

XANTIS S.A.
Société anonyme
Registered office: 177 Rue de Luxembourg, Bertrange, L-8077 Luxembourg, Grand-Duché de
Luxembourg
R.C.S. Luxembourg No. B140689

(the “**Company**”)

Acting in its capacity as Management Company of

Aphrodite Fund
a Sub-Fund of the Xantis Investment Securitisation Fund
(formerly Xantis Investments Securitisation Fund)
R.C.S. Luxembourg No. O97

(the “**Fund**”)

HEREBY PROVIDE NOTICE TO THE NOTEHOLDERS OF

Xantis Investment Securitisation Fund
Aphrodite Fund EMTN Serie 1 (USD/GBP/EUR) Maturity 2029
(USD: ISIN LU2082328944 – GBP: LU1910291860 – EUR: ISIN LU2082328860)

(the “**Notes**”)

Pursuant to Article 20 of the Private Investment Memorandum of the Notes

Further to the approval of a majority of Noteholders at the General Meeting of Noteholders held on 4 December 2024, the Private Investment Memorandum in respect to the above-mentioned Notes is MODIFIED as follows:

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

12. ISSUER

The issuer is the Xantis Investment Securitisation Fund – Aphrodite 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.

ii. Article 16 of the Private Investment Memorandum is REPLACED by the following:

16. BONDHOLDERS MEETING – MODIFICATION OF EMTNs

The Management Company may summon Bondholders to general meetings in order to consider all modifications or decisions with regard to EMTNs, their rights or more generally any changes to the terms and conditions of this Memorandum.

Any modification of this kind may be applied to the Memorandum if it is accepted by majority decision of those present. Any decision duly made at such a meeting shall be mandatory for all Bondholders.

These decisions may also be made by means of a circular signed by the majority of Bondholders. A meeting of the Bondholders may validly decide, without any quorum requirements, and by a simple majority of the votes cast by the Bondholders present or represented at the meeting, the approval of any protective measures taken in the general interests of the Bondholders.

The terms and conditions of EMTNs may be modified without the consent of the Bondholders if the amendment is necessary in order to i) comply with legal, regulatory or constitutional requirements or ii) rectify an error.

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

18. CLAUSE OF SEPARATION OF THE PROVISIONS

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.

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

Luxembourg 6 December 2024

Xantis S.A.

Management Company acting on behalf of Xantis Investment Securitisation Fund – Aphrodite Fund