



SECOND SUPPLEMENT TO THE BASE PROSPECTUS

Dated 7 November 2024

This second supplement (“**Supplement**”) is supplemental to, forms part of and must be read and construed in conjunction with, the Base Prospectus dated 5 June 2024 as supplemented by first supplement dated 20 September 2024 (“**Base Prospectus**”) and constitutes a supplement for the purposes of Article 23 of Regulation (EU) No. 2017/1129 (“**Prospectus Regulation**”).

Issuer:	SIA DN Funding Zeta, a limited liability company (in the Latvian: <i>sabiedrība ar ierobežotu atbildību</i>) registered under the registration number 40203526691 in the Commercial Registry of Latvia (in the Latvian: <i>Komercreģistrs</i>) on 7 December 2023, a special purpose entity whose principal purpose is the issue of the asset-backed securities
Loan Originator	SIA SANDBOX FUNDING, a limited liability company (in the Latvian: <i>sabiedrība ar ierobežotu atbildību</i>) registered under the registration number 40203473712 in the Commercial Registry of Latvia (in the Latvian: <i>Komercreģistrs</i>) on 30 March 2023, legal entity identifier: 894500FHOFZYE75TV978, registered address: Ūnijas iela 8 k-7, Rīga LV-1084, Latvia
Debitum Investments	SIA DN Operator, a limited liability company (in the Latvian: <i>sabiedrība ar ierobežotu atbildību</i>) registered under the registration number 42103092209 in the Commercial Registry of Latvia (in the Latvian: <i>Komercreģistrs</i>) on 9 April 2019, an investment firm (in the Latvian: <i>ieguldījumu brokeru sabiedrība</i>) licensed by the Bank of Latvia, which provides investment and related services to the Investors through the Platform

Base Prospectus was approved by the shareholder of the Issuer on 5 June 2024, first supplements to the Base Prospectus was approved by the shareholder of the Issuer on 20 September 2024.

Base Prospectus approved by Bank of Latvia on 12 June 2024, first supplements to the Base Prospectus was approved by the Bank of Latvia on 24 September 2024.

Save as disclosed in this Supplement, since the publication of the Prospectus there have been no significant new factors, material mistakes or inaccuracies relating to the information contained in the Prospectus. Except where the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Supplement. Such defined terms can be found in Section “Glossary” beginning on page 8 of the Base Prospectus.

This Supplement has been approved by the Bank of Latvia as competent authority in the Republic of Latvia under the Prospectus Regulation. Bank of Latvia 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 ABS 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 increasing the maximum aggregate nominal amount of all ABS from time to time outstanding under the Programme to EUR 40,000,000 (forty million euro).

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.

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 2 of the Base Prospectus title shall be read as follows, whereby added text is printed in green and underlined and deleted text is printed in ~~red and strikethrough~~:

SIA DN Funding Zeta

registration number in Latvia: 40203526691

legal entity identifier (LEI): 894500NYE30AQD6XRP69

EUR 40,000,000~~16,000,000~~ ABS PROGRAMME

- 2) On page 2 of the Base Prospectus third paragraph shall be read as follows, whereby added text is printed in green and underlined and deleted text is printed in ~~red and strikethrough~~:

ABS will be issued in registered form. The maximum aggregate nominal amount of all ABS from time to time outstanding under the Programme will not exceed EUR 40,000,000 ~~16,000,000~~ (forty million ~~sixteen million~~ euro).

- 3) On page 9 definition of “Programme” under Section “Glossary” shall be read as follows, whereby added text is printed in green and underlined and deleted text is printed in ~~red and strikethrough~~:

Programme this EUR 40,000,000 ~~16,000,000~~ (forty million ~~sixteen million~~ euro) ABS programme of the Issuer

- 4) On page 25 Section 3.8 shall be read as follows, whereby added text is printed in green and underlined and deleted text is printed in ~~red and strikethrough~~:

3.8. Programme limit

The maximum aggregate nominal amount of all ABS from time to time outstanding under the Programme will not exceed EUR 40,000,000 ~~16,000,000~~ (forty million ~~sixteen million~~ euro).

