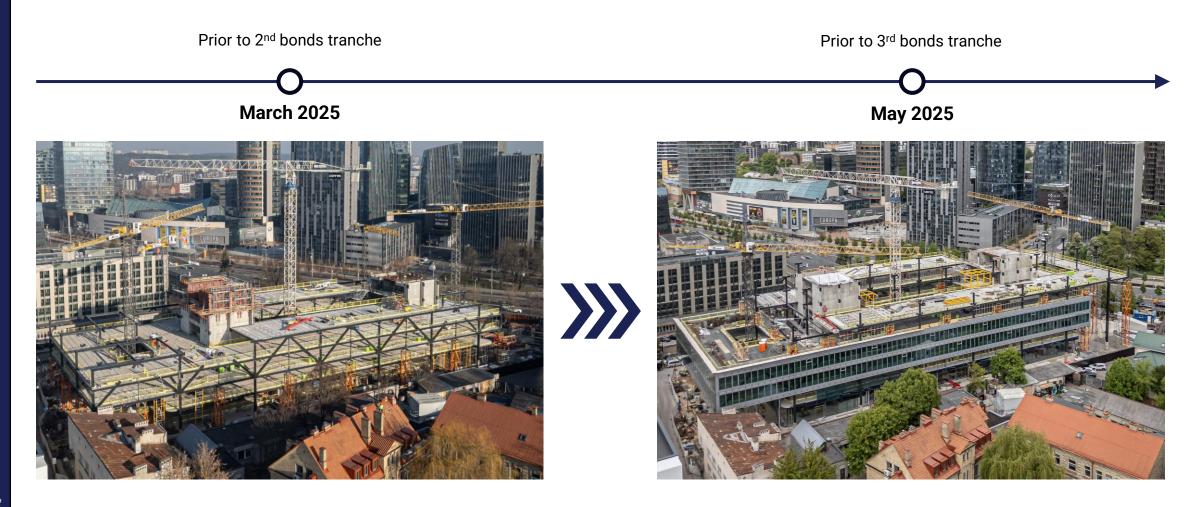
### Invested amount



### Key project milestones



# Significant progress in construction since previous bond offering





## Contents

1 2 3

Summary

Key Investment Highlights

Bond Terms and Conditions

Appendix

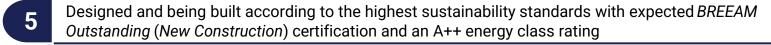
# **Key Investment Highlights**



Development and construction supported by a highly experienced developer, having successfully completed four office buildings in Vilnius CBD to date, and managing assets worth EUR 1.33bn<sup>1</sup>

- Property located at the heart of Konstitucijos Avenue Vilnius' most sought-after business centres' location
  - Landmark business centre designed by globally renowned international architecture firm "RSHP"

Reputable general contractor "Conres" with construction process progressing well on schedule



6 Nearly half of the building already leased out to a blue-chip anchor tenant Artea Bank<sup>2</sup>



3

1<sup>st</sup> rank mortgage, structured financing approach and robust set of covenants provided to bondholders

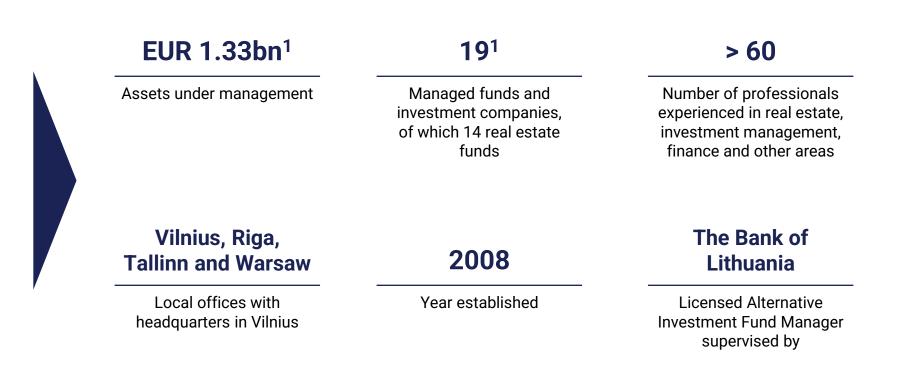


Top-tier pan-Baltic Manager of Investments Across Real Estate, Renewable Energy, Infrastructure, and Private Equity



