

**Regulated inside information**

**07 December 2022**

**NOTICE TO BONDHOLDERS**

**ISIN: PLHBRF300018**

Company HB Reavis Finance PL 3 sp. z o.o. with its registered office in Warsaw at ul. Postępu 14, 02-676 Warsaw, entered into the register of entrepreneurs of the National Court Register maintained by the District Court for the capital city of Warsaw in Warsaw, XIII Commercial Division of the National Court Register under No. 0000741386, REGON: 380827481 (hereinafter referred to as the Issuer) is the issuer of the Bonds:

- Bonds with a floating rate of WIBOR + Margin 5 % p.a., ISIN: PLHBRF300018, with issue date 08.12.2020 and maturity date 08.12.2023, Final Terms dated 19.11.2020, available at: <https://gpwcatalyst.pl/emitenci-obligacji-dokumenty-firmy>

(together, the "**Bonds**").

Terms not defined herein shall have the same meanings as set forth in the prospectus for the Bonds.

All of the Bonds have been issued under the Issuer's bond programme of up to PLN 400,000,000 (the "**Programme**"). The Issuer has prepared and published in connection with the Programme a base prospectus dated 04.12.2020 available at: <https://gpwcatalyst.pl/emitenci-obligacji-dokumenty-firmy>. The terms and conditions of each Bond are set out in Part 9.5 (Document defining the terms and conditions of the Bonds) of the aforementioned Base Prospectus and the relevant Final Terms (together, the "**Terms and Conditions**").

On 16.2.2022, the Issuer informed the Bondholders (each Bondholder hereinafter referred to as a "**Bondholder**") that the HB Reavis Group, of which both the Issuer and the Guarantor is a part (hereinafter referred to as the "**HB Reavis Group**"), has commenced, as part of a corporate reorganisation, to take steps to consolidate a part of the HB Reavis Group's investment portfolio and to separate a significant part of its assets from the HB Reavis Group.

The Issuer hereby notifies the Bondholders that on **30 November 2022**, HB Reavis Group has carried out a corporate reorganisation whereby a part of the investment portfolio of HB Reavis Group has been separated by way of spinning off a significant part of the assets from HB Reavis Group. These assets include *Bloom Clerkenwell in the United Kingdom, Agora Hub and Agora Tower in Hungary, Forest Campus, Forest Tower, Varso 1, Varso 2 and Varso Tower in Poland (in Warsaw) and Nivy Tower in Slovakia*. The Issuer notes that the *DSTRCT project in Germany*, which is also part of the announced Reorganisation, is likely to be separated from the HB Reavis Group's portfolio on 15 December 2022 (together, the "**Reorganisation**"). The Issuer will issue a separate announcement following the completion of the separation of the *DSTRCT project* in Germany from the HB Reavis Group's portfolio.

The Issuer further announces that the implementation of the Reorganisation (or part thereof) does not constitute an event of breach of the Conditions.

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