

## **IuteCredit Finance S.à r.l.**

a private limited liability company (*société à responsabilité limitée*)  
governed by the laws of the Grand Duchy of Luxembourg,  
with registered office at 16, rue Eugène Ruppert, L-2453 Luxembourg  
Grand Duchy of Luxembourg

and registered with the Luxembourg Register of Commerce and Companies  
(*Registre de Commerce et des Sociétés de Luxembourg (RCS)*) under the registration  
number B234678  
(“**Issuer**”)

### **BONDHOLDERS MEETING**

#### **Information on data protection for the holders of the**

EUR 125,000,000.00 11 % Senior Secured Bonds 2021/2026

International Securities Identification Number (ISIN): XS2378483494

Common Code: 237848349

(the “**Bonds**”)

IuteCredit Finance S.à r.l. (“**Issuer**”, “**we**”, “**us**”) places great value on the protection of your personal data (as defined under Section 2) and its processing in compliance with statutory provisions. For this reason, by way of this notice, we would like to inform you about the processing of your personal data by us and your rights under the data protection provisions of the Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation – “**GDPR**”).

#### **1. WHO IS THE RESPONSIBLE BODY FOR THE PROCESSING OF DATA?**

The Issuer is represented by one class A manager, namely Ms. Kristel Kurvits and one class B manager, namely either Mr. Pieter van Nugteren or Ms. Ann Lauwers. You can reach us under the following contact details:

IuteCredit Finance S.à r.l.  
“IuteCredit Finance-Bonds: Meeting”  
16, rue Eugène Ruppert, L-2453 Luxembourg, Grand Duchy of Luxembourg  
e-mail: sander.zoova@iutecredit.com

If you have any questions, you can contact the responsible data protection officer of the Issuer under the contact details above.

## 2. WHAT KIND OF PERSONAL DATA DO WE PROCESS AND WHERE DO WE COLLECT IT FROM?

We process the following personal data (“**Personal Data**”):

- information that concerns you personally (e.g. first name and surname, title, maiden name, date of birth, sex, nationality, profession/industry, address, including history of address changes and other contact details);
- information regarding the total nominal value and/or number of Bonds held by you;
- name and address of the depository bank at which the Bonds are credited to a securities account for you as holder.
- name and address of the representative authorized by you with regard to the bondholders meeting, to take place on 3 August 2023 at 3:00 PM CET (the “**Meeting**”).

The number of Personal Data processed depends on each individual case.

We obtain these Personal Data, as you (the “**Holder**”) or third parties, e.g. Euroclear Bank SA/NV and/or Clearstream Banking S.A., Luxembourg (together, the “**Clearing System**”); Aalto Capital AG, with registered office in Bahnhofstraße 98, 82166 Gräfelfing, Germany, as tabulation agent (the “**Tabulation Agent**”); or Mr. Rüdiger Sailer, acting in its capacity as proxyholder (with power of substitution) (the “**Proxyholder**”), submit them to us as described below, and to some extent based on publicly accessible sources (e.g. publicly accessible information regarding holdings in bonds, typically included in reports published by investment funds).

## 3. FOR WHAT PURPOSES AND ON WHAT LEGAL BASIS WILL YOUR PERSONAL DATA BE PROCESSED?

We process your Personal Data on the basis of the regulations of the GDPR, the Luxembourg law dated 10 August 1915 on commercial companies, as amended (the “**Companies Law**”) as well as all other relevant legal regulations for the processing purposes provided for in the Luxembourg law and explained in detail below. The processing of the Personal Data referred to above is carried out for the purpose of the proper execution of the Meeting in accordance with the provisions of the Companies Law and the terms and conditions of the Bonds (the “**Terms and Conditions**”).

The legal basis for the processing of your Personal Data is the execution of the Terms and Conditions (Article 6 para. 1 sentence 1 lit. b) GDPR) in compliance with the provisions of the Companies Law.

### 3.1 Background

The Bonds are governed by the Companies Law as well as the Terms and Conditions. In particular, the Meeting is regulated by Condition 16 of the Terms and Conditions and, to the extent not derogated by the Terms and Conditions, by Articles 470-3 – 470-19 of the Companies Law.