### Lords LB Asset Management

The Management Company of Issuer's sole shareholder





## **Experienced Management Team**

IEVA

ANTANAITYTĖ

- GENEVIČIENĖ



**ANDRIUS** 

RADIUL



VILMA

**TVARONAVIČIENĖ** 

MARIUS

ŽEMAITIS



**GIEDRIUS** 

ŽILINSKAS



MONIKA



RASA

MUKOVOZIENĖ BARTUSEVIČIENĖ

DANA Česūnė

Fund Investor Investor Fund **Deputy Fund** Chief Risk Compliance Position CEO Relations Manager & Relations Officer Officer Manager Manager **Board Member** Manager Manager Joined Lords LB 2024 2023 2011 2011 2021 2020 2018 2023 Asset Management Professional 20 years 7 years 16 years 23 years 10 years 9 years 21 years 16 years experience Omberg group, Newsec Baltics, Sirin CBRE Baltics, **Career highlights** Development, Iki McKinsey & Danske Bank Lewben Swedbank SEB Bank Achema group Ekistics Lietuva (Rewe Company Group)



### Right Bank Development Fund is Managed by Experienced Key Personnel With Top-class Real Estate Know-how Acquired Combinedly Over 50 Years



#### Lords LB Asset Management

### **MANAGEMENT BOARD**

1 April 2023 – 1 April 2027



#### Mindaugas Marcinkevičius

**Andrius Stonkus** 

Antanas Vainauskas

Marius Žemaitis



#### ANDRIUS Stonkus

Board member, Founder and Shareholder

- Mr. Stonkus is the founder of the leading RE advisory and asset management company in the Baltic States Re&Solution, which was later partly acquired by Newsec and became Newsec / Re&Solution.
- Mr. Stonkus founded Lords LB Asset Management in 2008 where he is responsible for raising funds and acquisitions. Before Re&Solution, during 2001 – 2004, Mr. Stonkus was the Director of RE investment company Prime Real Estate and held several financial and management positions at Prime Investment. During his career, Mr. Stonkus was managing and participating in RE transactions totalling EUR 1 billion.
- Mr. Stonkus holds a Bachelor's degree in Banking from Vilnius University and has taken various courses in finance and analysis.



