

FIRST SUPPLEMENT TO THE BASE PROSPECTUS dated 04 November 2024

This first supplement (Supplement) is supplemental to, forms part of and must be read and construed in conjunction with, the Base Prospectus dated 10.09.2024 in respect to EUR 15 000 000 (fifteen million euro) Note Programme (Base Prospectus) and constitutes a supplement for the purposes of Article 23 of Regulation (EU) No. 2017/1129 (Prospectus Regulation).

Issuer: SIA Mintos Finance No.45, incorporated as a limited liability company and registered in the Republic of Latvia with the registration number 40203407882.

Bonds' Issuer: "Publiseg", S.A.P.I. de C.V., SOFOM, E.N.R. , a variable stock entity existing under the laws of United Mexican States, under Tax ID (RFC) registration number PUB0504284T8.

Base Prospectus approved by the shareholder of the Issuer on 10.09.2024.

Base Prospectus approved by Latvijas Banka (NCA) on 17.09.2024.

GENERAL INFORMATION

Terms specified in capital letters, yet not explained herein are explained in the [Base Prospectus](#).

This Supplement has been approved by the NCA as competent authority in the Republic of Latvia under the Prospectus Regulation. NCA only approves this Supplement, as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such an approval should not be considered as an endorsement of the Issuer or the quality of the Notes that are the subject of the Base Prospectus (as supplemented by this Supplement). To the best of the knowledge of the Issuer the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

The purpose of this Supplement is to amend the Base Prospectus by adding information on passporting to Portugal on *page 1* and also in section '6. MINTOS'; as well as updating other information, including on the definition of term *Subscription Agreement* in the sections 'GLOSSARY' and '9. TERMS AND CONDITIONS OF THE NOTES'; updating information on acquisition of Bonds by the Issuer in section '4. TRANSACTION OVERVIEW'; updating information on the minimum subscription amount of the Bonds in section '8. THE BONDS'.

Amendments to the Base Prospectus as described in this Supplement come into force on the day when this Supplement document is published on Mintos [website](#), providing the adjusted conditions are (i) not applicable to the Notes which were issued by the day when this Supplement document is published on Mintos website, and (ii) are applicable to the Notes issued starting the day when this Supplement document is published on Mintos website.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements referred to in (a) shall prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus has arisen or been noted since the publication of the Base Prospectus.

AMENDMENTS TO THE BASE PROSPECTUS

With effect from the date of this Supplement, the information appearing in the Base Prospectus shall be amended and/or supplemented in the manner described below:

- 1) On page 1 of the Base Prospectus information shall be modified as follows, whereby added text is printed in **blue and underlined** and deleted text is printed in **red and strikethrough**:

- i) Sixth paragraph shall be modified as follows, whereby added text is printed in **blue and underlined**:

The public offer of the Real Estate Securities is made in Latvia, France, Germany, Italy, Poland, Netherlands, Czech Republic, Belgium, Austria, Portugal and Spain under this Base Prospectus.

- ii) First sentence of the eight paragraph shall be modified as follows, whereby deleted text is printed in **red and strikethrough**:

During the validity period of this Base Prospectus the Issuer plans to request that the NCA provides competent authorities under the Prospectus Regulation in Bulgaria, Croatia, Republic of Cyprus, Denmark, Estonia, Finland, Greece, Hungary, Iceland, Ireland, Liechtenstein, Lithuania, Luxembourg, Malta, Norway, ~~Portugal~~, Romania, Slovakia, Slovenia and Sweden with a certificate of approval attesting that this Base Prospectus has been drawn up following the Prospectus Regulation.