- 5) On page 35 Section 5.1 shall be read as follows, whereby added text is printed in green and underlined and deleted text is printed in ~~red and strikethrough~~:

5.1. General

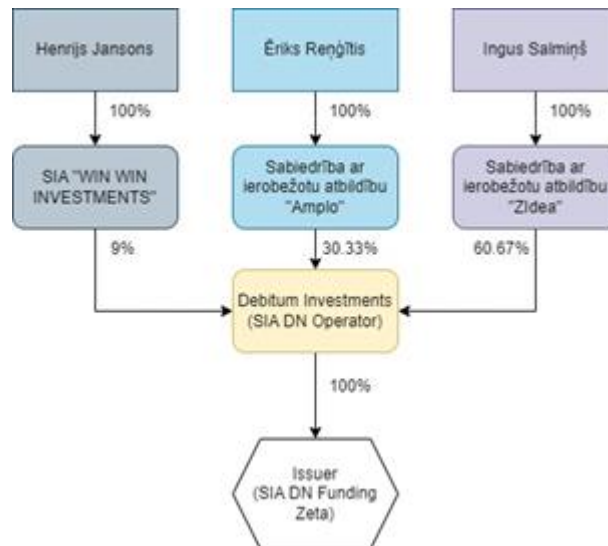
The Issuer is a special purpose undertaking established for the sole purpose of issuing and offering the ABS to the Investors on the Platform, which are backed by the Loan Receivables acquired from the Loan Originator.

The Issuer does not take part in any other business activities.

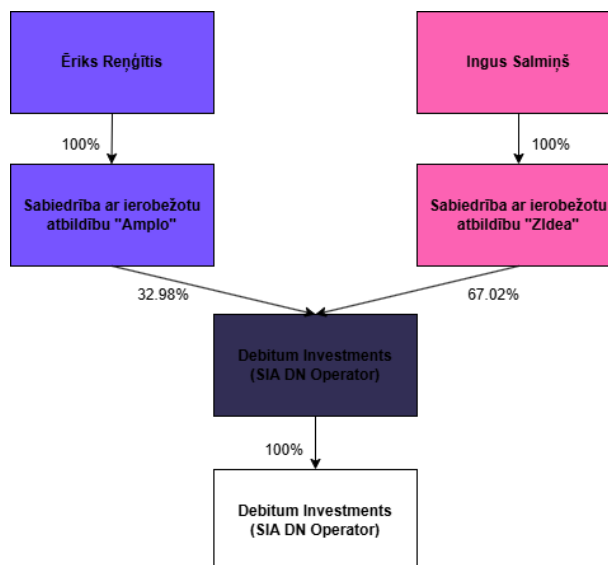
The Issuer is incorporated as a limited liability company (in the Latvian: *sabiedrība ar ierobežotu atbildību*) and registered in the Commercial Registry of Latvia (in the Latvian: *Komercreģistrs*) on 7 December 2023 under the name SIA DN Funding Zeta with registration number 40203526691. It operates under the laws of the Republic of Latvia and has its registered office at Ūnijas iela 8 k-7, Rīga LV-1084, Latvia. The Legal Entity Identifier (LEI) of the Issuer is: 894500NYE30AQD6XRP69.

The registered and paid up share capital of the Issuer is EUR 2800 consisting of 280 shares each having a nominal value of EUR 10. Each share is entitled to one vote. The sole shareholder of the Issuer is Debitum Investments.

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The Issuer has no subsidiaries and does not own any shares or equity.

The Issuer is managed by the Management Board, the members being appointed by the shareholder of the Issuer. The sole members of the Management Board is ~~are Henrijs Jansons and~~ Ingus Salmiņš ~~(who has been elected but not yet registered in the Commercial Registry of Latvia (in the Latvian: Komercreģistrs))~~.

~~Henrijs Jansons is also the member of the Management Board of Debitum Investments, SIA DN Funding Alpha, SIA DN Funding Beta, SIA DN Funding Delta, SIA DN Funding Gamma, SIA DN Funding Epsilon and the Loan Originator.~~

Ingus Salmiņš is also the member of the Management Board of Debitum Investments, **Loan Originator**, SIA DN Funding Alpha, SIA DN Funding Beta, SIA DN Funding Delta, SIA DN Funding Gamma, SIA DN Funding Epsilon, **SIA DN Funding Eta**, **SIA DN Funding Theta**, SIA "Prime Gold", SIA Ecto, SIA "AmberCapital", SIA Powerhouse Sarkandaugava, SIA "PM Auto noma", SIA "Priedes mežs", SIA "Actif" and sabiedrība ar ierobežotu atbildību "ZIdea" (shareholder of the Loan Originator and Debitum Investments).

