

## NOTICE TO NOTEHOLDERS

From: GTLK Europe Capital Designated Activity Company (in liquidation)  
3rd Floor, 20 on Hatch  
Hatch Street Lower  
Dublin 2  
Ireland  
(the **Issuer**)

To: The Bank of New York Mellon SA/NV, Luxembourg Branch  
Vertigo Building – Polaris, 2-4 rue Eugène Ruppert, L-2453,  
Luxembourg  
(the **Lux Registrar**)

To: The Bank of New York Mellon SA/NV, Dublin Branch  
Riverside II, Sir John Rogerson's Quay  
Dublin 2  
Ireland  
(the **Dublin Registrar**)

To: The holders of the Notes (the **Noteholders**)

Cc : The Bank of New York Mellon, London Branch  
160 Queen Victoria Street  
London EC4V 4LA  
United Kingdom  
(the **Principal Paying Agent**)

Cc: Euroclear Bank S.A./N.V. and Clearstream, Luxembourg (**Euroclear** and **Clearstream**)

14 November 2023

US\$500,000,000 5.95 percent guaranteed Notes due 2025 (the **2025 Notes**)  
(ISIN: XS1713473608, Common Code: 171347360)

US\$550,000,000 4.949 percent guaranteed Notes due 2026 (the **2026 Notes**)  
(ISIN: XS2010044381, Common Code: 201004438)

US\$600,000,000 4.65 percent guaranteed Notes due 2027 (the **2027 Notes**)  
(ISIN: XS2131995958, Common Code: 213199595)

US\$500,000,000 4.80 percent guaranteed Notes due 2028 (the **2028 Notes**)  
(ISIN: XS2249778247, Common Code: 224977824)

US\$600,000,000 4.349 percent guaranteed Notes due 2029 (the **2029 Notes**)  
(ISIN: XS2010027451, Common Code: 201002745)

(the 2025 Notes, 2026 Notes, 2027 Notes, 2028 Notes and 2029 Notes, collectively, the **Notes** and each a  
**Note**)

Dear Sir or Madam

We refer to the Notes and to:

- a) the paying agency agreement in respect of the 2025 Notes dated 17 April 2019 between among others, the Issuer, the Trustee, the Lux Registrar and the Principal Paying Agent (the **2025 Paying Agency Agreement**);
- b) the paying agency agreement in respect of the 2026 Notes dated 2 October 2019 between among others, the Issuer, the Trustee, the Lux Registrar and the Principal Paying Agent (the **2026 Paying Agency Agreement**);
- c) the paying agency agreement in respect of the 2027 Notes dated 10 March 2020 between among others, the Issuer, the Trustee, the Lux Registrar and the Principal Paying Agent (the **2027 Paying Agency Agreement**);
- d) the paying agency agreement in respect of the 2028 Notes dated 26 October 2020 between among others, the Issuer, the Trustee, the Lux Registrar and the Principal Paying Agent (the **2028 Paying Agency Agreement**);
- e) the paying agency agreement in respect of the 2029 Notes dated 27 October 2021 between among others, the Issuer, the Trustee, the Dublin Registrar and the Principal Paying Agent (the **2029 Paying Agency Agreement** and together with the 2025 Paying Agency Agreement, 2026 Paying Agency Agreement, 2027 Paying Agency Agreement and 2028 Paying Agency Agreement, the **Paying Agency Agreements**);
- f) the trust deed dated 17 April 2019 (as amended and supplemented from time to time) between (among others) the Issuer and the Trustee (the **2025 Trust Deed**);
- g) trust deed dated 2 October 2019 (as amended and supplemented from time to time) between (among others) the Issuer and the Trustee (the **2026 Trust Deed**);
- h) trust deed dated 10 March 2020 (as amended and supplemented from time to time) between (among others) the Issuer and the Trustee (the **2027 Trust Deed**);
- i) trust deed dated 26 October 2020 (as amended and supplemented from time to time) between (among others) the Issuer and the Trustee (the **2028 Trust Deed**);
- j) the trust deed dated 27 October 2021 (as amended and supplemented from time to time) between (among others) the Issuer and the Trustee (the **"2029 Trust Deed** and together with the 2025 Trust Deed, 2026 Trust Deed, 2027 Trust Deed and 2028 Trust Deed, the **Trust Deed** and each a **Trust Deed**);
- k) a notice delivered by the Trustee dated 9 May 2022 pursuant to which the Trustee notified Noteholders that it was no longer capable of acting as trustee pursuant to the 2025 Trust Deed in relation to the 2025 Notes;
- l) a notice delivered by the Trustee dated 9 May 2022 pursuant to which the Trustee notified Noteholders that it was no longer capable of acting as trustee pursuant to the 2026 Trust Deed in relation to the 2026 Notes;
- m) a notice delivered by the Trustee dated 9 May 2022 pursuant to which the Trustee notified Noteholders that it was no longer capable of acting as trustee pursuant to the 2027 Trust Deed in relation to the 2027 Notes;