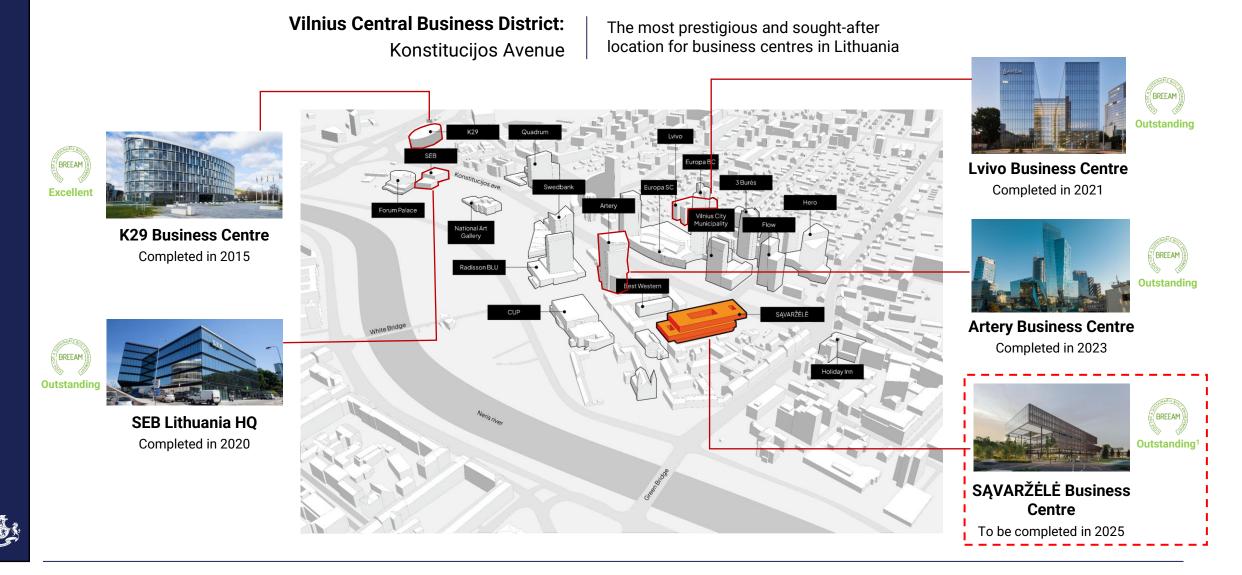
#### MINDAUGAS MARCINKEVIČIUS

Board member and Shareholder

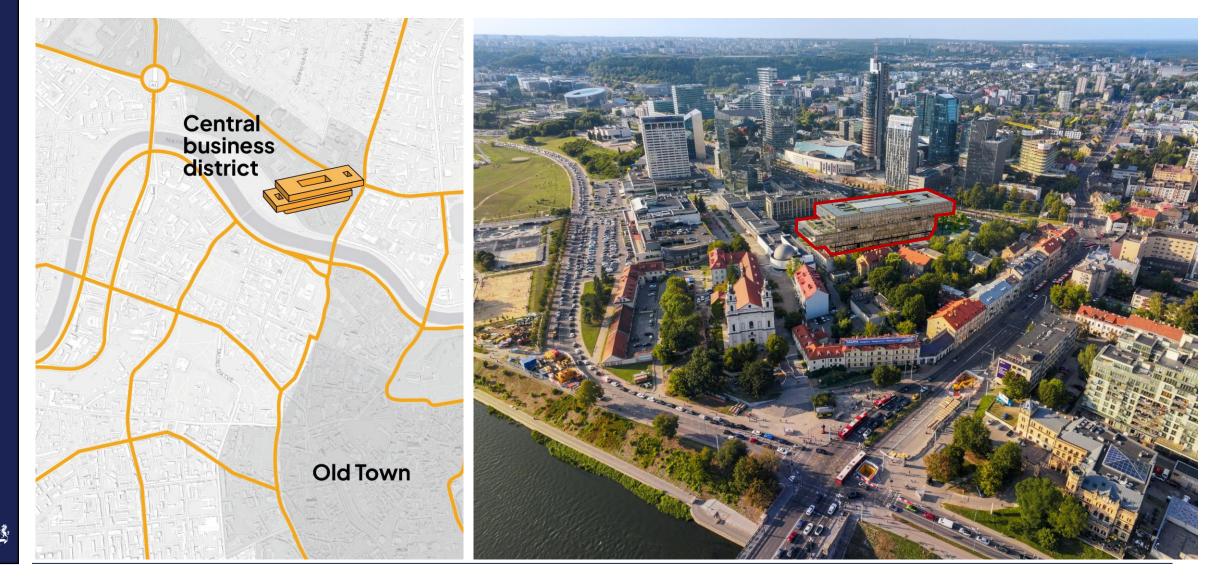
- Mr. Marcinkevičius has over 20 years of experience in real estate development within VP Group, the largest business consortium in the Baltics. In the Lords LB Management Company, Mr. Marcinkevičius is responsible for real estate development and project management.
- For ten years, he was a Chairman of Akropolis, the largest and most successful shopping centre developer in the Baltics with operations in Lithuania, Latvia, Estonia, and Bulgaria. Under Mr. Marcinkevičius' management, Akropolis developed over 250,000 m<sup>2</sup> of flagship retail & office space, which was recognized as the most valuable commercial real estate asset in Lithuania.
- Mr. Marcinkevičius holds a Master's degree in Real estate valuation and management from Vilnius Gediminas Technical University.