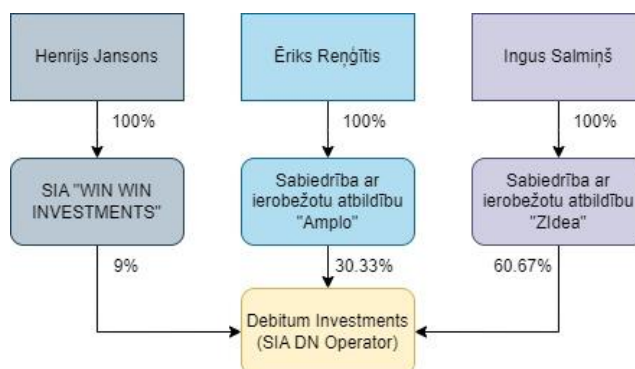
For so long as the ABS of any Series remain outstanding or the ABS may be issued under the Programme, the articles of association of the Issuer and all further reports, and other documents, historical financial information etc. can and will be accessed on the Platform (<https://debitum.investments/en/corporate-governance>).

- 6) On page 37 Section 5.1 shall be read as follows, whereby added text is printed in **green and underlined** and deleted text is printed in **red and strikethrough**:

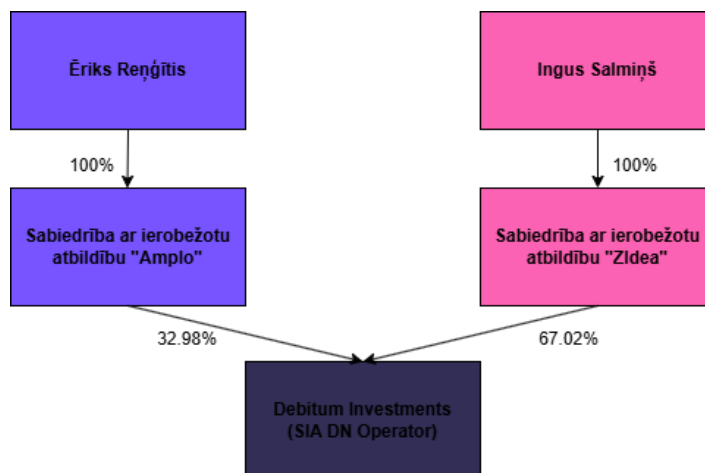
6.1. Debitum Investments and its shareholders

Debitum Investments is incorporated as a limited liability company (in the Latvian: *sabiedrība ar ierobežotu atbildību*) and registered in the Commercial Registry of Latvia (in the Latvian: *Komercreģistrs*) on 9 April 2019 under the name SIA DN Operator with registration number 42103092209. It operates under the laws of the Republic of Latvia and has its registered office at Ūnijas iela 8 k-7, Rīga LV-1084, Latvia.

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and replaced by following graphic:



67.02% ~~60.67%~~ shares in Debitum Investments are held by sabiedrība ar ierobežotu atbildību "ZIdea", registration number 40203138540, with the sole ultimate beneficial owner and shareholder being Ingus Salmiņš.

32.98~~30.33~~% shares in Debitum Investments are held by sabiedrība ar ierobežotu atbildību "Amplu", registration number 40103356486, with the sole ultimate beneficial owner and shareholder being Ēriks Reņģītis.

~~9% shares in Debitum Investments are held by SIA "WIN WIN INVESTMENTS", registration number 50203436811, with the sole ultimate beneficial owner and shareholder being Henrijs Jansons.~~

Debitum Investments is managed by the Management Board, the member being appointed by the shareholders of Debitum Investments. The current ~~four~~ ~~three~~ members of the Management Board are ~~Henrijs Jansons~~, Ingus Salmiņš, Ēriks Reņģītis, Kristīne Lapiņa and Mārtiņš Galzons~~Edgars Turlajs~~. Any two members of the Management Board are entitled to represent Debitum Investments jointly.

