

Announcement under Art. 89r, para. 1 of the Public Offering of Securities Act by Eurohold Bulgaria AD for the initial public offering of warrants, ISIN code BG9200007243

Sofia, Bulgaria, November 13, 2024 - The Management Board of **Eurohold Bulgaria AD (Issuer)** (stock exchange code: EUBG/"Bulgarian Stock Exchange" AD), UIC 175187337, LEI code 74780000J0W85Y204X80, with headquarters and management address Sofia 1592, 43 Christopher Columbus Blvd., based on article 89r, paragraph 1 of the Public Offering of Securities Act (POSA), notifies all shareholders of the company and all interested parties of the start of an initial public offering of issue in the amount of 260,500,000 (two hundred and sixty million and five hundred thousand) number of dematerialized, registered, freely transferable warrants, with an issue value of BGN 0.50 and ISIN code **BG9200007243**, which entitle the holders of the warrants to exercise within a 10-year period the right to subscribe the corresponding number of shares - the underlying asset of the warrants at an issue value of BGN 2.00 per share at a warrant/share conversion ratio of 1:1, which Eurohold Bulgaria AD will issue in the event of a future increase in its capital.

The warrant issue prospectus is approved by Decision No. 787-E/12.11.2024 of the Financial Supervision Commission (FSC).

The date of publication of this announcement shall be deemed to be the commencement date of the public offering.

Procedure, term and conditions for subscription the warrants

All persons wishing to subscribe for warrants from the Eurohold Bulgaria AD issue should first acquire rights.

The rights are issued in favor of the shareholders who have acquired shares no later than 5 business days after the date of publication of the announcement under art. 89r, para. 1 of the POSA on the website of Eurohold Bulgaria AD and on the website of IP Focal Point Investments AD.

One right is issued to the shareholders of Eurohold Bulgaria AD for one owned share, whereas against each right, the shareholders or the third parties who acquired rights during the period for the transfer of rights or during the organized public auction, have the right to subscribe 1 (one) warrant from the current issue, with an issue value of BGN 0.50 for one warrant.

Each person holding rights may subscribe for warrants equal to the number of rights held by him.

Against each subscribed warrant, upon the occurrence of the conditions stipulated in the Prospectus, the holders of warrants may subscribe for one ordinary, registered, dematerialized share from a future increase in the Issuer's capital with an issue value of BGN 2.00, giving the right to 1 vote in the general meeting of the shareholders of Eurohold Bulgaria AD.

The starting date from which the term for the transfer of the rights starts to run is the first business day following the expiration of 9 (nine) calendar days from the starting date of the public offering.

The deadline for the transfer of rights is 5 working days after the start date for the transfer of rights. In the event that the term expires on a non-working day, the first following business day shall be considered as the final date for the transfer of rights.

The transfer of rights is carried out at Bulgarian Stock Exchange AD, Main Market, Rights Segment.

On the second working day after the expiry of the period for the transfer of the rights, Eurohold Bulgaria AD will offer through the authorized IP Focal Point Investments AD, on a regulated market, for sale, under the conditions of a public auction, the unexercised rights, within the period for the transfer of the rights.

Current shareholders acquire the rights for free. All other investors can purchase rights through a transaction at the auction organized by the Bulgarian Stock Exchange AD Main Market, Rights Segment during the period for the transfer of the rights or at the public auction for the unexercised rights organized by the Bulgarian Stock Exchange AD.

The shareholders of Eurohold Bulgaria AD, who wish to subscribe additional warrants in addition to the rights they own, can purchase rights through a transaction on the Main Market, Rights Segment organized by the Bulgarian Stock Exchange AD during the period for the transfer of the rights or on public auction for the unexercised rights organized by the Bulgarian Stock Exchange AD. In the event that the rights holder does not wish to subscribe warrants from the present offering against all or part of the rights it holds, it may offer the unused rights for sale.

The starting date for the subscription of warrants coincides with the date from which the transfer of rights begins - the first business day following the expiration of 9 calendar days from the start date of the public offering.

The beginning of the warrant subscription period coincides with the beginning of the rights transfer period. Shareholders who wish to exercise the rights issued in their favor may submit a request for the subscription of warrants until the expiration of the term set for the transfer of rights. Shareholders who do not wish to take advantage of their right to subscription for warrants from the offered issue may sell the rights issued in their favor until the expiry of the period set for the transfer of the rights. Each shareholder can transfer his right by submitting a sale order to the investment intermediary, on whose account the rights are registered in Central Depository AD.

Each person who purchased rights during the rights transfer period may exercise them by submitting a warrant registration request until the expiration of the specified rights transfer period. Each person who purchased rights during the auction may exercise them by submitting a request for registration of warrants until the expiration of the specified period for registration of warrants.

The period for subscription of warrants expires 6 business days after the expiry of the period for the transfer of rights.

Subscription of warrants is not allowed before the initial term and after the deadline for subscription of warrants.

The term of the subscription can be extended once by Eurohold Bulgaria AD up to 60 days, by making the corresponding amendments in the Prospectus. In this case, the last day of the extended period is considered the subscription deadline. According to art. 89П of the POSA, Eurohold Bulgaria AD immediately announces to the FSC and publishes on its website and on the website of the authorized investment intermediary, an announcement on the extension of the subscription period.

Application procedure

The subscription of warrants is carried out by the holders of rights submitting requests according to a template to the IP Focal Point Investments AD or to the investment intermediaries, members of Central Depository AD, where the client accounts for the rights owned by them are kept.

