

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

**To the Bondholders in:**

**ISIN: NO 0010891872**      **Icebear Steenwijk B.V. EUR 35,000,000 Senior Secured Bond Issue 2020/2023 ("Senior Bonds")**

**ISIN: NO 0013014571**      **Icebear Steenwijk B.V. EUR 6,000,000 Super Senior Secured Bond Issue 2023/2025 ("Super Senior Bonds")**

Oslo, 23 July 2024

**Notice of a General Meeting – voting through the Bond Trustee**

**1. INTRODUCTION**

Nordic Trustee AS acts as trustee (the "**Bond Trustee**") for the bondholders (the "**Bondholders**") in the above-mentioned bond issue with ISIN NO 0010891872, ISIN NO 0013014571, ISIN NO 0013168153 and ISIN NO 0013168179 issued by Icebear Steenwijk B.V. as issuer (the "**Issuer**") pursuant to the bond terms originally dated 4 September 2020 (as amended and restated from time to time (the "**Existing Bond Terms**").

Capitalised terms used herein and not otherwise defined herein shall have the same meanings ascribed to such terms in the Bond Terms.

The Issuer has issued a notice of a General Meeting 31 July 2024 at 10:00 hours CET.

The Bond Trustee holds share in the Issuer on behalf of the Bondholders in the Senior Bonds and the Super Senior Bonds ("**Share Owning Bondholders**") via NT Refectio 28 AS ("**NTR**"), an SPV owned by a Norwegian ownerless foundation.

The Bond Trustee will instruct NTR to vote in accordance with any instruction received by any Share Owning Bondholders. Hence, any yes votes will be passed through as yes votes, no votes will be passed though as no votes, and absence of votes will lead to absence of votes.

In order to have the time to make the necessary instruction the Bond Trustee needs to get the votes from the Share Owning Bondholders by 15:00 hours CET on 30 July 2024 ("**Voting Deadline**").

The proposals, as put forward to the General Meeting by the Issuer are:

**Proposal 1**

The proposal to reduce the Company's capital by cancelling 23,334 shares in the capital of the Company, numbered 57,778 up to and including 81,111, held by Robus SCSP, SICAV – FIAR – Robus Recovery Fund II, without any repayment, subject to release of the first and second ranking right of pledge created on these shares in favour of Nordic Trustee AS ("**Proposal I**")

## Proposal 2

The proposal to approve the passing of the voting rights on 13,888 shares in the capital of the Company with a nominal value of EUR 1.00 each, numbered 125,001 up to and including 138,888, as contemplated by the deed of pledge of shares (first and second ranking) between NT Refectio 28 AS, as pledgor, Nordic Trustee AS, as pledgee and the Company as the company whose shares are pledged, subject to the market practice condition precedents to be set out therein ("**Proposal II**")

## Proposal 3

The proposal to extend the period for preparing and making available for inspection by the shareholders of the annual accounts for the financial year 2023 by five months up to and including 31 October 2024 on the basis of special circumstances being that the annual accounts have not yet been finalised by the management board of the Company ("**Proposal III**")

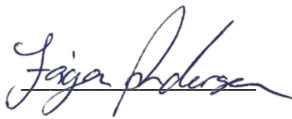
\* \* \* \*

**How to vote:** A duly completed and signed Voting Form (attached hereto as Schedule 1 and Schedule 2), together with proof of ownership/holdings must be received by the Bond Trustee no later than at the Voting Deadline and must be submitted by scanned e-mail to [mail@nordictrustee.com](mailto:mail@nordictrustee.com).

will remain unchanged.

*Yours sincerely*

Nordic Trustee AS



Jørgen Andersen

Schedules:

Schedule 1: Voting form for ISIN NO 0010891872

Schedule 2: Voting form for ISIN NO 0013014571

**Schedule 1: Voting Form for:**

**ISIN: NO 0010891872**

**Icebear Steenwijk B.V. EUR 35,000,000 Senior Secured Bond Issue 2020/2023**

The undersigned holder or authorised person/entity votes in the following manner in the General Meeting of the Issuer 31 July 2024:

Proposal No. 1:

**In favour** of the Proposed Resolution

**Against** the Proposed Resolution

Proposal No. 2:

**In favour** of the Proposed Resolution

**Against** the Proposed Resolution

Proposal No. 3:

**In favour** of the Proposed Resolution

**Against** the Proposed Resolution

ISIN <b>NO 0010891872</b>	Amount of bonds owned
Custodian Name	Account number at Custodian
Company	Day time telephone number
	E-mail

Enclosed to this form is the complete printout from our custodian/VPS<sup>1</sup>, verifying our bondholding in the bond issue as of \_\_\_\_\_.

We acknowledge that Nordic Trustee AS in relation to the Written Resolution for verification purpose may obtain information regarding our holding of Bonds on the above stated account in the securities register VPS.

\_\_\_\_\_  
Place, date

\_\_\_\_\_  
Authorized signature

**Return by mail:**

*Nordic Trustee AS*

*PO Box 1470 Vika*

*N-0116 Oslo*

*Norway*

Telephone: +47 22 87 94 00

E-mail: mail@nordictrustee.com

<sup>1</sup> If the Bonds are held in custody other than in the VPS, evidence provided from the custodian confirming that (i) you are the owner of the Bonds, (ii) in which account number the Bonds are held, and (iii) the amount of Bonds owned.

**Schedule 2: Voting Form for:**

**ISIN: NO 0013014571**

**Icebear Steenwijk B.V. EUR 6,000,000 Super Senior Secured Bond Issue  
2023/2025**

The undersigned holder or authorised person/entity votes in the following manner in the General Meeting of the Issuer 31 July 2024:

Proposal No. 1:

**In favour** of the Proposed Resolution

**Against** the Proposed Resolution

Proposal No. 2:

**In favour** of the Proposed Resolution

**Against** the Proposed Resolution

Proposal No. 3:

**In favour** of the Proposed Resolution

**Against** the Proposed Resolution

ISIN <b>NO 0013014571</b>	Amount of bonds owned
Custodian Name	Account number at Custodian
Company	Day time telephone number
	E-mail

Enclosed to this form is the complete printout from our custodian/VPS<sup>2</sup>, verifying our bondholding in the bond issue as of \_\_\_\_\_.

We acknowledge that Nordic Trustee AS in relation to the Written Resolution for verification purpose may obtain information regarding our holding of Bonds on the above stated account in the securities register VPS.

\_\_\_\_\_  
Place, date

\_\_\_\_\_  
Authorized signature

***Return by mail:***

*Nordic Trustee AS*

*PO Box 1470 Vika*

*N-0116 Oslo*

*Norway*

Telephone: +47 22 87 94 00

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<sup>2</sup> If the Bonds are held in custody other than in the VPS, evidence provided from the custodian confirming that (i) you are the owner of the Bonds, (ii) in which account number the Bonds are held, and (iii) the amount of Bonds owned.