

## ARRANGEMENT FEE LETTER

To: Managing Director  
DLM Holdings, UAB Konstitucijos av. 21A, Vilnius, the Republic of Lithuania

Date: 5 April 2023

### Project Caesar – Arrangement Fee Letter

#### 1. INTRODUCTION

1.1 We refer to the convertible bonds subscription agreement dated 5 April 2023 and made between (i) DLM Holdings, UAB (as borrower or the company); and (ii) BaltCap Private Equity Fund III usaldusfond and BPEF III Supplementary Investment Facility usaldusfond, in each case acting by their general partner, OÜ BaltCap Private Equity Management III (as lenders

or investors) (the "**Convertible Loan Agreement**").

1.2 Unless otherwise defined in this letter, terms defined in the Convertible Loan Agreement shall have the same meaning when used in this letter.

1.3 This is the Arrangement Fee Letter.

#### 2. ARRANGEMENT FEE

On the date falling no later than 30 days after the date of first payment of the issue price of Convertible Bonds under the Convertible Loan Agreement, you will pay to us as Investors (for our own account), a non-refundable arrangement fee in an aggregate amount of 2.00 per cent. of the aggregate issue price of all the Convertible Bonds to be subscribed pursuant to the Convertible Loan Agreement (the "**Arrangement Fee**").

#### 3. GENERAL

3.1 The Arrangement Fee is exclusive of any VAT or other tax chargeable thereon.

3.2 All other fees and expenses will be payable in accordance with the terms of the Convertible Loan Agreement.

3.3 This letter (and any non-contractual obligations arising out of or in connection with it) shall be governed by and construed in accordance with English law.

3.4 Please confirm your understanding and acceptance of the above terms by signing and returning the enclosed copy of this letter.

Yours faithfully,



**OÜ BaltCap Private Equity Management III**, as general partner for and on behalf of **BaltCap Private Equity Fund III usaldusfond**

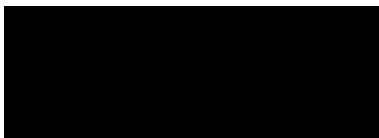
(as Investor 1 under and as defined in the Convertible Loan Agreement)



**OÜ BaltCap Private Equity Management III**, as general partner for and on behalf of **BPEF III Supplementary Investment Facility usaldusfond**

(as Investor 2 under and as defined in the Convertible Loan Agreement)

I hereby acknowledge and accept the above terms.



Managing Director  
for and on behalf of  
**DLM Holdings, UAB**

Date: 5 April 2023