



Final Terms dated 10 May 2022
BluOr Bank AS
Issue of EUR 7`000`000¹ Tranche No. 1 of Bonds due 2029
under the Programme for the Issuance of Bonds
in the total amount of up to EUR 15`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 Base Prospectus of the offering Programme of non-convertible unsecured and unguaranteed subordinated bonds (the “**Bonds**”) of BluOr Bank AS in the total amount of up to EUR 15,000,000 and admission thereof to trading on the Baltic Bond List of Nasdaq Riga, dated 25 April 2022 (the “**Base Prospectus**”), which constitutes a base prospectus for the purposes of Regulation 2017/1129 as may be amended from time to time (the “**Prospectus Regulation**”).

This document constitutes the Final Terms of Tranche No 1 of the Bonds described herein for the purposes of Article 8(4) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus.

Full information on the Issuer and the Offering of the Bonds is only available on the basis of the combination of these Final Terms and the Base Prospectus. However, a Tranche (issue) specific summary of the Bonds is annexed to these Final Terms.

The Base Prospectus has been published on the Issuer’s website www.bluorbank.lv, as well as on www.nasdaqbaltic.com.

1. Issuer: BluOr Bank AS
2. Currency: EUR
3. Tranche number: 1
4. ISIN Code: LV0000802569
5. Aggregate principal amount: Up to EUR 7`000`000. The Issuer has the right to increase or decrease the aggregate principal amount of the Tranche. The final aggregate principal amount of the Tranche will be specified and will be published on the website of the Issuer after allotment of the Bonds to the investors.

In case of oversubscription, the Issuer has the right to increase the Offering by up to EUR 3`000`000 as a result of which the aggregated principal amount may be up to EUR 10`000`000 and the Offering may also be decreased by the amount unsubscribed.
6. Number of Bonds: The Issuer offers 7`000 unsecured subordinated Bonds. In case of oversubscription, the Issuer has the right to increase the Offering by up to 3`000 Bonds and the Offering may also be decreased by the amount unsubscribed.
7. Nominal amount of the Bond: EUR 1`000
8. Expected Issue Date: 01 June 2022
9. Decision by which the Bonds of this Tranche are issued: The Final Terms have been approved by a decision of the Issuer’s Management Board of 10 May 2022

¹ The Issuer has the right to increase or decrease the aggregate principal amount of the Tranche

10. Annual Interest Rate: Fixed rate 7% per annum, interest calculation method 30/360
Delay interest: 0.01% per day
11. Interest Payment Dates: 1 September, 1 December, 1 March, 1 June each year
12. Maturity Date: 1 June 2029
13. Minimum Investment Amount: EUR 1'000
14. Issue Price of the Bond: EUR 1'000
15. Subscription Period: From 10:00 (Latvian Time) on 16 May 2022 until 15:30 (Latvian Time) on 27 May 2022
16. 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 within the territory of the Republic of Latvia, Republic of Lithuania or Republic of Estonia.

Subscription Orders can be submitted:

- i) via Nasdaq Riga trading system Genium INET available to the members of Nasdaq Riga in accordance with the Rules of Bond subscription process (auction). The list of financial institutions which are a member of the Nasdaq Riga is available on the webpage of the Nasdaq Riga (<https://nasdaqbaltic.com/statistics/en/members>)
- ii) via NASDAQ CSD Latvian SSS participants in Estonia. An investor must have a securities account with NASDAQ CSD Latvian SSS participants in Estonia, who is a member of Latvian SSS. The list of financial institutions that are participants of the Latvian SSS in Nasdaq CSD located in Estonia is available on the webpage of NASDAQ CSD (<https://nasdaqcsd.com/list-of-account-operators/>)
- iii) directly to Issuer or Sales Agent

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 Base Prospectus.

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 Bonds 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 Base Prospectus. 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 (in the case of Private Placement of the Bonds) can submit their Subscription Orders directly to the Issuer through the Bloomberg Trading system or to Sales Agent.

17. Procedure for allotment of the Bonds and settlement: The Issuer will decide on the allocation of the Bonds after the expiry of the Subscription Period. The Bonds 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 public offering and 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 bonds allocated to one Investor; (iv) the Issuer shall be entitled to prefer its shareholders and clients to other investors.

The information about the results of the Offering and allocation process will be announced through the information system of the Nasdaq Riga and through the Issuer's website (www.bluorbank.lv)

The settlement process will be carried out by Nasdaq CSD.

The Bonds 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 Bonds on or about 1 June 2022.

18. Sales Agent
- Redgate Capital AS
Registration number 11532616
Address: Pärnu mnt 10, Tallinn, 10148, Estonia
- Signet Bank AS
Registration number 40003076407
Address: Antonijas iela 3, Riga, LV 1010, Latvia
- Evernord UAB FMI
Registration number 303198227
Konstitucijos pr. 15-90, Vilnius, 09319, Lithuania

These Final Terms have been approved by the Bank's Management Board at its meeting on 10 May 2022 and will be updated after allotment of the Bonds to the investors, as well as published on the Banks' website www.bluorbank.lv and submitted to the FCMC.

Riga 10 May 2022
Management Board of BluOr Bank AS:

Dmitrijs Feldmans
Member of the Board

Igors Petrovs
Member of the Board

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