IP "Focal Point Investments" AD is with headquarters and management address in Sofia 1403, 73 Todor Aleksandrov Blvd., phone: +359 2 9860911, e-mail: office@focalpoint.bg; www.focalpoint.bg

The legal entities submit the application through their legal representatives or through a person authorized by the latter, by applying:

- translated and legalized original or notarized copy of an official extract from the relevant register of their current status for applicants who are foreign legal entities. The identification of

the legal entities registered in the Republic of Bulgaria is carried out by the investment intermediary, through a check in the Trade Register or the BULSTAT register.

- identity document of individuals – legal representatives of the legal entity. The investment intermediary retains a certified copy of the presented identity document.
- notarized explicit power of attorney and identity document of the attorney - when submitting a request, through an attorney. The investment intermediary keeps the power of attorney as well as a certified copy of the presented identity document for its archive.

The individuals submit applications in person, identifying themselves with an identity document, a copy of which is attached to the application, or through a proxy, who identifies themselves with a notarized explicit power of attorney and an identity document.

The investment intermediary keeps the power of attorney as well as a certified copy of the presented identity document for its archives.

Upon submission of the request to an investment intermediary, where the client accounts for the rights owned by the clients are maintained, the latter shall immediately notify IP Focal Point Investments AD of the received request.

As a result of the information submitted by the issue servicer IP Focal Point Investments AD and by the investment intermediary to which the request for the subscription of warrants from this issue was submitted, Central Depository AD blocks the corresponding number of rights on the customer sub-account of their holder.

Payment and delivery

The issue value of the registration securities should be paid to a special fund-raising account with IBAN BG65 TEXI 9545 1005 1190 00 of the company, opened at Texim Bank AD, with headquarters and management address: Sofia 1303, Vazrazhdane district, 117 Todor Alexandrov Blvd.

The persons who have applied for the subscription of warrants must pay the amount corresponding to the issue value of the warrants applied for subscription to the bank account specified in the previous sentence, no later than the expiry of the period for subscription of warrants. The fund-raising account must be verified with the contribution against the subscribed warrants no later than the expiration of the last day of the subscription. The payment order or import note must indicate the name of the person subscribing warrants, its UIC (for Bulgarian legal entities) and the number of subscribing warrants. A document certifying the contributions made is the payment document (payment order or import note) that the investor receives from the servicing bank through which he orders the payment or deposits the amount due against the subscribing warrants.

After the successful completion of the subscription, the issue of warrants is registered at the Central Depository AD. The registration is certified by an act for registration of the issue issued by the Central Depository AD. Certificates for the ownership of the newly issued warrants are issued by the investment intermediary through which the new warrants are subscribed upon request by the investor and in accordance with the procedure provided for in the Regulations of Central Depository AD.

Announcement of the results of the public offering

Within three business days of the closing of the subscription, Eurohold Bulgaria AD will notify the FSC of the execution of the subscription and its results, including difficulties, disputes and the like in the trading of rights and the subscription of warrants.

Within 7 days of the closing of the offering, the Issuer will also send a notification to the FSC and the Bulgarian Stock Exchange AD regarding the result thereof, containing information about the closing date; the total number of subscribed warrants; the amount received against the subscribed warrants; the amount of the commission remunerations and other costs of the offer, including the fees paid. Within the same term, the said circumstances will be disclosed through publications on the company's website.

Upon successful completion of the public offering, Eurohold Bulgaria AD will request entry of the warrants in the register under art. 30, para. 1, item 3 of the Financial Supervision Commission Act, after which it will request their admission to trading on the regulated market of the Bulgarian Stock Exchange AD.

Within 14 days of the completion of the initial public offering of warrants, Eurohold Bulgaria AD will submit to the FSC a certificate from Central Depository AD for the registration of the issue and a bank certificate certifying the payments made with respect to the subscription warrants.

Reduction of the subscription and refund of the overpayments

The number of warrants offered is not subject to change. The execution of the subscription, through the issuance of rights, excludes the possibility of subscription of more than the offered warrants and of competition between applications.

If at least 78,150,000 of the offered warrants are subscribed by the subscription deadline, the subscription is considered successfully completed.

In the event that less than 78,150,000 of the offered warrants are subscribed by the subscription deadline, the subscription will be considered unsuccessful. In this case, the Issuer shall notify the FSC of the result of the subscription by the expiration of seven days after its deadline.

According to art. 89M, para. 3 of the POSA, within one month from the notification under the previous sentence, the collected sums are returned to the persons who subscribed securities, together with the interest accrued by the bank. In the event that the subscription ends unsuccessfully, on the day of notification of the results of its implementation, Eurohold Bulgaria AD will notify the bank of the results of the subscription, will publish on its website an invitation to the persons who subscribed securities, in which it will announce the conditions and the procedure for the return of the collected sums, and will send it to the investment intermediaries participating in the offering. The investment intermediaries participating in the offer, immediately after receiving the invitation, will publish the latter on their websites.

Full information about the offered securities and about their issuer can be obtained from the Prospectus for the initial public offering of warrants of Eurohold Bulgaria AD. All interested parties can get acquainted with the Prospectus on the website of the FSC (<https://www.fsc.bg/>), on the website of Eurohold Bulgaria AD (<https://www.eurohold.bg/>), on the website of the authorized IP Focal Point Investments AD (<https://www.focalpoint.bg/>).

13.11.2024

Assen Minchev - Executive Director

Milena Guentcheva - Procurator