- n) a notice delivered by the Trustee dated 9 May 2022 pursuant to which the Trustee notified Noteholders that it was no longer capable of acting as trustee pursuant to the 2028 Trust Deed in relation to the 2028 Notes; and
- o) a notice delivered by the Trustee dated 9 May 2022 pursuant to which the Trustee notified Noteholders that it was no longer capable of acting as trustee pursuant to the 2029 Trust Deed in relation to the 2029 Notes.

Capitalised terms used but not otherwise defined herein shall have the meanings ascribed to them in each Trust Deed (as applicable).

The Issuer hereby gives notice of a meeting of creditors of GTLK Europe Designated Activity Company (in liquidation) (the **Creditor Meeting**). GTLK Europe Designated Activity Company (in liquidation) guarantees the obligations of the Issuer under the Notes. Further details of the Creditor Meeting are set out in the appendix to this Notice.

Pursuant to the Paying Agency Agreements, clause 7 (*Notice*) of the permanent global certificate issued in respect of each Note and notwithstanding Condition 16 (*Notices*) of the terms and conditions of each Note, the Issuer hereby requests that (i) the Lux Registrar (in respect of the 2025 Notes, the 2026 Notes, the 2027 Notes and the 2028 Notes) and (ii) the Dublin Registrar (in respect of the 2029 Notes), deliver this Notice to Euroclear and Clearstream for communication to the Noteholders.

For the avoidance of doubt, in delivering this Notice to Euroclear and Clearstream for communication to the Noteholders, the Lux Registrar (in respect of the 2025 Notes, the 2026 Notes, the 2027 Notes and the 2028 Notes) and the Dublin Registrar (in respect of the 2029 Notes) are acting in their role as Registrar under each Paying Agency Agreement.

**Verification of Holdings:** Please note that in any correspondence with the Issuer and the Joint Liquidators, the Noteholders will be required to submit their proof of holding. Accordingly, in order to facilitate any communications with the Noteholders, the Issuer and the Joint Liquidators hereby invite all Noteholders to make themselves known to the Issuer and the Joint Liquidators and to verify their holdings of the Notes to the Issuer and the Joint Liquidators as follows.

Noteholders should send the following information in relation to the Notes they hold:

- a) ISIN
- b) Account no.
- c) Participant name
- d) Nominal amount
- e) Beneficial Holder Details (including email address)

to the Joint Liquidators by email to [gtlkeurope.liquidation@teneo.com](mailto:gtlkeurope.liquidation@teneo.com).

For the avoidance of doubt, this is in addition to the information sought in the Proof of Debt Form below.

The Issuer acknowledges and confirms that the Trustee has not been involved in the formulation or delivery of this Notice.

Signed for and on behalf of

**GTLK Europe Capital Designated Activity Company (in liquidation)**

by



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**Damien Murran**

Joint Liquidator

## APPENDIX

# GTLK Europe Designated Activity Company (In Liquidation)

14 November 2023

### **GTLK Europe Designated Activity Company (In Liquidation) (the Company)**

To each Creditor

We, Damien Murran and Julian Moroney, of Teneo Restructuring (Ireland) Limited, 3rd Floor, 20 on Hatch, Hatch Street Lower, Dublin 2 were appointed Joint Liquidators of the Company by Order of the High Court on 31 May 2023 (the **Joint Liquidators**).

Pursuant to section 666 of the Companies Act 2014, the Joint Liquidators are calling a meeting of the creditors of the Company to be held on 1 December 2023 at 10am in Radisson Blu Hotel, Dublin Airport, Corballis, Dublin, Ireland. Formal notice of the meeting, together with the relevant Proof of Debt and Proxy Forms, are enclosed.

The purpose of the meeting is to appoint a Committee of Inspection (**COI**). The COI will represent the interests of all the creditors of the Company. It is an unpaid role although certain limited outlay (e.g., travel expenses) may be recouped.

