

THIS NOTICE CONTAINS IMPORTANT INFORMATION THAT IS OF INTEREST TO THE REGISTERED AND BENEFICIAL OWNERS OF THE NOTES. IF APPLICABLE, ALL DEPOSITORIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUIRED TO EXPEDITE TRANSMITTAL TO BENEFICIAL OWNERS OF THE NOTES IN A TIMELY MANNER.

## NOTICE OF REDEMPTION – SATISFACTION OF REFINANCING CONDITION

### **Boparan Finance plc**

£330,000,000 5.50% Senior Notes due 2021 (the “**Sterling Notes**”)

Rule 144A ISIN No. XS1082473718, Common Code 108247371

Reg S ISIN No. XS1082472587, Common Code 108247258

and

€300,000,000 4.375% Senior Notes due 2021 (the “**Euro Notes**” and, together with the Sterling Notes, the “**Notes**”)

Rule 144A ISIN No. XS1082474286, Common Code 108247428

Reg S ISIN No. XS1082473395, Common Code 108247339

November 19, 2020

Reference is made to (i) the indenture, dated as of July 7, 2014, as amended (the “**Indenture**”) among Boparan Finance plc (the “**Issuer**”), Boparan Holdings Limited and certain of its subsidiaries as guarantors, Citibank, N.A., London Branch, as trustee, paying agent and transfer agent (the “**Trustee**” and “**Paying Agent**”), Citigroup Global Markets Europe AG, as registrar, and The Law Debenture Trust Corporation p.l.c., as security agent, pursuant to which, *inter alia*, the Euro Notes and the Sterling Notes were issued; and (ii) the conditional notice of redemption of the Issuer dated November 16, 2020 (the “**Conditional Notice of Redemption**”), regarding the redemption in full (the “**Redemption**”) of the Issuer’s outstanding Sterling Notes (Rule 144A ISIN No. XS1082473718, Common Code 108247371; Reg S ISIN No. XS1082472587, Common Code 108247258) and Euro Notes (Rule 144A ISIN No. XS1082474286, Common Code 108247428; Reg S ISIN No. XS1082473395, Common Code 108247339). Capitalized terms used but not defined herein shall have the meanings given in the Indenture or Conditional Notice of Redemption, as applicable.

The Refinancing Condition will be satisfied on November 26, 2020 and the Issuer will therefore redeem the entire principal amount of the Notes outstanding, in accordance with the terms set out in the Conditional Notice of Redemption, on November 27, 2020, which shall be the “Redemption Date” for the purposes of the Conditional Notice of Redemption.

Dated: November 19, 2020

### **Boparan Finance plc**

Trinity Park, House Fox Way, Wakefield WF2 8EE

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