- 2) On page 4 of the Base Prospectus definition “*Bonds’ Issuer Prospectus*” is adjusted as follows, whereby added text is printed in **blue and underlined**:

Bonds’ Issuer Prospectus	Bonds’ Issuers terms of the notes issue in amount of up to EUR 15 000 000. These terms of the notes issue are not a prospectus for the purposes of the Prospectus Regulation and no competent authority of any Member State has examined or approved the contents thereof. These terms of the notes issue have been prepared on the basis that all offers of the debt securities that are issued by the Bonds’ Issuer according to these terms will be made pursuant to an exemption from the obligation to publish a prospectus under the Prospectus Regulation. The issue of the Bonds is a private placement and there is no intention of the Bonds’ Issuer to list the Bonds on a regulated market for the purposes of the Markets in Financial Instruments Directive 2014/65/EU, as amended. Bonds’ Issuers terms of the notes issue programme available <u>here and its amendments here</u> .
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- 3) On page 19 of the Base Prospectus ‘4. TRANSACTION OVERVIEW’ fourth and fifth sentences of third paragraph of the sub-subsection ‘*Acquisition of Bonds by the Issuer*’ shall be modified as follows, whereby added text is printed in **blue and underlined** and deleted text is printed in **red and strikethrough**:

The minimal investment amount for the Bonds is EUR 1000-000. In cases if the Issuer collects less than EUR ~~90099-000~~, the Issuer will not acquire Bonds and all the funds collected from Investors will be returned to them.

- 4) On page 26 of the Base Prospectus in section '6. *Mintos*' first sentence of the fourth paragraph shall be modified as follows, whereby added text is printed in **blue and underlined**:

Mintos provides services in Latvia, France, Germany, Italy, Poland, Netherlands, Czech Republic, Belgium, Austria, Portugal and Spain.

- 5) On page 34 of the Base Prospectus in section '8. *THE BONDS*' third sentence of the sub-section '*Legal nature, jurisdiction and the applicable law of the Bonds*' shall be modified as follows, whereby added text is printed in **blue and underlined** and deleted text is printed in **red and strikethrough**:

The minimum subscription amount of the Bonds is EUR 1,000,000 with a minimum step of EUR 1,000.

- 6) On page 37 of the Base Prospectus in section '9. *TERMS AND CONDITIONS OF THE NOTES*' definition "*Bonds' Issuer Prospectus*" shall be modified as follows, whereby added text is printed in **blue and underlined**:

Bonds' Issuer Prospectus Bonds' Issuers terms of the notes issue in amount of up to EUR 15 000 000. These terms of the notes issue are not a prospectus for the purposes of the Prospectus Regulation and no competent authority of any Member State has examined or approved the contents thereof. These terms of the notes issue have been prepared on the basis that all offers of the debt securities that are issued by the Bonds' Issuer according to these terms will be made pursuant to an exemption from the obligation to publish a prospectus under the Prospectus Regulation. The issue of the Bonds is a private placement and there is no intention of the Bonds' Issuer to list the Bonds on a regulated market for the purposes of the Markets in Financial Instruments Directive 2014/65/EU, as amended. Bonds' Issuers terms of the notes issue programme available [here and its amendments here](#).

RIGHTS OF WITHDRAWAL

Pursuant to Article 23 (2) of the Prospectus Regulation, Investors who have already accepted to purchase or subscribe for any Notes to be issued under the Programme before this Supplement is published, shall have the right to withdraw their acceptances, provided that the new factor, material mistake or material inaccuracy was prior to the final closing of the public offer and delivery of the Notes. Taking into account all the Notes are delivered to the Investors immediately upon acceptance of their order to buy Notes on the Platform, rights of withdrawal do not apply to the Investors.

RESPONSIBILITY

Section 'AMENDMENTS TO THE BASE PROSPECTUS' of this Supplement is prepared according to the agreement between the Issuer, Mintos and the Bonds' Issuer.

The Issuer, considering information in the sub-section 'Responsibility for this Base Prospectus' of the section '3. GENERAL INFORMATION' of the Base Prospectus, accepts responsibility for the information contained in this Supplement and declares that, to the best of its knowledge, the information contained in this Supplement is in accordance with the facts.