

THIS NOTICE RELATES TO THE DISCLOSURE OF INFORMATION THAT QUALIFIED OR MAY HAVE QUALIFIED AS INSIDE INFORMATION WITHIN THE MEANING OF ARTICLE 7(1) OF THE MARKET ABUSE REGULATION (EU) 596/2014.

THIS NOTICE IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF NOTEHOLDERS.

If any Noteholder is in any doubt about any aspect of the proposal in this Notice and/or the action it should take, it is recommended to seek its own financial, legal and other advice, including in respect of any tax, financial, accounting and regulatory consequences, immediately from its broker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser and such other professional adviser from its own professional advisers as it deems necessary.

FURTHER INFORMATION REGARDING THE MATTERS REFERRED TO IN THIS NOTICE IS AVAILABLE IN THE TENDER OFFER AND CONSENT SOLICITATION MEMORANDUM (THE "MEMORANDUM") ISSUED BY THE ISSUER ON 21 SEPTEMBER 2026, AND NOTEHOLDERS ARE ENCOURAGED TO READ THIS ANNOUNCEMENT IN CONJUNCTION WITH THE SAME.



NOTICE OF

PRICING AND FINAL RESULTS OF TENDER OFFER AND RESULTS OF MEETINGS

to the holders (the "Noteholders")

in respect of the

€500,000,000 Senior Unsecured Guaranteed 0.750% Fixed Rate Notes due 18 October 2031 (ISIN: XS2398710546) (the "October 2031 Notes")

€500,000,000 Senior Unsecured Guaranteed 4.000% Fixed Rate Green Notes due 7 May 2032 (ISIN: XS2815987834) (the "May 2032 Notes")

€65,000,000 Senior Unsecured Guaranteed 2.478% Fixed Rate Notes due 15 December 2032 (ISIN: XS1736944239) (the "December 2032 Notes")

(each a "Series" and, together, the "Notes").

of

VESTEDA FINANCE B.V.

(incorporated as a private limited liability company (besloten vennootschap met beperkte aansprakelijkheid) under the laws of The Netherlands and having its corporate seat in Amsterdam)

(the "Offeror")

issued by the Offeror and

guaranteed by

CUSTODIAN VESTEDA FUND I B.V.

(incorporated as a private limited liability company (besloten vennootschap met beperkte aansprakelijkheid) under the laws of The Netherlands with its corporate seat in Amsterdam)

(the "Guarantor")

13 October 2026 - On 21 September 2026, the Offeror announced its invitation to (A) holders of the October 2031 Notes to tender their October 2031 Notes for purchase by the Offeror for cash up to the Maximum Acceptance Amount (the "Tender Offer") and concurrently to consent to the Noteholder Proposal and (B) holders of each Series to consent to the Noteholder Proposal (together with the Tender Offer, the "Offer").

A separate meeting (each a “**Meeting**” and together, the “**Meetings**”) of the Noteholders of each Series was held earlier today, 13 October 2026, and the Offeror now announces the pricing and final results of the Tender Offer and the results of the Meetings.

This announcement does not contain the full terms and conditions of the Offer or the full text of the Proposed Amendments, which are contained in the Memorandum.

Unless otherwise indicated, capitalised terms used but not otherwise defined in this announcement have the meanings given in the Memorandum.

NOTICE IS HEREBY GIVEN to the Noteholders that:

- (a) as at the Expiration Deadline, the aggregate principal amount of the October 2031 Notes validly tendered and accepted for purchase pursuant to the Tender Offer is €81,667,000 and the results of the Tender Offer are as follows: (i) the Purchase Yield is 3.746 per cent.; (ii) the Interpolated Mid-Swap Rate is 3.446 per cent.; (iii) the Total Consideration is €865.46 per €1,000; (iv) the Tender Offer Consideration is €835.46 per €1,000; (v) no *pro rata* scaling will apply; (vi) the Settlement Date is 15 October 2026; and (vii) the Accrued Interest is €7.44 per €1,000 in principal amount of October 2031 Notes;
- (b) (A) in respect of the May 2032 Notes, the necessary quorum was achieved at the relevant Meeting, the relevant Extraordinary Resolution was passed and the other Conditions to the Offer relating to such Extraordinary Resolution have been satisfied, and the Proposed Amendments will be implemented in respect of the May 2032 Notes by execution of the Supplemental Agency Agreement on the Settlement Date; and (B) in respect of each of the October 2031 Notes and the December 2032 Notes, the relevant Extraordinary Resolution was not passed at the relevant Meeting and, accordingly, the Proposed Amendments will not be implemented in respect of such Series; and
- (c) the Early Consent Fee of €12.50 per €1,000 in principal amount of May 2032 Notes will be paid to eligible holders of the May 2032 Notes on the Settlement Date in the manner described in the Memorandum. As the relevant Extraordinary Resolutions were not passed, no Early Consent Fee will be paid in respect of the October 2031 Notes or the December 2032 Notes.

It is with regret the Extraordinary Resolution of the October 2031 Notes and the December 2032 Notes were not passed at their respective Meeting and for Noteholders not to be paid the Early Consent Fee. The proposal would have enabled the Offeror to more effectively manage its debt portfolio and ensure consistent treatment of noteholders across all series of notes issued under the Offeror’s EMTN Programme.

After the refinancing of the Offeror’s remaining 2027 maturities, there will be less than €500m in aggregate principal amount of notes with the legacy “cessation of business” clause. The Offeror continues to view the October 2031 Notes and the December 2032 Notes as core pillars in its long-term funding framework.

CONTACT INFORMATION

Further information relating to the Consent Solicitation can be obtained from the Solicitation Agents directly:

The Tender and Tabulation Agent for the Offer is:

Kroll Issuer Services Limited

The News Building
3 London Bridge Street
London SE1 9SG
United Kingdom

Attention: Owen Morris
Telephone: +44 20 7704 0880
Email: vesteda@is.kroll.com
Website: <https://deals.is.kroll.com/vesteda>

Any questions or requests for assistance or for additional copies of the Memorandum or any other offer documents may be directed to the Tender and Tabulation Agent at its contact details above. A Noteholder may also contact the Dealer Managers and Solicitation Agents at the contact details set forth below, or such Noteholder's broker, dealer, commercial bank, custodian, trust company or other nominee or intermediary or clearing system (including any Clearing System) for assistance concerning the Offer.

The Dealer Managers and Solicitation Agents for the Offer are:

ING Bank N.V.

Bijlmerdreef 109
1102 BW Amsterdam
The Netherlands

Attn: Liability Management Team
Telephone: +44 20 7767 6784
Email: liability.management@ing.com

SMBC Bank EU AG

Neue Mainzer Straße 52-58
60311 Frankfurt am Main
Germany

Attn: Liability Management
Email: gblocapitalsolutions@gb.smbcgroup.com

DISCLAIMER: This announcement must be read in conjunction with the Memorandum. No offers or invitations to acquire any securities are being made pursuant to this announcement. If any Noteholder is unsure of the impact of the implementation of the Extraordinary Resolution for the May 2032 Notes, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser.

The distribution of this announcement and the Memorandum in certain jurisdictions may be restricted by law, and persons into whose possession this announcement and/or the Memorandum comes are required by each of the Offeror, the Dealer Managers and Solicitation Agents and the Tender and Tabulation Agent to inform themselves about, and to observe, any such restrictions.