Pursuant to Condition 16.2 of the Terms and Conditions the Issuer may, and shall upon the request in writing signed by any one or more of the Holders holding not less than 20 per cent of the principal amount of all the Bonds for the time being outstanding, convene a meeting of the Holders to be held at such place and by any means as the Issuer shall determine.

Pursuant to Condition 16.2 and 16.8 of the Terms and Conditions the Holders can exercise their voting rights by: appointing the Proxyholder (with power of substitution) to attend and vote on such Holder's behalf for the purposes of Conditions 16.7 (*Poll*) and 16.8 (*Voting*); or physically attending the meeting for the purposes of Conditions 16.7 (*Poll*) and 16.8 (*Voting*). The legal basis for the exercise of the voting rights in the Meeting is Article 470-12 of the Companies Law.

The Issuer invited the Holders to participate in the Meeting through the Clearing System and by way of publication of the invitation to vote in the Meeting on the Issuer's website (<https://iutecredit.com/investor>) on 13 July 2023. Pursuant to Section 7.3 of the convening notice (the "**Convening Notice**"), for the purposes of conducting the Meeting the Issuer appointed the chairman and the secretary as scrutineers assisted by the Tabulation Agent.

### **3.2 The vote**

If you wish to participate in the Meeting, you are obliged to cast your vote in person or by way of appointing a proxy.

In case of appointment of a proxy, proxies shall be cast with the Clearing System by submitting an electronic voting instruction (the "**Voting Instruction**"), including a special confirmation (the "**Special Confirmation**") with blocking notice (the "**Blocking Notice**"), to vote and to block the relevant Bonds in the relevant Clearing System, given in such form as is specified by the Clearing System from time to time (the "**Consent Instruction**"). Each Holder must clearly state in its Consent Instruction:

- consent to the grant a proxy to vote to the Proxyholder and provide directions as to how votes are to be cast;
- its full name, in order to allow its clear identification by the Tabulation Agent (as defined below) and the Proxyholder;
- the aggregate nominal amount of the Bonds credited to his/her securities account on the date of such statement.

The Clearing System will deliver the Consent Instructions received from the Holders during the submission period to BPER Bank Luxembourg SA, acting as principal paying agent and common depositary (the "**Paying Agent**") and, subsequently, the Paying Agent will deliver the Consent Instructions to the Tabulation Agent.

The Tabulation Agent will gather and list the Consent Instructions granted to the Proxyholder, as communicated by the Paying Agent, and assist the chairman, the secretary and the Proxyholder in conducting the Meeting. The Tabulation Agent and the Proxyholder shall be entitled to treat the submission of the Consent Instruction as

Special Confirmation and Blocking Notice, i.e. a confirmation that such Bonds have been so blocked. The Tabulation Agent and the Proxyholder may require the relevant Clearing System to confirm in writing that such Bonds have been blocked with effect as from the date of submission of the Consent Instruction.

The data contained in the Consent Instruction are processed by the Tabulation Agent, the Proxyholder, the chairman and the secretary.

In case of physical attendance to the Meeting, the holders shall notify the Issuer, via the Tabulation Agent, no later than four Business Days before the Meeting the request to be present to the Meeting, which shall be submitted together with proof of the eligibility to participate in the form of the Special Confirmation and the Blocking Notice from the depository bank.

In this case, the Special Confirmation and the Blocking Notice contain Personal Data which will be processed by the Tabulation Agent, the chairman and the secretary.

### **3.3 Minutes of the Vote**

Pursuant to Condition 16.12 of the Terms and Conditions, the chairman shall procure that minutes of all resolutions and proceedings at every meeting shall be produced and duly entered in books to be provided for that purpose by the Issuer. Any such minutes as aforesaid if purporting to be signed by the chairman of the Meeting or by the chairman of the next succeeding meeting of the Holders shall be conclusive evidence of the matters contained in the minutes and until the contrary is proved every such meeting in respect of which minutes have been made and signed as aforesaid shall be deemed to have been duly convened and held and all resolutions passed at such meeting to have been duly passed.

