

XANTIS S.A.

Société anonyme

Registered office: 177 Rue de Luxembourg, Bertrange, L-8077 Luxembourg, Grand-Duché de
Luxembourg
R.C.S. Luxembourg B140689

(the “**Company**”)

Acting in its capacity as Management Company of
International Investment Platform Securitisation Fund
(formerly Lombard 82 Securitisation Fund)

Correspondence address: 24 Rue Astrid, L-1143 Luxembourg, Grand-Duché de Luxembourg

(the “**Fund**”)

HEREBY PROVIDE NOTICE TO THE NOTEHOLDERS OF

Lombard 82 Euro Medium Term Notes (EMTN) Serie 8 GBP / USD / EUR Class B Maturity 2030
GBP ISIN LU1823585333
USD ISIN LU1853428834
EUR ISIN LU1853428917

(the “**Notes**”)

**Pursuant to Article 20 of the Private Investment Memoranda of
Lombard 82 Serie 8 GBP / USD / EUR Class B**

Further to the approval of a majority of Noteholders at the General Meeting of Noteholders held on 12 August 2024, the Private Investment Memorandum in respect to the above-mentioned Notes is MODIFIED as follows:

i. Article 1 of the Private Investment Memorandum is REPLACED by the following:

1. DEFINITIONS

Articles

Articles mean the numbered paragraphs in the Private Investment Memorandum.

Bondholder

Bondholder means Noteholder.

Coupon

Coupon means the interest payment made to Noteholders.

EMTN

EMTN stands for Euro Medium Term Notes and means the Notes issued by the Fund that are the subject of this Private Investment Memorandum.

Fund

The Fund means the International Investment Platform Securitisation Fund, a securitisation Fund (fonds de titrisation) established in 2006 in the Grand Duchy of Luxembourg. The Fund is registered with the Luxembourg Register of Commerce and Companies (RCS).

The Fund and securities issued by it are governed by the Management Regulations of the Fund.

Issuer

The Issuer of the Notes is the International Investment Platform Securitisation Fund represented by Xantis S.A., acting as Management Company of the Fund.

Lombard 82

Lombard 82 or Lombard 82 Securitisation Fund or Lombard 82 Investment Fund Securitisation Fund are former names of the Fund.

Management Company

Xantis S.A. is the Management Company of the Fund within the meaning of the Securitisation Law.

Xantis S.A. is a public limited company (société anonyme) incorporated under the laws of Luxembourg with its registered office at 177 Rue de Luxembourg, L-8077 Bertrange, Luxembourg. Xantis S.A. is registered with the Luxembourg Register of Commerce and Companies (RCS) under number B-140689.

Management Regulations

The Management Regulations means the constitution of the Fund.

The Management Regulations are published via the Luxembourg Register of Commerce and Companies (RCS).

Maturity Date

The Maturity Date is 31 March 2030.

Memorandum

Memorandum means the Private Investment Memorandum in respect to the Notes that incorporates the Terms and Conditions to which Noteholders are bound.

Notes

The Notes mean the securities issued by the Fund, also referred to as EMTNs, that are the subject of this Private Investment Memorandum.

Noteholder

The Noteholder means the registered legal owner of the Notes as recorded in the Register.

Originator

The Originators means those who initiated the Fund and determined its investment policy.

The Originators of the Fund are International Investment Platform S.A. (formerly known as SFM Group International S.A) and the Cornhill Management Group (the group of companies owned by Deja Group Investments Limited).

Par Value

The Par Value of the Note means the price paid for the Note at the time of subscription.

Reimbursement Date

The Reimbursement Date means the Maturity Date.

Register

The Register means the register of the Noteholders kept by the Management Company.

Securitisation Law

Securitisation Law means the law of the Grand Duchy of Luxembourg of 22 March 2004 on securitisation, as amended by the law of 25 February 2022.

Underlying Assets

The Underlying Assets mean the property, resources, receivables and rights owned by the Fund.

Zero Load

Zero Load or Zero Load Securitisation Fund are former names of the Fund.

i. Article 3 of the Private Investment Memorandum is REPLACED by the following:

3. REDEMPTION & REIMBURSEMENT

Notes are reimbursable on the Maturity Date at the Par Value.

Noteholders may at any time request redemption of their Notes in accordance with the Management Regulations.

Redemption or Exit fees are waived for redemptions requested on or after 4 October 2021.

ii. Article 6 of the Private Investment Memorandum is STRUCK OUT.

iii. Article 12 of the Private Investment Memorandum is REPLACED by the following:

12. ISSUER

The issuer is the International Investment Platform Securitisation Fund represented by its Management Company, Xantis S.A.

The auditor, administrator and other service providers appointed by the Management Company in respect to the Fund, are identified in the Fund's Annual Reports.

iv. Article 14 of the Private Investment Memorandum is REPLACED by the following:

14. GENERAL ISSUES AND TRANSFER OF EMTNs

Subject to the provisions contained within the Management Regulations, Noteholders are free to sell or transfer in part or in full, their Notes to Eligible Investors. Notes may not be sold or transferred to anyone who is not an Eligible Investor.

Eligible Investors include institutional investors, professional investors (as defined) and high net worth individuals, provided the latter possess the experience, knowledge and expertise to make their own investment decisions and properly assess the risks that it incurs.

Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended, the "Insurance Mediation Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the EMTNs or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the EMTNs or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

Notes may not be held by a private person or company having the status of "U.S. Person".

For the avoidance of doubt, U.S. Persons (either a natural person or a legal person) as defined under the law of the United States of America are not Eligible Investors.

v. Article 18 of the Private Investment Memorandum is REPLACED by the following:

18. SEVERABILITY

If any clause in the Memorandum becomes invalid or unenforceable in full or in part, the rest of the Memorandum remains applicable. The clause that is invalid shall be considered replaced by clause(s) that are as close as possible to the financial effects pursued by the original clause within the limitations of the law.

In the event of any conflict between the Fund's Management Regulations and this Private Investment Memorandum, the provisions of the Management Regulations take precedence.

vi. Article 21 of the Private Investment Memorandum is REPLACED by the following:

21. GOVERNING LAW, JURISDICTION AND LANGUAGE

These Terms and Conditions shall be governed by and construed in accordance with the Fund's Management Regulations and the laws of the Grand Duchy of Luxembourg.

Any dispute between the Noteholders and the Issuer arising in respect to the Notes will be settled by arbitration, in English, at the London Court of International Arbitration (LCIA), in accordance with LCIA Arbitration Rules.

A Noteholder may not bring any action in any Court against the Issuer or the Management Company in respect to any Notes held in any Class or Series if, in the reasonable opinion of the Management Company, the Noteholder or any affiliate thereof has any debt or liability to the Fund or the Management Company.

- vii. Article 22 of the Private Investment Memorandum is STRUCK OUT.**

- viii. Article 23 (if applicable) of the Private Investment Memorandum is STRUCK OUT.**

- ix. The Summary (table of contents) of the Private Investment Memorandum is AMENDED to reflect the amended titles of the Articles as above.**

The modifications to the Memoranda apply as of the date of this Notice.

Luxembourg 13 August 2024

Xantis S.A.

Management Company acting on behalf of International Investment Platform Securitisation Fund
(formerly known as Lombard 82 Securitisation Fund)