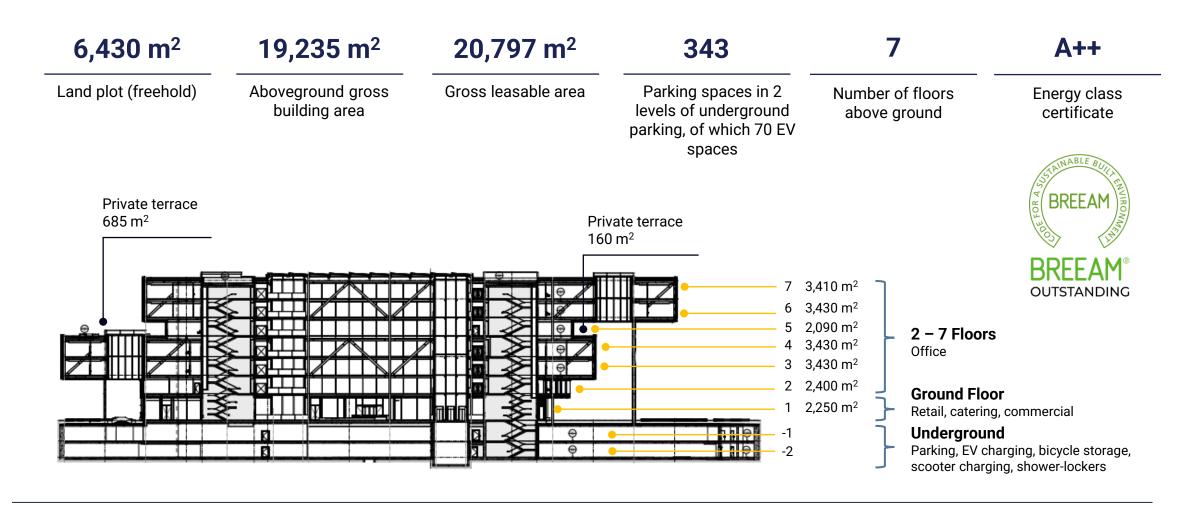
# The 5<sup>th</sup> Business Centre in Vilnius CBD by Lords LB Asset Management



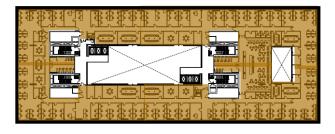
# **Exceptional Location in Vilnius Office Market Landscape**



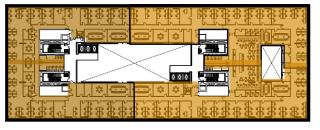
# Modern A-class Business Centre Well-suited for Wide Range of Tenants



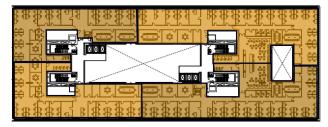
# **Convenient and Flexible Workspace**



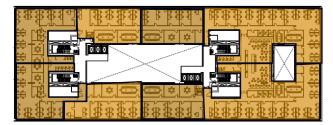
**1 tenant per floor** 2,090 – 3,430 m<sup>2</sup>



2 tenants per floor 1,050 – 1,750 m<sup>2</sup> each



**4 tenants per floor** 500 – 800 m<sup>2</sup> each

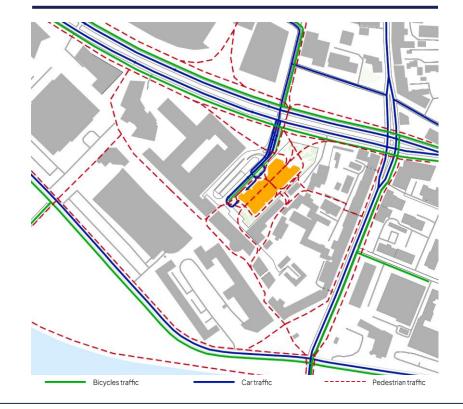


### 8 tenants per floor 250 – 450 m<sup>2</sup> each

Examples or tenant diversification

Project offers office spaces tailored to the unique needs and scale of most companies. Each floor features flexible layouts to accommodate a range of tenants, from single occupants to multiple enterprises, with office areas spanning from 250 to an impressive 3,500 m<sup>2</sup>. Boasting some of the largest floor plates in Vilnius, this business centre is perfectly suited for housing large companies.

Location



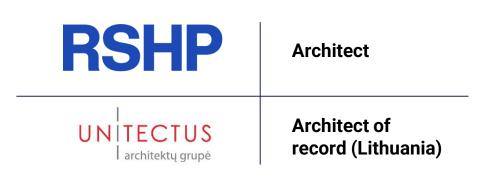




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## Globally Recognized Architect, Having Designed a Number of Landmark Buildings

London



- · Project is designed by the international British architectural firm RSHP<sup>1</sup> founded in 1977.
- RSHP's talented team of 180 people support a diverse range of projects from studios in London, Melbourne, Sydney, Shanghai, Shenzhen, and New York.



