



FIRST SUPPLEMENT TO THE BASE PROSPECTUS

dated 21 September 2023

This first supplement (Supplement) is supplemental to, forms part of and must be read and construed in conjunction with, the Base Prospectus dated 08.06.2023 in respect to EUR 210 000 000 (two hundred ten 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.28, incorporated as a limited liability company and registered in the Republic of Latvia with the registration number 40203394785.

Lending Company: Limited Liability Partnership "MICROFINANCE ORGANIZATION "FINTECHFINANCE", established on 14.08.2020, existing under the laws of the Republic of Kazakhstan, registration number 200840014753, having its registered address at Seifullin Avenue 502, 9th floor, Almaty, 050012, Kazakhstan.

Base Prospectus approved by the shareholder of the Issuer on 08.06.2023.

Base Prospectus approved by Latvijas Banka (NCA) on 14.06.2023.

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 excluding information on the guarantee/s, the Guarantor, and the Guarantee Agreement.

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 guarantee/s, the Guarantor, and the Guarantee Agreement provisions (i) are not applicable to the Notes which will be issued starting the day when this Supplement document is published on Mintos website, and (ii) are still applicable to the Notes issued until 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

The information appearing in the Base Prospectus shall be amended and/or supplemented in the manner described below:

- 1) On pages 4, 5 and 6 of the Base Prospectus in section 'GLOSSARY' definitions "*Guarantee Agreement*" and "*Guarantor*" are excluded and information on the Guarantor and the Guarantee Agreement are removed from definitions "*Issuer's Account*" and "*Transaction Documents*" respectively.
- 2) On pages 16 and 17 of the Base Prospectus in section '2. RISK FACTORS' sub-subsections "1. *The Guarantor or pledgor may not honour its obligations*", "2. *The Guarantor or pledgor may default*" and "3. *The guarantee or pledge may become invalid or unenforceable*" of subsection '*RISKS SPECIFIC TO GUARANTEES AND PLEDGES WHEN THOSE ARE PROVIDED TO THE SPV (LENDER)*' information related to the Guarantor, the Guarantee Agreement and the guarantee/s is excluded.
- 3) On page 21 of the Base Prospectus in section '*RISKS SPECIFIC TO THE ISSUER*' subsection '4. *Cross-risks applicable to the Issuer*' information relating to guarantees is excluded and in section '*RISKS SPECIFIC TO NOTES*' subsection '1. *The Noteholder has no rights of recourse against the Borrowers, the Lending Company, the SPV, the Guarantor or the pledgor*' information relating to the Guarantor is excluded.
- 4) On pages 25 and 26 of the Base Prospectus in section '3. GENERAL INFORMATION' subsection "*Responsibility for this Base Prospectus*" information relating to section '11. *THE GUARANTOR*' is excluded.
- 5) On page 35 of the Base Prospectus in section '4. TRANSACTION OVERVIEW' sub-subsection "*The Cooperation Agreement*" of subsection "*THE TRANSACTION DOCUMENTS*" information relating to the Guarantor is excluded from part '*Material Events of Default*'.
- 6) On pages 37 and 38 of the Base Prospectus in section '4. TRANSACTION OVERVIEW' sub-subsection "*The Guarantee Agreement*" of subsection "*THE TRANSACTION DOCUMENTS*" is excluded.
- 7) On pages 56 - 61 of the Base Prospectus section '11. *THE GUARANTOR*' is excluded.
- 8) On pages 63 and 65 of the Base Prospectus in subsection "*DEFINITIONS*" of section '12. *TERMS AND CONDITIONS OF THE NOTES*' definitions "*Guarantee Agreement*" and "*Guarantor*" are excluded and information on the Guarantor and the Guarantee Agreement are removed from definitions "*Issuer's Account*" and "*Transaction Documents*" respectively.
- 9) On page 66 of the Base Prospectus in section '12. *TERMS AND CONDITIONS OF THE NOTES*' subsections "3. *STATUS*" information relating to the Guarantee Agreement and the Guarantor is excluded from Condition 3.2 and on page 80 in subsection "*25. LIMITATION OF LIABILITY, AND REPRESENTATION AND WARRANTIES OF THE NOTEHOLDER*" of the same section, the Guarantor is excluded from Condition 25.3 (e).

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 are prepared according to the information provided by the Lending Company. As prescribed in the Base Prospectus section '3. GENERAL INFORMATION' the Lending Company accepts responsibility for the information contained in the certain sections of Base Prospectus, including but not limited to the sections '7. THE LENDING COMPANY' and '11. THE GUARANTOR'.

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.