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Peach Property Finance GmbH

Peach Property Finance GmbH announces the results of the partial tender offer for its €200,496,000 Senior Notes due 2023 (ISIN/Common Code: XS2010038060/1201003806)

July 13, 2022 — Peach Property Finance GmbH (the “**Offeror**”) announces today the results of its offer to purchase for cash (the “**Tender Offer**”) a portion of its outstanding €200,496,000 Senior Notes due 2023 (ISIN/Common Code: XS2010038060/1201003806) (the “**Notes**”) which results in an aggregate maximum purchase price (excluding accrued, but unpaid interest) not to exceed €50,000,000 (the “**Maximum Aggregate Consideration Amount**”) from the holders of the Notes (each a “**Noteholder**” and together, the “**Noteholders**”), as further described in the tender offer memorandum dated as of July 6, 2022 (the “**Tender Offer Memorandum**”).

The Tender Offer expired at 4:00 p.m. London time on July 12, 2022 (the “**Expiration Date**”). The Tender Offer was made upon the terms and conditions of the Tender Offer Memorandum. Capitalized terms used and not otherwise defined in this announcement have the meanings ascribed to them in the Tender Offer Memorandum.

The Purchase Price and the Acceptance Amount were determined today, July 12, 2022, around 5:30 p.m. London time and are as set out below:

<u>Description of the Notes</u>	<u>ISIN/ Common Code</u>	<u>Acceptance Amount</u>	<u>Purchase Price</u>	<u>Aggregate Purchase Price⁽¹⁾</u>	<u>Aggregate outstanding principal amount of the Notes after the Payment Date⁽²⁾</u>
3.50% Senior Notes due 2023	XS2010038060 / 201003806	€19,209,000	94.00 per cent. of the principal amount of the Notes accepted for purchase	€18,056,460	€181,287,000

(1) Excluding accrued, but unpaid interest

(2) Includes the aggregate principal amount of Notes which were originally sold pursuant to Regulation S under the Securities Act (ISIN: XS2010038060) as well as notes originally sold pursuant to Rule 144A under the Securities Act (ISIN: XS2010038656). For the avoidance of doubt, the Tender Offer was only made in respect of those notes held by persons who are not a U.S. person (as such term is defined by Regulation S under the Securities Act) and who are outside the United States.

The Offeror announces that it accepted for purchase all Notes tendered pursuant to valid Non-Competitive Offers and Competitive Offers with no pro rata scaling. Notes tendered at a purchase price above the Maximum Purchase Price have not been accepted for purchase.

Subject to the General Conditions being satisfied, the Tender Offer is expected to settle on July 19, 2022 (the “**Payment Date**”). On the Payment Date, the Offeror will also pay accrued but unpaid interest on the Notes accepted for purchase. The Notes accepted for purchase will be cancelled. Subject to market conditions, the Offeror or its affiliates may initiate a repurchase of its issued bonds in the future.

J.P. Morgan SE is acting as “**Dealer Manager**” for the Tender Offer. In connection with the Tender Offer, Kröll Issuer Services Limited has been appointed as tender agent (in such capacity, the “**Tender Agent**”). Holders with questions about the Tender Offer should contact the Dealer Manager or the Tender Agent.

THE OFFEROR

Peach Property Finance GmbH
Im Zollhafen 24
50678 Cologne
Germany

Requests for Information in relation to the Tender Offer should be directed to:

THE DEALER MANAGER

J.P. Morgan SE

Taunustor 1 (TaunusTurm)
60310 Frankfurt am Main
Germany

Attn: Liability Management

Tel: + 44 20 7134 2468

E-mail: liability_management_EMEA@jpmorgan.com

THE TENDER AGENT

Kroll Issuer Services Limited

The Shard
32 London Bridge Street
London SE1 9SG
United Kingdom

Attention: Owen Morris / Harry Ringrose

Tel: +44 (0)20 7704 0880

Email: peachproperty@is.kroll.com

Website: <https://deals.is.kroll.com/peachproperty>

This announcement is not an offer to purchase any Notes or a solicitation of an offer to sell any Notes. The Tender Offer is being made solely by means of the Tender Offer Memorandum.

DISCLAIMER

NOT FOR DISTRIBUTION FROM, WITHIN, IN OR INTO THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS) OR ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA.

The Tender Offer is not being made and will not be made, directly or indirectly, in or into, or by use of the mails of, or by any means or instrumentality of interstate or foreign commerce of, or of any facilities of a national securities exchange of, the United States. This includes, but is not limited to, facsimile transmission, electronic mail, telephone and the internet. The Notes may not be tendered in the Tender Offer by any such use, means, instrumentality or facility from or within the United States or by persons located or resident in the United States. Accordingly, copies of this announcement, the Tender Offer Memorandum and any other documents or materials relating to the Tender Offer are not being, and must not be, directly or indirectly, mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to any persons located or resident in the United States. Any purported tender of Notes in the Tender Offer resulting directly or indirectly from a violation of these restrictions will be invalid and any purported tender of Notes made by a person located or resident in the United States, or any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States will be invalid and will not be accepted.