Lloyd's Building, London



3 World Trade centre, New York City





European Court of Human Rights HQ, Strasbourg

Pompidou Centre, Paris

International Towers, Sydney

## **RSHP Architecture Studio and Their Approach**

"We practice architecture to create and inspire meaningful change"

- RSHP's journey began in 1977 with the founding of 'Richard Rogers Partnership.' In 2007, the firm was rebranded as 'Rogers Stirk Harbour + Partners,' honoring partners Graham Stirk and Ivan Harbour, before eventually becoming RSHP. Throughout its extensive history, this architectural studio has crafted an array of projects across multiple continents.
- With RSHP's offices spanning across Europe and other continents, their project portfolio is diverse. Some of the studio's achievements include the Pompidou National Art and Culture Center in Paris, the European Court of Human Rights headquarters in Strasbourg, 3 World Trade Center in New York, the International Towers in Sydney, and the Lloyd's and Leadenhall buildings in London. These landmarks, among others, underscore RSHP's global impact and architectural prowess.













Residential

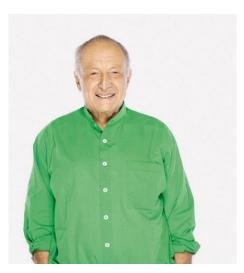






## **RSHP Brings Uncommon Thinking to Building Projects of All Types and Scales**

#### Founder partner, architect



#### Lead architects of the Project



Jack Evans-Newton

Simon Smithson

- Richard George Rogers, Baron Rogers of Riverside (23 July 1933 – 18 December 2021) was a British-Italian architect noted for his modernist and constructivist designs in hightech architecture.
- Education: Architectural Association School of Architecture (1954–59), Yale University (1961– 62)
- **Career Milestones:** Co-designed the Centre Pompidou in Paris (1977). Founded RSHP (Rogers Stirk Harbour + Partners)
- Awards: RIBA Gold Medal (1985), Thomas Jefferson Medal (1999), Stirling Prize (2006, 2009), Pritzker Prize (2007), and AIA Gold Medal (2019)
- **Philosophy:** Focused on architecture as a social and sustainable force, emphasizing public spaces and transparency in design
- Honours: Rogers was knighted in 1991 by Queen Elizabeth II. He was created Baron Rogers of Riverside, of Chelsea in the Royal Borough of Kensington and Chelsea in October 1996. He sat as a Labour peer in the House of Lords until 2021.

#### **Re-imagining the workspace**

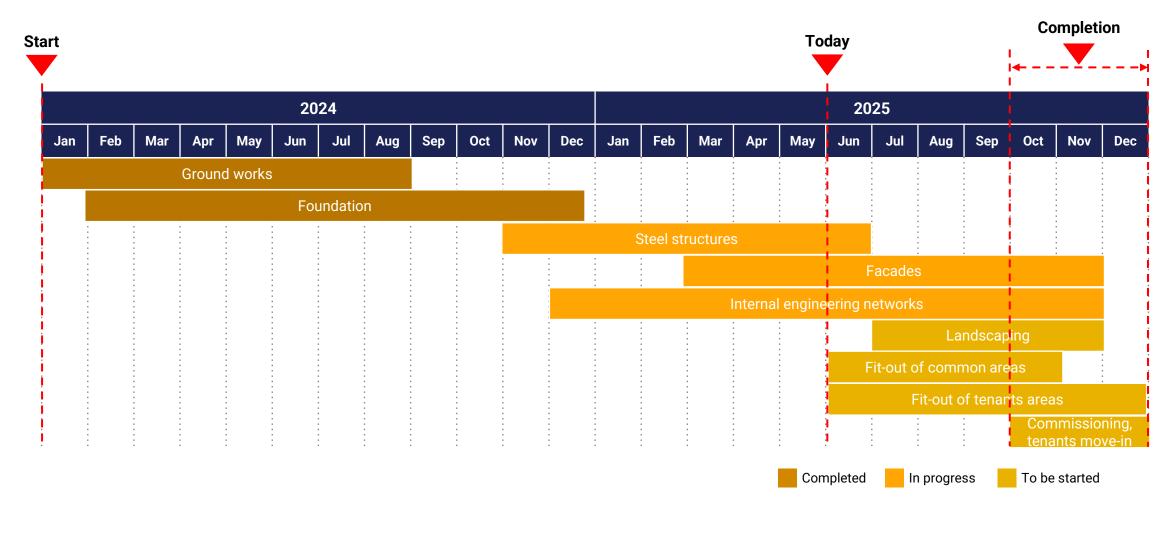
- Attitudes towards work and the workplace have been radically impacted by the pandemic. This presents challenges but also opportunities for office building developers. RSHP's design aims to create a working environment that is integrated with the city, celebrates the office as an exciting place to come to, and is both healthy and flexible – able to capture and retain tenants over the long term.
- According to the architects, the design of the workplace has the power to achieve many things: • Foster a sense of belonging to an organization • Establish an identity for a tenant or tenant companies • Facilitate change management • Encourage collaboration • Harness the full potential of teamwork • Make work enjoyable • Contribute to productivity
- RSHP's design of Project, therefore, addresses all these challenges head-on. Their objective is to create a place of work that encourages accessibility and an architecture that makes the workplace attractive and inspiring.