The following individuals are proposed to be appointed members of the COI:

1. Ruairi Rynn of William Fry on behalf of Trinity Investments DAC and Attestor European Multi-Asset I Portfolio, a sub fund of Attestor Capital ICAV
2. Barbara Galvin of William Fry on behalf of Sona Credit Master Fund Limited
3. Patrik Kauffmann on behalf of Solitaire Global Bond Fund Term Bond Fund and AAM Short Term Bond Fund
4. Mudassir Nazir on behalf of Barclays Bank PLC

As set out in the enclosed notice, creditors are also requested to submit their Proof of Debt documentation and Proxy Forms with the Joint Liquidators at Teneo Restructuring (Ireland) Limited, 3rd Floor, 20 on Hatch, Hatch Street Lower, Dublin 2 not later than 4pm on 24 November 2023. It is also requested that Proof of Debt documentation and Proxy Forms are submitted to the Joint Liquidators by email to [gtlkeurope.liquidation@teneo.com](mailto:gtlkeurope.liquidation@teneo.com).

Yours sincerely  
For and on behalf of  
**GTLK Europe Designated Activity Company (In Liquidation)**



**Damien Murran**  
Joint Liquidator



**Julian Moroney**  
Joint Liquidator

**NOTICE TO CREDITORS OF FIRST MEETING**  
**THE HIGH COURT**  
**RECORD NO. 2023/ 88 COS**  
**IN THE MATTER OF**  
**GTLK EUROPE DESIGNATED ACTIVITY COMPANY (IN LIQUIDATION)**  
**AND**  
**IN THE MATTER OF THE COMPANIES ACT 2014**

(An order for winding up the above-named company was made on the 31<sup>st</sup> day of May 2023)

**NOTICE** is hereby given pursuant to section 666 of the Companies Act 2014 that the joint liquidators, Damien Murran and Julian Moroney, of Teneo Restructuring (Ireland) Limited, 3rd Floor, 20 on Hatch, Hatch Street Lower, Dublin 2 (the **Joint Liquidators**) have directed that a meeting of creditors of GTLK Europe Designated Activity Company (In Liquidation) (the **Company**) be summoned and that such meeting will be held on 1 December 2023 at 10am in Radisson Blu Hotel, Dublin Airport, Corballis, Dublin, Ireland. The purpose of the meeting is to determine by resolution (a) whether or not a committee of inspection is to be appointed, and (b) who are to be the members of the committee if so appointed.

The following individuals are proposed to be appointed members of the COI:

1. Ruairi Rynn of William Fry on behalf of Trinity Investments DAC and Attestor European Multi-Asset I Portfolio, a sub fund of Attestor Capital ICAV
2. Barbara Galvin of William Fry on behalf of Sona Credit Master Fund Limited
3. Patrik Kauffmann on behalf of Solitaire Global Bond Fund Term Bond Fund and AAM Short Term Bond Fund
4. Mudassir Nazir on behalf of Barclays Bank PLC

In order to make suitable arrangements for those wishing to attend, creditors are requested to email [gtlkeurope.liquidation@teneo.com](mailto:gtlkeurope.liquidation@teneo.com) indicating whether they will be attending the meeting.

Proof of Debt and Proxy Forms are enclosed herewith. Proof of Debt documentation and Proxy Forms must be lodged with the Joint Liquidators at Teneo Restructuring (Ireland) Limited, 3rd Floor, 20 on Hatch, Hatch Street Lower, Dublin 2 not later than 4pm on 24 November 2023. We request that Proof of Debt documentation and Proxy Forms are also submitted to the Joint Liquidators by email to [gtlkeurope.liquidation@teneo.com](mailto:gtlkeurope.liquidation@teneo.com).

Dated: 14 November 2023

Signed: *A&L Goodbody LLP*

A&L Goodbody LLP, Solicitors for the Joint Liquidators of the Company

**FORM OF PROOF**

**GTLK Europe Designated Activity Company (In Liquidation)**

1. Name of creditor (If a company please also give company registration number)	
2. Address of creditor for correspondence	
3. Email address of creditor for correspondence	
4. Personal Identification Number (optional)	
5. Bank Details (optional)	
6. Total amount of claim (including interest, interest rate, whether interest is of a legal or contractual nature, the period of time for which the interest is claimed and the capitalised amount of interest)	
7. Summary of basis of claim (detail further in box 8 below)	
8. Particulars of how and when the debt or the guaranteed obligations were incurred and details of any documents by reference to which the debt or the guarantee obligations (including, where applicable, the account details in the relevant clearing system to which the debt/guarantee obligations have been credited and/or a screenshot of the relevant clearing system account which confirms the debt amount) can be substantiated	
9. Whether security in rem or a reservation of title is alleged in respect of the claim and if so, what assets are covered by the security interest being invoked, the date on which the security was granted and, where the security has been registered, the registration number	
10. Whether any set-off is claimed and, if so, the amounts of the mutual claims existing on the date when insolvency proceedings were opened, the date on which they arose and the amount net of set-off claimed	
11. Any costs incurred in asserting the claim, the amount and the details of those costs	
12. Whether any preferential creditor status is	

claimed and the basis of such a claim	
13. Confirmation that the creditor is not listed on any of the lists issued or maintained by a Sanctions Authority designating or identifying persons that are subject to Sanctions (Sanctions List), and is not owned or controlled by a person or entity listed on a Sanctions List, or otherwise identified by a Sanctions Authority as being subject to Sanctions <sup>1</sup>	
14. Date of this Proof of Debt	
Signature of creditor or person authorised to act on his behalf	
Name in BLOCK LETTERS	
Person with or in relation to creditor	
Address of person signing	

