



Final Terms dated 27 May 2025
BluOr Bank AS
Tranche No. 1 of Notes under the Programme for the Issuance of Notes
in the total amount of up to EUR 8`000`000

The terms used herein shall be deemed to be defined as such for the purposes of the General Terms and Conditions set forth in the Terms of the BluOr Bank AS ADDITIONAL TIER 1 TEMPORARY WRITE-DOWN NOTES (the “**Notes**”) of BluOr Bank AS in the total amount of up to EUR 8,000,000, dated 27 May 2025 (the “**Terms of the Notes**”).

This document constitutes the Final Terms of Tranche No 1 of the Notes described herein and must be read in conjunction with the Terms of the Notes.

Full information on the Issuer and the Offering of the Notes is only available on the basis of the combination of these Final Terms and the Terms of the Notes. The Terms of the Notes have been published on the Issuer’s website www.bluorbank.lv.

- | | |
|--|---|
| 1. Issuer: | BluOr Bank AS |
| 2. Currency: | EUR |
| 3. Tranche number: | 1 |
| 4. ISIN Code: | LV0000104594 |
| 5. Aggregate principal amount: | EUR 3 000 000 EUR |
| 6. Number of Notes | 3 000 notes |
| 7. Nominal amount of the Note: | EUR 1`000 |
| 8. Issue Date: | 26 June 2025 |
| 9. Decision by which the Notes of this Tranche are issued: | The Final Terms have been approved by the Bank’s Management Board at its meeting on 27 May 2025. |
| 10. Interest Rate: | Fixed rate 10% per annum, a day count convention Act/Act |
| 11. First Interest Payment Date: | 26 September 2025 |
| 12. Interest Payment frequency: | Quarterly |
| 13. Interest Payment Dates: | 26 September, 26 December, 26 March, 26 June, or the next Business day as it is defined in the Terms of Issue if an Interest Payment Date falls on a day that is not a Business Day |
| 14. Minimum Investment Amount: | EUR 100`000 |
| 15. Issue Price of the Note: | EUR 1`000 |

16. Subscription Period: From 02 June 2025 until 24 June 2025
17. Procedure for submission of the Subscription Orders:
- Subscription Orders shall be submitted only during the Subscription Period. All investors may submit Subscription Orders in euro only.
- The Subscription Orders may be submitted through any financial institutions that are licensed to provide such services.
- An investor shall bear all costs and fees charged in connection with the submission, cancellation or amendment of a Subscription Order pursuant to the price list of the respective financial institution accepting the Subscription Order and from which the investor receives investment services. Investors who submit the Subscription Order through financial institution, consents and authorises such financial institution to disclose the Investor's identity to the Issuer.
- An investor must ensure that all information contained in the Subscription Order is correct, complete and legible. The Issuer reserves the right to reject any Subscription Order that is incomplete, incorrect, unclear or ineligible, or which have not been completed and submitted during the Subscription Period in accordance with all requirements set out in the terms and conditions of the Terms of the Notes.
- Investors, who have securities account with the Issuer, shall submit their Subscription Order to the Issuer in accordance with the terms and conditions of the investment services agreement concluded with the Issuer.
- Other investors wishing to purchase Notes must contact their financial institution and submit Subscription Order in the form accepted by the financial institution and in accordance with all requirements set out in the terms and conditions of the Terms of the Notes. The Investor may use any method that such investor's financial institution offers to submit the Subscription order (e.g. physically at the client service centre of the operator, over the internet or by other means).
- Other financial institutions who are eligible counterparty of the Issuer can submit Subscription orders directly to the Issuer via the Bloomberg Trading system.
- Institutional investors can submit their Subscription Orders directly to the Issuer through the Bloomberg Trading system.
18. Procedure for allotment of the Notes and settlement:
- The Issuer will decide on the allocation of the Notes after the expiry of the Subscription Period. The Notes will be allocated to the investors in accordance with the following principles, which the Issuer may change depending on the distribution of Subscription orders collected in the private placement, the total demand and other circumstances: (i) the allocation shall be aimed to create a solid, reliable and diversified investor base for the Issuer; (ii) the Issuer may apply different allocation principles to a different group of investors; (iii) the Issuer may set a minimum and a maximum number of the Notes allocated to one Investor; (iv) the Issuer shall be entitled to prefer its shareholders and clients to other investors.
- The settlement process will be carried out by Nasdaq CSD.
- The Notes allocated to investors will be transferred to their securities accounts through the "delivery versus payment" method pursuant to the applicable rules of Nasdaq CSD simultaneously with the transfer of payment for such Notes on or about 26 June 2025.
19. First Call Date: 28 June 2030
20. Changes of the Aggregate principal: The Issuer may decrease or increase the aggregate principal amount of a Tranche by the decision of the Management Board of the Issuer during the Subscription Period of that Tranche.

amount of the
Tranche:

- | | |
|---|---|
| 21. Existing Notes: | There are no plans to exchange the Existing notes under the terms of Tranche No. 1. |
| 22. Information about
exchange of the
Existing Notes with
the Notes: | There are no plans to exchange the Existing notes under the terms of Tranche No. 1. |

Riga, 27 May 2025
Management Board of BluOr Bank AS

Dmitrijs Latiševs
Chairperson of the Board

Vadims Morozs
Member of the Board

THIS DOCUMENTS IS SIGNED ELECTRONICALLY BY SECURED ELECTRONIC SIGNATURE AND CONTAINS TIME STAMP