#### RSHP team, London



21

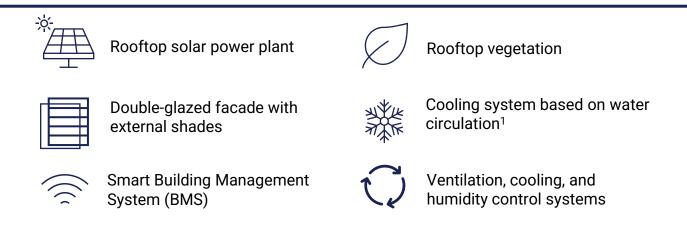
# **Construction Is Progressing Well and According to Plan**

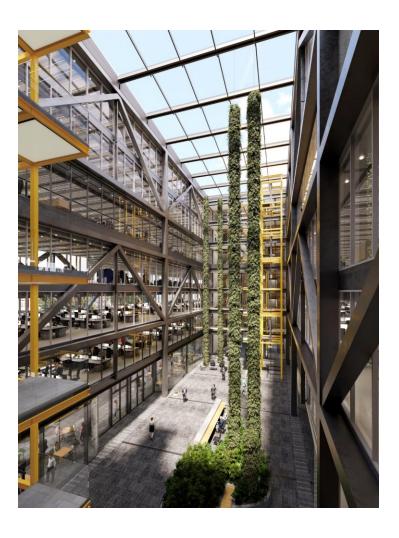


# **Highest Sustainability Standards**



#### Cutting-edge engineering and technological solutions





# Nearly Half of the Building Already Leased Out to a Blue-chip Anchor Tenant



#### **Building occupancy**



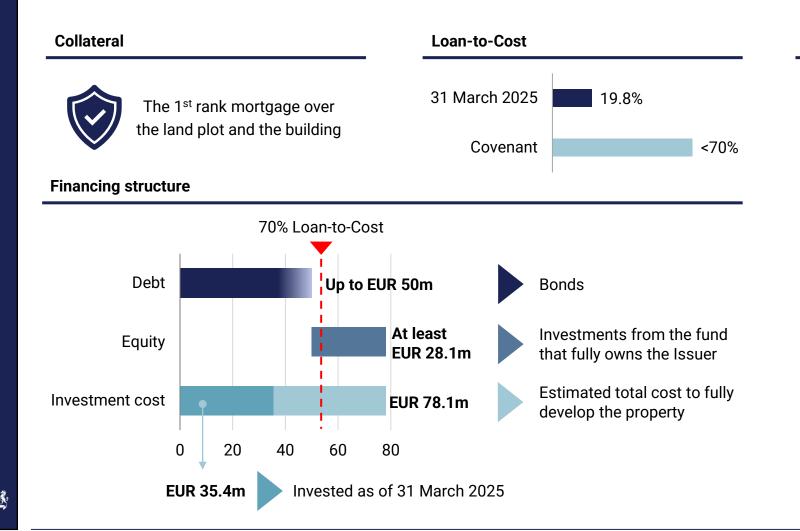
#### Key facts

- Established in 1992 and now the largest independently owned financial institution in Lithuania;
- · Provides over 50 banking, asset management and life insurance products;
- Operates the widest branch network in Lithuania and has over 1,100 employees;
- One of the most actively traded stocks on Nasdaq Vilnius with a market capitalization of nearly EUR 550m at the end of 2024.