### **3.4 Conducting the Meeting**

Pursuant to Article 470-12 of the Companies Law in conjunction with Article 450-1 of the Companies Law, the chairman and the secretary as assisted by the Tabulation Agent are required to create a list of the Holders who have participated in the vote, stating their name and the number of voting rights represented by each Holder ("**Attendance List**"). Pursuant to Section 5.3 of the Convening Notice, the Tabulation Agent shall be entitled to verify the entitlement to vote of the Holders on the basis of the submitted evidence.

### **3.5 Inquiries from Holders**

If you contact us with questions about the Meeting, we may record the questions you have asked for documentation purposes, together with your name and contact details and proof of your status as Holder internally with us in order to be able to defend us in case of any actions for rescission and/or actions for avoidance. If a person makes a claim against us in the course of the Meeting that only relates to one Holder, we are obliged to check the bondholder status. Even under these circumstances, we will process Personal Data (e.g. name, number of Bonds, depository bank) internally for evidence purposes.

### **3.6 Safeguarding other legitimate interests**

In addition, we are entitled to process your Personal Data for the purpose to protect our legitimate interests or the legitimate interests of a third party pursuant to Article 6 para 4 lit. f) GDPR. Before we process your Personal Data on the basis of our legitimate interests, we will check in each individual case whether our interests outweigh your interests within the scope of an evaluation. The legitimate interests which entitle us to process your Personal Data are, in particular, protection against illegal activities such as fraud or similar threats or the detection of such activities and threats in order to protect us from possible damage.

Pursuant to Article 21 GDPR, you have the right to object at any time to the processing of your Personal Data in order to protect our legitimate interests for reasons arising from your particular situation. In this case, we will no longer process your Personal Data unless we can prove compelling reasons for the processing that outweigh your interests, rights and freedoms, or the processing serves to assert, exercise or defend legal claims.

We identify Holders (name and contact person) on the basis of publicly available information so that we can inform them by letter, fax or e-mail of the forthcoming meeting and of any further votes by Holders. Holders may obtain further information on such an evaluation of interests directly from us using the contact options listed in Section 1 above.

If we wish to process your Personal Data for a purpose not mentioned in this document, we will inform you of this beforehand within the framework of the statutory provisions and, if necessary, obtain your consent.

### **4. WITH WHICH RECIPIENTS WILL WE SHARE YOUR PERSONAL DATA?**

For the purposes of conducting the Meeting, the Issuer appointed the chairman, the secretary, the Tabulation Agent and the Proxyholder. The Tabulation Agent will gather and list the Consent Instructions granted to the Proxyholder, as communicated by the Paying Agent, and assist the chairman, the secretary and the Proxyholder, in conducting the Meeting. The Tabulation Agent and the Proxyholder have, respectively, these addresses:

Aalto Capital AG  
"IuteCredit Finance - Bonds: Meeting"  
Bahnhofstraße 98, 82166 Gräfelfing  
e-mail: manfred.steinbeisser@aaltocapital.com

Mr. Rüdiger Sailer  
"IuteCredit Finance - Bonds: Meeting"  
24, rue Jean l'Aveugle, L-1148 Luxembourg  
e-mail: ruediger.sailer@juridex.lu

The Tabulation Agent and the Proxyholder are controllers within the meaning of the GDPR due to the activities assigned to them by law as described above. Within the

framework of the legally prescribed procedures described above, we will transmit your Personal Data as specified in Sections 3.2 to 3.5 above to them.

Under the circumstances described under Section 3.4 above, other Holders can access your Personal Data contained in the Attendance List (e.g. name and number of Bonds held by you).

Finally, we may be obliged to forward your Personal Data to other recipients, such as for example authorities for the fulfilment of legal disclosure requirements (e.g. to tax authorities or law enforcement).

## **5. FOR HOW LONG DO WE RETAIN YOUR DATA?**

We delete or anonymize your Personal Data as soon as it is no longer required for the abovementioned purposes, and insofar as no legal obligations apply which oblige us to continue to retain your Personal Data for record-keeping or evidentiary purposes (e.g. according to the Companies Law or other legal provisions).

