

MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

IMPORTANT - PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive 2002/92/EC (as amended, the "**Insurance Mediation Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

IMPORTANT - PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold, distributed or otherwise made available to and should not be offered, sold, distributed or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is either one (or both) of the following: (i) not a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (ii) not a qualified investor as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024. Consequently, no disclosure document required by the FCA Product Disclosure Sourcebook ("**DISC**") for offering, selling or distributing the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering, selling or distributing the Notes or otherwise making them available to any retail investor in the UK may be unlawful under DISC and the Consumer Composite Investments (Designated Activities) Regulations 2024.

Final Terms dated 14 May 2026

MAXIMA GRUPÈ, UAB

Legal entity identifier (LEI): 259400Z5DFISQ00QN727

Issue of €350,000,000 4.75 per cent. Notes due 2031

under the €1,000,000,000 Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions set forth in the base prospectus dated 5 May 2026 (the "**Base Prospectus**") for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information.

The Base Prospectus has been published on the website of the Irish Stock Exchange plc, trading as Euronext Dublin ("**Euronext Dublin**") (<https://live.euronext.com/>).

1	(i)	Issuer:	MAXIMA GRUPÉ, UAB
2	(i)	Series Number:	1
	(ii)	Tranche Number:	1
	(iii)	Date on which the Notes become fungible:	Not Applicable
3		Specified Currency or Currencies:	EUR ("€")
4		Aggregate Principal Amount:	
	(i)	Series:	€350,000,000
	(ii)	Tranche:	€350,000,000
5		Issue Price:	100 per cent. of the Aggregate Principal Amount
6	(i)	Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof
	(ii)	Calculation Amount:	€1,000
7	(i)	Issue Date:	19 May 2026
	(ii)	Interest Commencement Date:	Issue Date
	(iii)	Trade Date:	7 May 2026
8		Maturity Date:	19 May 2031
9		Interest Basis:	4.75 per cent. Fixed Rate
			See paragraph 14 below
10		Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.

11	Change of Interest Basis:	Not Applicable
12	Put/Call Options:	Change of Control Put Issuer Call Par Call (See paragraphs 17 and 19 below)
13	Date Board approval for issuance of Notes obtained:	7 May 2026

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	4.75 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	19 May in each year from and including 19 May 2027 up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	€47.50 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	Actual/Actual
	(vi) Determination Dates:	19 May in each year
15	Floating Rate Note Provisions	Not Applicable
16	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17	Call Option	Applicable
	(i) Optional Redemption Date(s) (Call):	From, and including, the Issue Date to, but excluding, the Maturity Date
	(ii) Optional Redemption Amount(s) (Call) of each Note:	From, and including, the Issue Date to, but excluding, the Par Call Period Commencement Date: Make Whole Redemption Price From, and including, the Par Call Period Commencement Date to, but excluding, the Maturity Date: €100,000 per Calculation Amount
	(iii) Determination Date:	The third business day prior to the Optional Redemption Date
	(iv) Make Whole Redemption Price:	
	- Reference Bond:	OBL 2.5 per cent., 16 April 2031 (ISIN: DE000BU25067)

-	Quotation Time:	12 Noon (CET)
-	Redemption Margin:	0.50 per cent.
(v)	Par Call Period Commencement Date:	19 February 2031
(vi)	If redeemable in part:	
(a)	Minimum Redemption Amount:	€100,000 per Calculation Amount
(b)	Maximum Redemption Amount:	Not Applicable
(vii)	Notice period:	As set out in the Conditions
18	Put Option	Not Applicable
19	Change of Control Put Option	Applicable
(i)	Put Period:	As set out in the Conditions
(ii)	Put Date:	As set out in the Conditions
20	Final Redemption Amount of each Note	€1,000 per Calculation Amount
21	Early Redemption Amount	
	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption:	€1,000 per Calculation Amount in respect of Condition 6(c) (<i>Redemption for Taxation Reasons</i>) and Condition 6(d) (<i>Redemption at the Option of the Issuer</i>)

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22	Form of Notes:	Registered Notes: Regulation S Global Note (€350,000,000 nominal amount) registered in the name of a nominee for a common safekeeper for Euroclear and Clearstream, Luxembourg
23	New Global Note:	No
24	New Safekeeping Structure:	Yes
25	Financial Centre(s):	Not Applicable
26	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No

THIRD PARTY INFORMATION

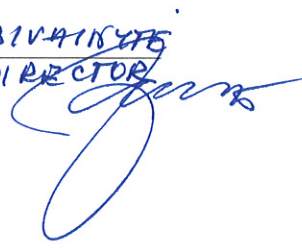
The ratings related disclosure set out in Part B, paragraph 2 of the Final Terms has been extracted from S&P Global Ratings' website, as stated therein. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by S&P Global Ratings, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of **MAXIMA GRUPĖ, UAB:**

By:

JOLANTA BIVAINIŠYTĖ
GENERAL DIRECTOR

Duly authorised



PART B – OTHER INFORMATION

1 LISTING AND ADMISSION TO TRADING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Euronext Dublin and listed on the official list of Euronext Dublin/Nasdaq Vilnius Stock Exchange with effect from on or around 19 May 2026.
- (ii) Estimate of total expenses related to admission to trading: €1,050

2 RATINGS

Ratings: The Notes to be issued are expected to be rated: S&P Global Ratings Europe Limited (S&P): BB+

S&P is established in the European Union and registered under Regulation (EC) No 1060/2009, as amended (the "CRA Regulation"). As such, S&P is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website (at <https://www.esma.europa.eu/credit-rating-agencies/cra-authorisation>) in accordance with the CRA Regulation. The rating S&P has given to the Notes is endorsed by S&P Global Ratings UK Limited, which is established in the UK and registered under Regulation (EU) No 1060/2009 as it forms part of domestic law of the United Kingdom by virtue of the EUWA.

According to the definitions published by S&P Global Ratings as at the date of these Final Terms, an obligation rated BB+ is less vulnerable to nonpayment than other speculative issues. However, it faces major ongoing uncertainties or exposure to adverse business, financial or economic conditions which could lead to the obligor's inadequate capacity to meet its financial commitments on the obligation. In addition, ratings from AA to CCC may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the rating categories. (see <https://www.spglobal.com/ratings/en/regulatory/article/190705-s-p-global-ratings-definitions-s504352>).

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for any fees payable to the Joint Lead Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Joint Lead Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4 **REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS**

Reasons for the offer: See "*Use of Proceeds*" in the Base Prospectus
Estimated net proceeds: € 350,000,000

5 **YIELD**

Indication of yield: 4.75 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6 **OPERATIONAL INFORMATION**

ISIN: XS3366323072

Common Code: 336632307

Trade Date 7 May 2026

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper (and registered in the name of a nominee of one of the ICSDs acting as common safekeeper) and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

7 **DISTRIBUTION**

(i) Method of distribution: Syndicated

(ii) If syndicated:

(A) Names of Managers
Goldman Sachs Bank Europe SE
ING Bank N.V.
Skandinaviska Enskilda Banken AB (publ)

- (B) Stabilisation Manager(s) (if any): ING Bank N.V.

- (iii) If non-syndicated, name of Dealer: Not Applicable

- (iv) US Selling Restrictions: Reg. S Compliance Category 2; TEFRA not applicable