#### Key figures



# 1<sup>st</sup> Rank Mortgage, Structured Financing Approach and Robust Set of Covenants



#### Covenants<sup>1</sup>

- Loan-to-Cost: external interest-bearing debt will constitute less than 70% of the total costs of the Project
- Negative borrowing: the Issuer will not raise external interest-bearing debt other than the Bonds<sup>2</sup> and/or fully subordinated debt from related parties in favour of the Bonds
- Mortgage over property: the Issuer will conclude a collateral agreement and register it with the Real Estate Register
- **Disposal of property:** the Issuer is only permitted to sell the property for funding the redemption of the bonds
- Corporate status
- Decisions
- Reporting obligations

## Contents



Summary

Key Investment Highlights

**Bond Terms and Conditions** 

Appendix

# **Key Terms and Conditions of the Bonds**

#### General terms and conditions

Issuer	• UAB "Kvartalas", company code 305475438, LEI 98450090J5CC5A19F957
ISIN	• LT0000411167
Use of proceeds	<ul> <li>To finance 1) construction and fit-out of "SĄVARŽĖLĖ" Business Centre (incl. financing costs) in an amount up to EUR 47m<sup>1</sup> and</li> <li>2) redemption of the subordinated intercompany bonds (incl. accrued interest) in an amount up to EUR 3m</li> </ul>
Total issue size	• Up to EUR 50,000,000
Issued already	<ul> <li>EUR 20,000,000 (in the 1<sup>st</sup> and 2<sup>nd</sup> tranches)</li> </ul>
Interest (coupon)	<ul> <li>8.00% (fixed) per annum, paid semi-annually on 19 June 2025<sup>2</sup>, 19 December 2025, 19 June 2026 and 19 December 2026</li> </ul>
Maturity	<ul> <li>19 December 2026 (2 years from the issue date of the 1<sup>st</sup> tranche)</li> </ul>
Early redemption	<ul> <li>At 1% premium if earlier than 6 months prior to maturity</li> <li>At par within the period of 6 months to maturity</li> </ul>
Collateral	<ul> <li>1<sup>st</sup> rank mortgage on the land plot and the building</li> </ul>
Covenants	<ul> <li>&lt;70% Loan-to-Cost, Negative Borrowing, Mortgage Over Property, Disposal of Property, Corporate Status, Decisions, Reporting Obligations</li> </ul>
Denomination	• EUR 100
Offering	<ul> <li>Public offering to retail and institutional investors in Lithuania, Latvia and Estonia</li> <li>Simultaneously may be offered in EEA through private placement in compliance with applicable laws</li> </ul>
Listing	<ul> <li>The Bond List of Nasdaq Vilnius, admitted within 4 months from an issue date of each tranche</li> </ul>
Arranger and dealer	• Swedbank

#### 3<sup>rd</sup> tranche

Tranche size	• EUR 5,000,000
Issue yield	• 6.75% per annum
Issue price incl. accrued interest	• EUR 101.7737
Accrued interest	• EUR 0.0219
Issue price excl. accrued interest	• EUR 101.7518
Offering period	<ul> <li>3 June – 13 June 2025, but the Issuer has the right to terminate early<sup>3</sup></li> </ul>
Announcement of offering results	<ul> <li>16 June 2025 or earlier if offering period is terminated early</li> </ul>
Issue date	• 20 June 2025
Subscription	<ul> <li>Subscription through a Nasdaq Vilnius auction via banks and investment firms that hold Exchange Member status on Nasdaq Vilnius/Riga/Tallinn</li> </ul>

<sup>1</sup> Proceeds may also be used to support the Issuer's working capital needs.

<sup>2</sup> 19 June 2025 coupon will not be paid for bonds issued in the 3<sup>rd</sup> tranche because the issue date (20 June 2025) is after the coupon payment date.

<sup>3</sup> The Issuer has the right to stop collection of subscription orders before the end of the offering period if it decides that sufficient demand has been reached.

