

Denne melding til obligasjonseierne er kun utarbeidet på engelsk. For informasjon vennligst kontakt Nordic Trustee AS.

To the bondholders in:

**ISIN: NO0012940347 - Media Central Holding GmbH FRN Senior Secured EUR
250,000,000 SustainabilityLinked Bonds 2023/2027**

Oslo, 24 October 2024

Exercise of voluntary early redemption (Call Option)

Nordic Trustee AS (the “**Bond Trustee**”) acts as bond trustee for the Bondholders in the above mentioned bond issue (the “**Bond Issue**”) where Media Central Holding GmbH is the issuer (the “**Issuer**”).

All capitalized terms used herein shall have the meaning assigned to them in the bond terms dated 22 June 2023 (the “**Bond Terms**”).

The Issuer informs of the transaction as outlined in the stock exchange announcement dated 14 October 2024 (the “**Transaction**”) and it is intended that the Outstanding Bonds will be refinanced.

Thus, the Issuer has notified the Bond Trustee of the conditional exercise of the Call Option with the possible extension of the Call Option Repayment Date (as described below) to redeem the Outstanding Bonds in whole in accordance with item (i) of clause 10.2, a) of the Bond Terms, as follows:

Redemption amount:	All Outstanding Bonds
Redemption price:	112.01 % of the Nominal Amount for each redeemed Bond plus accrued and unpaid interest – equal to the Make Whole Amount
Record Date:	8 November 2024
Call Option Repayment Date:	12 November 2024

In order to avoid publishing multiple call notices at the same time with various call option repayment dates, the Issuer has informed the Bond Trustee that the Call Option Repayment Date may, at the Issuer's discretion, be postponed one or more times by publication of a press release at least five (5) Business Days prior to the then applicable call option repayment date. The call option repayment date will not be delayed until later than **15 November 2024**.

In accordance with Clause 10.2, (e) (*Voluntary early redemption – Call Option*), the Issuer has notified the Bond Trustee that the exercise of the Call Option shall be conditional upon completion of:

- (i) obtainment (whether actually or deemed by operations of law) of approval for the consummation of the Transaction under applicable foreign investment control laws of Romania or by the issuance of a waiver by the purchaser under the Transaction to procure such an obtainment under the applicable foreign investment control laws of Romania; and
- (ii) receipt of the Redemption amount by the Paying Agent and receipt by the seller of payment of the purchase price, in each case due to be paid in connection with the completion of the Transaction on the closing date.

The Issuer will notify upon satisfaction or waiver of the above conditions for the exercise of the Call Option through publication of a press release at least 3 Business Days prior to the Call Option Repayment Date or by any postponed call option repayment date.

If the conditions mentioned above have not been satisfied or waived at least 3 Business Days prior to the Call Option Repayment Date or by any postponed call option repayment date, the call notice shall be null and void.

Yours sincerely

Nordic Trustee AS

A handwritten signature in blue ink, appearing to read 'Vivian Trøsch', is written over a horizontal line.

Vivian Trøsch