~~Henrijs Jansons is also the member of the Management Board of the Issuer, SIA DN Funding Alpha, SIA DN Funding Beta, SIA DN Funding Delta, SIA DN Funding Gamma, SIA DN Funding Epsilon and the Loan Originator.~~

Ingus Salmiņš is also the member of the Management Board of the Issuer, Loan Originator, SIA DN Funding Alpha, SIA DN Funding Beta, SIA DN Funding Delta, SIA DN Funding Gamma, SIA DN Funding Epsilon, SIA DN Funding Eta, SIA DN Funding Theta SIA, "Prime Gold", SIA Ecto, SIA "AmberCapital", SIA Powerhouse Sarkandaugava, SIA "PM Auto noma", SIA "Priedes mežs", SIA "Actif" and sabiedrība ar ierobežotu atbildību "Zīda" (shareholder of the Loan Originator and Debitum Investments).

Ēriks Reņģītis is also the member of the Management Board of SIA "Bono Power" and sabiedrība ar ierobežotu atbildību "Amplu" (shareholder of the Loan Originator and Debitum Investments).

Debitum Investments is an investment firm (in the Latvian: *ieguldījumu brokeru sabiedrība*) licensed by the Bank of Latvia since 21 September 2021 and Debitum Investments is authorised to provide following investment services and ancillary services:

- i. placing of financial instruments without a firm commitment basis;
- ii. investment advice;
- iii. holding of financial instruments;
- iv. currency exchange services where these are related to the provision of investment services;
- v. execution of orders on behalf of clients;
- vi. services related to underwriting.

Debitum Investments provides services in Latvia. Debitum Investments has not commenced provision of services in other countries as of the date of this Base Prospectus but may do so during the validity period of this Base Prospectus.

Cash funds of the Investors are held by Debitum Investments with partner banks including AS "SEB banka", registration number 40003151743, and BluOr Bank AS, registration number 40003551060.

Debitum Investments owns and operates the Platform (www.debitum.investments) which is the technical infrastructure through which (i) the Loan Originator sells Loan Receivables to the Issuer; (ii) the Issuer offers and sells the ABS to Investors and (iii) information exchange and money flows occur between Investors, the Issuer and the Loan Originator.

- 7) On pages 41 and 42 Section 7.9 shall be read as follows, whereby added text is printed in green and underlined and deleted text is printed in ~~red and strikethrough~~:

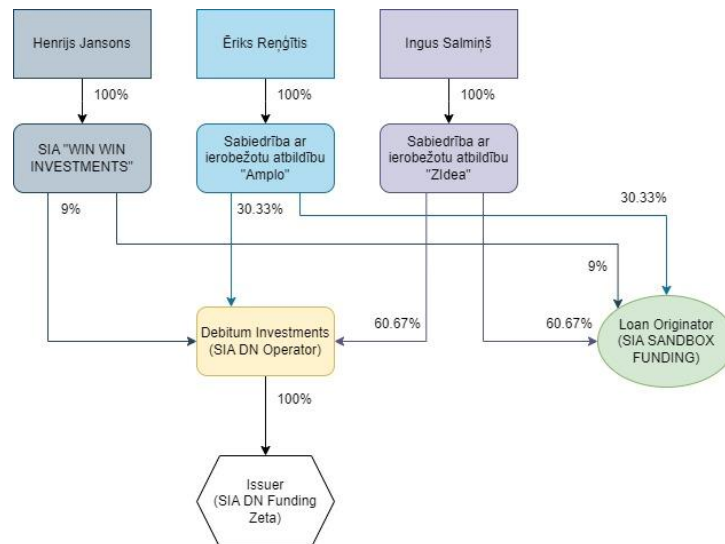
7.9. Debitum Investments and its shareholders

The Loan Originator's organisational structure consists of the Management Board and a Shareholders Meeting. The Management Board consists of one member.