# How Can Investors Subscribe for the Bonds in the 3<sup>rd</sup> Tranche?



You will need a securities account. If you don't have one, you can open it at any Baltic financial institution that provides investment services

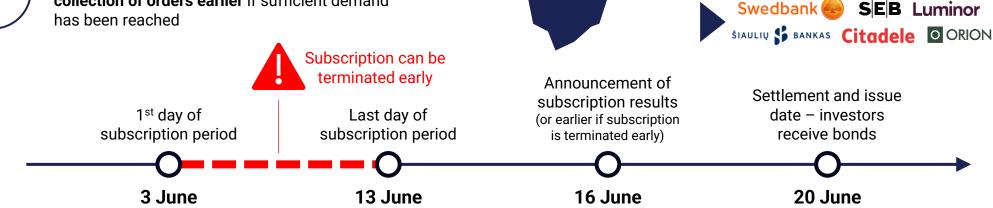


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You can subscribe for the Bonds by submitting subscription orders to any Baltic financial institution where you hold a securities account.

This can be done through an internet bank or any other method accepted by your financial institution<sup>1</sup>

Subscription period runs from **3 June** until **13 June 2025**<sup>2</sup>, but the Issuer has the right to **stop collection of orders earlier** if sufficient demand has been reached



for the Bonds

Examples of financial institutions where you can submit subscription orders

Swedbank

Swedbank

Citadele

<sup>1</sup> Please consult with your financial institution on its accepted methods for submitting a subscription order.

<sup>2</sup> The deadline for submitting your subscription order may vary depending on your financial institution. Please consult your financial institution to confirm the specific cutoff time.

SEB Luminor LHV

Luminor

BluOr Bank

## Contents



Summary

Key Investment Highlights

Bond Terms and Conditions

Appendix

## **Financial Statements: Balance Sheet**

EUR	<b>31 Dec 2022</b> Audited	<b>31 Dec 2023</b> Audited	31 Dec 2024 Audited
NON-CURRENT ASSETS	13,784,581	15,877,055	27,799,382
Property, plant and equipment	13,784,581	15,877,055	27,567,645
Other non-current assets	-	-	231,737
CURRENT ASSETS	338,368	1,478,719	5,985,677
Inventories	722	1,333	15,410
Receivables within one year	178,223	31,666	174,416
Cash	159,423	1,445,720	5,795,851
DEFERRED EXPENSES AND ACCRUED INCOME	21	10,381	7,906
TOTAL ASSETS	14,122,970	17,366,155	33,792,965
EQUITY	3,102,513	2,644,634	1,620,350
Capital	4,034,000	4,034,000	4,034,000
Retained earnings (-loss)	-931,487	-1,389,366	-2,413,650
PAYABLES AND OTHER LIABILITIES	11,014,607	14,715,271	32,167,465
Payables after one year and other liabilities	10,971,286	14,533,046	28,957,462
Payables within one year and other liabilities	43,321	182,225	3,210,003
ACCRUALS AND DEFERRED INCOME	5,850	6,250	5,150
TOTAL EQUITY AND LIABILITIES	14,122,970	17,366,155	33,792,965



# **Financial Statements: Income Statement**

EUR	<b>31 Dec 2022</b> Audited	<b>31 Dec 2023</b> Audited	31 Dec 2024 Audited
Sales revenue	90,867	135,335	947
Cost of sales	-	-	-
Gross profit (-loss)	90,867	135,335	947
Selling expenses	-	-	-
General and administrative expenses	-120,619	-130,179	-279,983
Other operating results	-	-	463
Other interest and similar income	-	4,592	11,948
Interest and other similar expenses	-530,475	-467,627	-757,659
Profit (-loss) before tax	-560,227	-457,879	-1,024,284
Income tax	-	-	-
Net profit (-loss)	-560,227	-457,879	-1,024,284

## **Financial Statements: Cash Flow Statement**

EUR	31 Dec 2022	31 Dec 2023	31 Dec 2024
	Unaudited	Audited	Audited
Net cash flows from operating activities	-20,757	620,459	-195,764
Net cash flows from investing activities	-1,600,022	-1,834,252	-9,063,391
Net cash flow from financing activities	1,550,000	2,500,000	13,609,286



### **Contacts**



#### LORDS LB ASSET MANAGEMENT

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