The distribution of the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession the Tender Offer Memorandum comes are required by the Offeror, the Dealer Manager and the Tender Agent to inform themselves about, and to observe, any such restrictions.

This announcement is neither an offer to purchase nor the solicitation of an offer to sell any of the securities described herein, nor shall there be any offer or sale of such securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The Tender Offer is made solely pursuant to the Tender Offer Memorandum dated July 6, 2022.

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Tender Offer. If any Noteholder is in any doubt as to the action it should take, it is recommended that such Noteholder seeks its own financial and legal advice, including as to any tax consequences, immediately from its stockbroker, bank manager, solicitor, accountant or other independent financial or legal adviser. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee or intermediary must contact such entity if it wishes to tender Notes in the Tender Offer. None of the Offeror, the Dealer Manager or the Tender Agent makes any recommendation as to whether Noteholders should participate in the Tender Offer.

The communication of this announcement and any other documents or materials relating to the Tender Offer is not being made and such documents and/or materials have not been approved by an authorized person for the purposes of Section 21 of the Financial Services and Markets Act 2000. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials as a financial promotion is only being made to those persons in the United Kingdom falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “**Financial Promotion Order**”)) or persons who are within Article 43 of the Financial Promotion Order or any other persons to whom it may otherwise lawfully be made under the Financial Promotion Order.

Neither the Tender Offer Memorandum nor any other documents or materials relating to the Tender Offer have been submitted to or will be submitted for approval or recognition to the Belgian Financial Services and Markets Authority (*Autoriteit voor Financiële Diensten en Markten / L' Autorité des Services et Marchés Financières / Financial Services and Markets Authority*) and does not constitute an offer to the public in Belgium to subscribe for or acquire the Notes. Accordingly, the Tender Offer may not be advertised and neither the Tender Offer Memorandum nor any other documents or materials relating to the Tender Offer (including any memorandum, information circular, brochure or similar document) has been or shall be distributed or made available, directly or indirectly, to (i) any person in Belgium other than “qualified investors” within the meaning of the Belgian law of 11 July 2018 on the public offering of investment instruments to trading on a regulated market (the “**Belgian Prospectus Act**”) or (ii) any person qualifying as “consumer” (*consument/consument*) for the purposes of Book VI of the Belgian code of economic law (*Wetboek van economisch recht/Code de droit économique*) of 28 February 2013, as amended from time to time. Insofar as Belgium is concerned, this announcement has been issued only for the personal use of the

above qualified investors and exclusively for the purposes of the Tender Offer. Accordingly, the information contained in this announcement, may not be used for any other purpose or disclosed to any other person in Belgium.

None of the Tender Offer, the Tender Offer Memorandum or any other documents or materials relating to the Tender Offer have been or will be submitted to the clearance procedures of the *Commissione Nazionale per le Società e la Borsa* (“**CONSOB**”) pursuant to Italian laws and regulations. The Tender Offer is being carried out in the Republic of Italy (“**Italy**”) as exempted offers pursuant to article 101-bis, paragraph 3-bis of the Italian Legislative Decree No. 58 of 24 February 1998, as amended (the “**Financial Services Act**”) and article 35-bis, paragraphs 4 and 7, letter a), number 1) of CONSOB Regulation No. 11971 of 14 May 1999, as amended. Noteholders or beneficial owners of the Notes that are located in Italy may tender their Notes in the Tender Offer through authorized persons (such as investment firms, banks or financial intermediaries permitted to conduct such activities in Italy in accordance with the Financial Services Act, CONSOB Regulation No. 20307 of 15 February 2018, as amended, and Italian Legislative Decree No. 385 of September 1, 1993, as amended) and in compliance with applicable laws and regulations or with requirements imposed by CONSOB, or any other Italian authority.

The Tender Offer is not being made, directly or indirectly, to the public in the Republic of France (“**France**”). This announcement and any other offering materials relating to the Tender Offer may not be distributed to the public in France and only to qualified investors as defined in Article 2(e) of Regulation (EU) 2017/1129. Neither this announcement, nor any such other offering materials have been or will be submitted for clearance to the *Autorité des marchés financiers*.

Neither this announcement nor any other offering or marketing material relating to the Tender Offer constitutes a prospectus as such term is understood pursuant to article 35 et seq. of the Federal Act on Financial Services (“**FinSA**”). When in doubt, investors based in Switzerland are recommended to contact their legal, financial or tax adviser with respect to the Tender Offer.

This announcement contains forward-looking statements and information that is necessarily subject to risks, uncertainties, and assumptions. No assurance can be given that the transactions described herein will be consummated or as to the terms of any such transactions. The Offeror assumes no obligation to update or correct the information contained in this announcement.