

To the Noteholders in:

Helsinki, 23 December 2022

SUNBORN FINANCE OYJ (PREVIOUSLY SUNBORN FINANCE OY) – UP TO EUR 50,000,000 SENIOR SECURED CALLABLE FLOATING RATE BONDS DUE 2023, ISIN: FI4000292750

Notice of Extension to Notice of Written Procedure

We refer to the notice of written procedure dated 2 December 2022 (the "**Notice**") relating to terms and conditions of the up to EUR 50,000,000 senior secured callable floating rate notes with ISIN FI4000292750 (the "**Notes**") issued by Sunborn Finance Oyj (the "**Issuer**") (the "**Terms and Conditions**"), whereby the Issuer has requested certain amendments to the Terms and Conditions.

Capitalised terms used herein, unless the context otherwise requires, shall have the meaning assigned to such terms in the Terms and Conditions and/or the Notice.

1. Extension of the Final Response Time

Due to the voting period for the Notice being suboptimal as it has fallen between the Christmas period and the new years and to ensure sufficient votes, the Issuer has decided to extend the Final Response Time for the Written Procedure from 27 December 2022 until 9 January 2023 (the "**Extension**"). For the sake of clarity, no measures need to be taken if you have already provided your Voting Form to the Agent in accordance with Section 6.7 (*How to vote*) of the Notice.

Notwithstanding anything to the contrary in the Notice, the final deadline for submission of a valid Voting Form is thereby 5:00 p.m. (CET) on 9 January 2023, at which time the Voting Form must be received by the Agent via regular mail, courier or e-mail to the addresses of the Agent set out in Section 6.7 (*How to vote*) of the Notice.

2. Extension of the expected Historical Amendment Fee Record Date, the expected New Amendment Fee Record Date and expected settlement date of the Historical Amendment Fee and the New Amendment Fee

Due to the Extension, the Issuer has decided to, for the sake of clarity, amend the expected Historical Amendment Fee Record Date and the expected New Amendment Fee Record Date from 2 January 2023 to 13 January 2023 as well as the expected settlement date of the Historical Amendment Fee and the New Amendment Fee from 10 January 2023 to 20 January 2023.

The Notice shall therefore be amended as follows (the amendments are underlined):

- a) The first paragraph of Clause 4.1 (*Historical Amendment Fee*) of the Notice shall be amended to read as follows:

4.1 Historical Amendment Fee

Subject to satisfaction of the condition set forth in Clause 4.3 (*Fee conditions*), the Issuer will no later than on the date on which the Request is approved pay the amendment fee for the 2020 written procedure (the "**Historical Amendment Fee**") to all Bondholders if the Request is approved under the Written Procedure. The Historical Amendment Fee, which will be an amount equal to 0.50 per cent. of the Nominal Amount of each Bond, shall be calculated based on the aggregate principal amount held by the relevant Bondholder on the record date (being the date falling five Business Days prior to the payment of the Historical Amendment Fee, expected to

be **13** January 2023) for Bondholders to be eligible to receive the Historical Amendment Fee (the "**Historical Amendment Fee Record Date**"). Please note that this means that a Bondholder that has voted in the Written Procedure but is not registered in the debt register as a direct registered owner or authorised nominee with respect to one or several Bonds on the Historical Amendment Fee Record Date will not be entitled to the Historical Amendment Fee.

- b) The first paragraph of Clause 4.2 (*New Amendment Fee*) of the Notice shall be amended to read as follows:

4.2 New Amendment Fee

Subject to satisfaction of the condition set forth in Clause 4.3 (*Fee conditions*), the Issuer will no later than on the date on which the Request is approved pay a new amendment fee (the "**New Amendment Fee**") to all Bondholders if the Request is approved under the Written Procedure. The New Amendment Fee, which will be an amount equal to 0.50 per cent. of the Nominal Amount of each Bond, shall be calculated based on the aggregate principal amount held by the relevant Bondholder on the record date (being the date falling five Business Days prior to the payment of the New Amendment Fee, expected to be **13** January 2023) for Bondholders to be eligible to receive the New Amendment Fee (the "**New Amendment Fee Record Date**"). Please note that this means that a Bondholder that has voted in the Written Procedure but is not registered in the debt register as a direct registered owner or authorised nominee with respect to one or several Bonds on the New Amendment Fee Record Date will not be entitled to the New Amendment Fee.

- c) The third paragraph of Clause 4.4 (*Payment of fees*) of the Notice shall be amended to read as follows:

4.4 Payment of fees

The expected settlement date for payment of the Historical Amendment Fee and the New Amendment Fee is **20** January 2023.

3. Further Information

For further questions to the Issuer, regarding the subject matter, please contact Hans Niemi (CEO) at hans.niemi@sunborn.com or +358 2 4454 513 or Xavier Valero (General Counsel) at xavier.valero@sunborn.com.

The Issuer has retained DNB Bank ASA, Sweden Branch as financial advisor (the "**Advisor**"). Accordingly, Bondholders may contact the Advisor for further information regarding the subject matter, at bond.syndicate@dnb.no or +47 48225244.

For questions to the Agent regarding the administration of the Written Procedure, please contact the Agent at finland@nordictrustee.com or +358 400 202 474.

Kind regards,

NORDIC TRUSTEE OY
as Agent