<sup>1</sup> "Sanctions" means any laws or regulations relating to economic or financial, trade, immigration, aircraft, shipping or other sanctions, export controls, embargoes or restrictive measures from time to time imposed, administered or enforced by a Sanctions Authority.

"Sanctions Authority" means without limitation the United Nations Security Council, the European Union, or a member state of the European Union, the United Kingdom and the United States and in each case their respective governmental, judicial or regulatory institutions, agencies, departments and authorities, including without limitation, the UK Office of Financial Sanctions Implementation HM Treasury (OFSI), the US Department of the Treasury's Office of Foreign Assets Control (OFAC), the US Department of State, and US Department of Commerce's Bureau of Industry and Security (BIS).

**GENERAL PROXY**  
**THE HIGH COURT**  
**RECORD NO. 2023/ 88 COS**  
**IN THE MATTER OF**  
**GTLK EUROPE DESIGNATED ACTIVITY COMPANY (IN LIQUIDATION)**  
**AND**  
**IN THE MATTER OF THE COMPANIES ACT 2014**

I/We \_\_\_\_\_

of \_\_\_\_\_

a creditor of the above mentioned company hereby appoint:

(1) \_\_\_\_\_

or failing them (2) \_\_\_\_\_

to be my/our general proxy to vote at the meeting of creditors to be held on 1 December 2023 at 10am in Radisson Blu Hotel, Dublin Airport, Corballis, Dublin, Ireland or at any adjournment thereof.

Dated \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signed: \_\_\_\_\_  
(See Note (2) below)

**NOTES:**

1. The person appointed general proxy may, in a winding up by the Court, be the Liquidator or, the Chairman of the meeting or such other persons as the creditor may appoint. The proxy form should be altered accordingly.
2. If a firm, sign the firm's trading name and add "*by A.B. a partner in the said firm.*" If the appointer is a corporation, then the form of proxy must be under its common seal or under the hand of some officer duly authorised in that behalf and the fact that the officer is so authorised must be so stated.
3. The proxy form, when signed, must be lodged by the time and at the address stated for that purpose in the notice convening the meeting at which it is to be used.

**SPECIAL PROXY**

**THE HIGH COURT**

**RECORD NO. 2023/ 88 COS**

**IN THE MATTER OF**

**GTLK EUROPE DESIGNATED ACTIVITY COMPANY (IN LIQUIDATION)**

**AND**

**IN THE MATTER OF THE COMPANIES ACT 2014**

I/We \_\_\_\_\_

of \_\_\_\_\_

a creditor of the above mentioned company hereby appoint:

(1) \_\_\_\_\_

or failing them (2) \_\_\_\_\_

to be my/our proxy at the meeting of creditors to be held on 1 December 2023 at 10am in Radisson Blu Hotel, Dublin Airport, Corballis, Dublin, Ireland or at any adjournment thereof to vote

(a) \_\_\_\_\_ the resolution

(b) \_\_\_\_\_ in the notice convening the said meeting

being a matter referred to in the notice convening the said meeting.

(a) Here insert the word "for" or the word "against" as the case may require.

(b) Specify the particular resolution.

Dated \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signed: \_\_\_\_\_  
(See Note (2) below)

**NOTES:**

1. The person appointed proxy may, in a winding up by the Court, be the Liquidator or, the Chairman of the meeting or such other person as the creditor may appoint. The proxy form should be altered accordingly. A creditor may give a special proxy to any person to vote at any specified meeting or adjournment thereof on all or any of the following matters:
  - i. for or against the formation of a committee of inspection;
  - ii. for or against the appointment of any specified person as member of the committee of inspection;

- iii. on all questions relating to any matter, other than those referred to, arising at a specified meeting or adjournment thereof.
- 2. If a firm, sign the firm's trading title and add "*by A.B. a partner in the said firm*". If the appointer is a corporation, then the form of proxy must be under its common seal or under the hand of some officer duly authorised in that behalf, and the fact that he is so authorised must be so stated.
- 3. The proxy form when signed must be lodged by the time and at the address named for that purpose in the notice convening the meeting at which it is to be used.