In case the quorum is already reached in the Meeting, the Personal Data recorded in the Attendance List and Personal Data that we have recorded in connection with questions made by Holders during the Meeting, will be retained (i) at least for the duration of the one-month period during which actions for rescission against the resolution passed in the Meeting may be filed (including a further period of four weeks to take account of court terms) (ii) in the event of actions for rescission against the resolution passed in the Meeting, for at least the duration of this lawsuit.

In the event that no quorum is reached in the Meeting, we will keep the Personal Data recorded in the Attendance List and Personal Data that we have recorded in connection with questions by Holders during the Meeting, at least until the end of the bondholders meeting to be convened at a later date within the meaning of the Companies Law, in particular for at least the duration of the one-month period during which actions for rescission may be brought against the resolution passed at the bondholders meeting (including a further period of four weeks to take account of court terms), and (ii) in the case of an action for rescission against the resolution of the bondholders meeting at least for the duration of this law suit.

If no effective resolution is passed either in the Meeting or in the subsequent bondholders meeting, we will delete or anonymize your Personal Data in the follow-up to the bondholders meeting, insofar as these relate to questions made by you during the Meeting. In this case, we will store the Personal Data recorded in the Attendance List for at least one month from the announcement of the result of the Meeting.

We will retain the minutes of the vote and annexes created by the chairman for at least one year after the end of the voting period. Together with the minutes of the vote, we will also retain the names and, if available, addresses of those Holders that took part in the Meeting for at least one year after the end of the voting period.

Furthermore, we will retain Personal Data if this is necessary in connection with claims asserted against or by us or to protect our above-mentioned legitimate

interests. If a holder appoints a representative for the Meeting, the power of attorney is retained for three years.

If you have specific questions about the storage period of your Personal Data, please use the contact details listed under Section 1 above.

## **6. HOW DO WE PROTECT YOUR PERSONAL DATA?**

We maintain appropriate technical and organizational security measures to protect your Personal Data from any unintentional, unlawful or unauthorized destruction, loss, alteration, disclosure or use.

## **7. WHICH RIGHTS DO YOU HAVE ACCORDING TO THE DATA PROTECTION LAWS?**

With regard to the processing of Personal Data, you have the following rights:

- to ask the Issuer for information on your Personal Data in accordance with Article 15 GDPR;
- to require the Issuer to correct your Personal Data in accordance with Article 16 GDPR;
- to request the Issuer to delete your Personal Data in accordance with Article 17 GDPR;
- to require the Issuer to restrict the processing of your Personal Data in accordance with Article 18 GDPR;
- to require the Issuer to transfer certain Personal Data to you or a third party you have designated pursuant to Article 20 GDPR (right to data portability).

You can assert these rights against the Issuer free of charge via the contact details mentioned in Section 1.

Please note that in individual cases statutory exceptions (e.g. the Issuer's continued obligation to keep records) may prevent you from exercising your rights.

## **8. DO YOU WISH TO COMPLAIN ABOUT THE HANDLING OF YOUR PERSONAL DATA?**

To lodge a complaint regarding the processing of your Personal Data, you can use the contact details mentioned in the beginning under Section 1 to solve the issue directly with us. Pursuant to Article 77 no. 1 GDPR, the Holders also have the right to lodge a complaint with a supervisory authority, in particular in the Member State of his or her habitual residence, place of work or place of the alleged infringement if the data subject considers that the processing of personal data relating to him or her infringes the GDPR.

Please find the competent supervisory authorities at the following link: [https://edpb.europa.eu/about-edpb/board/members\\_en](https://edpb.europa.eu/about-edpb/board/members_en)

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Status of the information in this document: 13 July 2023

In case of relevant changes, we will update this information and provide access to it on the Issuer's website (<https://iutecredit.com/investor>). Additionally, we will verify on a case-by-case basis, if an obligation exists for another notification in case of a change of this information, and will, where appropriate, fulfil this duty to notify.

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