NOT FOR DISTRIBUTION TO ANY U.S. PERSON (AS DEFINED IN RULE 902 UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "U.S. SECURITIES ACT")) (A "U.S. PERSON") OR 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), ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA (TOGETHER, THE "UNITED STATES") OR ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS DOCUMENT.



## Garfunkelux Holdco 3 S.A. Announces Results of its Offers to Purchase Existing Notes

**Luxembourg, July 11, 2025.** Garfunkelux Holdco 3 S.A. (the "Offeror") announced today the results of its previously announced offers to Eligible Holders (as defined below) to tender their outstanding notes of the series listed below (together, the "Notes" and each a "Series" of Notes) for purchase by the Offeror for cash at prices determined pursuant to an Unmodified Dutch Auction Procedure, subject to the conditions described in the offer to purchase (the "Offer to Purchase"). Capitalized terms used in this announcement but not otherwise defined have the meanings given to them in the Offer to Purchase.

The Offers were launched by the Offeror on July 1, 2025 and expired at 4:00 p.m. London time, on July 10, 2025.

The following table sets forth certain information regarding the Offers, including the aggregate principal amount of each Series of Notes accepted for purchase by the Offeror.

Title of Security	ISIN/Common Code <sup>(1)</sup>	Series Acceptance Amount	Outstanding Principal Amount after Settlement	Total Tender Consideration
Floating Rate Senior	REG S ISIN:	€67,590,250	€381,808,728	€194,876,704
Secured Notes due 2029	XS3075000862;			(excluding payment of
	Common Code:			accrued and unpaid
	307500086			interest)
9.500% Senior Secured Notes due 2028	REG S ISIN: XS3075026156; Common Code: 307502615	€160,524,452	€692,117,381	

<sup>(1)</sup> The Offeror only accepted tenders of Notes for purchase with respect to book-entry interests held by Eligible Holders in the Regulation S global notes bearing the ISINs and Common Codes in the above table (the "Regulation S Notes"). The Offeror did not accept tenders of Notes for purchase with respect to book-entry interests held in the Rule 144A global notes (the "Rule 144A Notes").

The Offeror accepted Notes for purchase in the order of priority and on a *pro rata* basis in accordance with the terms of the Offers, as described in the Offer to Purchase, subject to a Scaling Factor of 26.51969% applied to both Series of Notes validly tendered and accepted by the Offeror at the respective Maximum Purchase Price. If, following the application of the Scaling Factor (prior to any adjustment as described in the Offer to Purchase), the principal amount of Notes otherwise accepted for purchase from a Holder pursuant to a Tender Instruction was less than £1,000, the Offeror had elected to accept an amount at least equal to £1,000.

The Offeror further announced that the Final Acceptance Amount was €228,114,702. The Total Tender Consideration (excluding payment of accrued and unpaid interest) has been increased from €192,500,000 to €194,876,704.

The Settlement Date is expected to be July 15, 2025, provided that all conditions for the occurrence of the Settlement have been satisfied or waived.

## **Additional Information**

For additional information relating to settlement of the Offer to Purchase, please contact the Tender Agent:

Kroll Issuer Services Limited

Address: The News Building, 3 London Bridge Street, SE1 9SG, London, UK

Email: gh3@is.kroll.com

Offer Website: <a href="https://deals.is.kroll.com/gh3">https://deals.is.kroll.com/gh3</a> Attention: David Shilson / Owen Morris

For other information, please contact:

Goldman Sachs International Plumtree Court 25 Shoe Lane London EC4A 4AU United Kingdom

Attention: Liability Management Group Email: liabilitymanagement.eu@gs.com

Tel: +44 20 7774 4836

## Important notice

This document is not for release, publication or distribution in whole or in part to any U.S. person (as that term is defined in Rule 902 under the U.S. Securities Act) or 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), any State of the United States or the District of Columbia or any other jurisdiction where it is unlawful to release, publish or distribute this document.

In particular, the Offers have been made only to Holders who are not "U.S. persons" (as defined in Rule 902 under the U.S. Securities Act) and who are located outside the United States and dealers or other professional fiduciaries in the United States acting on a discretionary basis only for the benefit or account of non-U.S. persons located outside the United States. Furthermore, the Offers have not been made, directly or indirectly, in or into the United States, 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, the post, facsimile transmission, e-mail, telex, the internet and telephone. An Offer cannot be accepted by any such use, means or instrumentality or from within the United States. Accordingly, copies of the Offer to Purchase have not been mailed or otherwise distributed or sent into the United States. Persons receiving such documents (including, without limitation, custodians, nominees and trustees) must not distribute or send them in, into or from the United States, or use such mails or any such means or instrumentality for any purpose, directly or indirectly, in connection with the Offers, and doing so will render invalid any related purported acceptance of a tender of Notes. Persons must not use such mails or any such means, instrumentality or facility for any purpose directly or indirectly related to the acceptance of an Offer.

This document and any other documents or materials relating to the Offer to Purchase are not being submitted to 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, and are only for circulation to persons outside the United Kingdom or to persons within 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 within Article 43 of the Financial Promotion Order, or to other persons to whom it may lawfully be communicated in accordance with the Financial Promotion Order.

Persons into whose possession the Offer to Purchase comes, or who access the Offer Website, are required by the Offeror, the Dealer Manager and the Tender Agent to inform themselves about, and to observe, any such restrictions. Neither the Offer to Purchase nor the Offer Website may be used for, or in connection with, any invitation to anyone in any jurisdiction or under any circumstances in which such invitation is not authorized or is unlawful. None of the Offeror, the Dealer Manager or the Tender Agent will incur any liability for its own failure or the failure of any other person or persons to comply with the provisions of any such restrictions.

## Forward-looking statements

This announcement may include projections and other "forward-looking" statements within the meaning of applicable securities laws. Forward-looking statements are based on current expectations and involve a number of known and unknown risks, uncertainties and other factors that could cause the Offeror's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by such forward-looking statements. You should not place undue reliance on forward-looking statements and the Offeror does not undertake publicly to update or revise any forward-looking statement that may be made herein, whether as a result of new information, future events or otherwise.