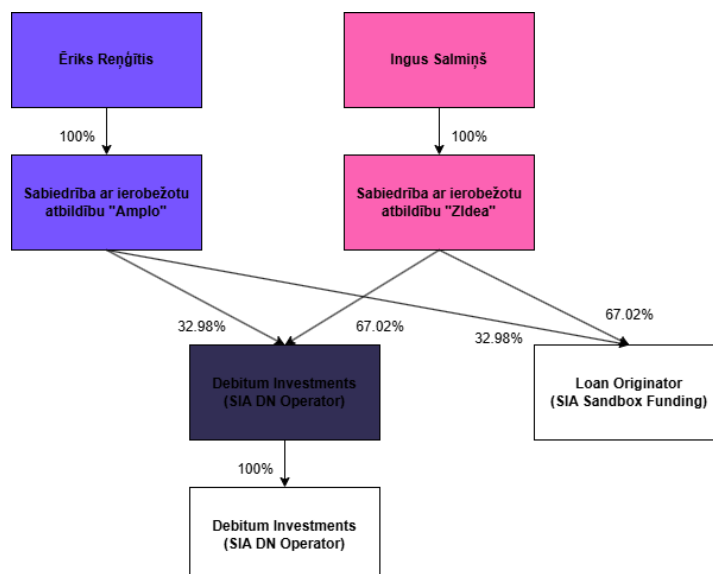
The Management Board consists of one member – Henrijs Jansons. Henrijs Jansons has more than 10 years of experience in financial and fintech companies, managing processes and teams in financial IT systems development, credit origination, debt collection and fundraising. Henrijs Jansons is also the member of the Management Board of Debitum Investments, the Issuer, SIA DN Funding Alpha, SIA DN Funding Beta, SIA DN Funding Delta, SIA DN Funding Gamma and SIA DN Funding Epsilon and has previous experience in Creditreform Group, Elevation Group and Scandic Fusion. Henrijs Jansons studied at the Riga School of Economics in the Bachelor programme and is currently pursuing an EMBA degree at the Riga School of Economics.

The Management Board consists of one member – Ingus Salmiņš. Ingus Salmiņš has more than 18 years of experience in financial companies, managing processes and teams. Ingus Salmiņš is also the member of the Management Board of the Issuer, Debitum Investments, SIA DN Funding Alpha, SIA DN Funding Beta, SIA DN Funding Delta, SIA DN Funding Gamma, SIA DN Funding Epsilon, SIA DN Funding Eta, SIA DN Funding Theta SIA, "Prime Gold", SIA Ecto, SIA "AmberCapital", SIA Powerhouse Sarkandaugava, SIA "PM Auto noma", SIA "Priedes mežs", SIA "Actif" and sabiedrība ar ierobežotu atbildību "Zīda" (shareholder of the Loan Originator and Debitum Investments) and has previous experience in management positions in Citadele banka, Latvijas pasts, financial institution Altum. Henrijs Jansons has EMBA from Stockholm School of Economics in Riga and Master's Degree in Account and Finance from BA School of Business and Finance.

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~~9% shares in Loan Originator are held by SIA "WIN WIN INVESTMENTS", registration number 50203436811, with the sole ultimate beneficial owner and shareholder being Henrijs Jansons.~~

The Loan Originator and Debitum Investments are sister companies. Both companies operate partly with a common purpose:

- i. the Loan Originator's objective is to grant loans to economic operators in order to offer securities directly or derivatively linked to the Loan Originator to the public through the Platform;
- ii. Debitum Investments is an investment firm licensed by the Bank of Latvia for the purpose of placing various securities on the Platform and offering such securities to potential investors.

RIGHTS OF WITHDRAWAL

Pursuant to Article 23 (2) of the Prospectus Regulation, Investors who have already accepted to purchase or subscribe for any ABS 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 ABS. Taking into account all the ABS are delivered to the Investors immediately upon acceptance of their order to buy ABS on the Platform, rights of withdrawal do not apply to the Investors.

RESPONSIBILITY

The Issuer, considering information in the Section 3.2 "Responsibility for this Base Prospectus" 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.

*THIS DOCUMENT IS SIGNED ELECTRONICALLY WITH A SAFE ELECTRONIC SIGNATURE AND
CONTAINS A TIME STAMP*

Ingus Salmiņš
Member of the Management Board
SIA DN Funding Zeta