

THIS NOTICE IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF BONDHOLDERS. IF BONDHOLDERS ARE IN ANY DOUBT AS TO THE ACTION THEY SHOULD TAKE, THEY SHOULD CONSULT THEIR OWN INDEPENDENT PROFESSIONAL ADVISERS IMMEDIATELY. ALL DEPOSITARIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE SHOULD PASS THIS NOTICE ON TO THE RESPECTIVE BONDHOLDERS IN A TIMELY MANNER.

Opus - Chartered Issuances S.A.
public limited liability company (*société anonyme*)
28, Boulevard F. W. Raiffeisen, L-2411 Luxembourg
Grand Duchy of Luxembourg
R.C.S. Luxembourg B 180859

NOTICE OF A MEETING

of the holders of those of the

**Up to EUR 100,000,000 EUR Jalopy Index Tracker Note 2015(22)
presently outstanding**

ISIN DE000A179ZR3 / WKN A179ZR
(the **Bonds**)

issued by

Opus - Chartered Issuances S.A., acting in respect of its Compartment 20
(the **Issuer**)

The Issuer hereby invites the holders of the Bonds (the **Bondholders**) to the extraordinary Bondholders' meeting (the **Meeting**) to be held on 28 April 2026 at 15:00 h (Luxembourg time) at Chartered Management Luxembourg S.à r.l., 2A, Rue Ermesinde, 8416 Steinfort, Grand Duchy of Luxembourg, for the purpose of considering and, if thought fit, passing the following resolutions (the **Resolution**) in accordance with Articles 470-1 to 470-19 of the Luxembourg Law of 10 August 1915 on commercial companies, as amended (the **Luxembourg Companies Law**).

The form of the amended Conditions to which the Resolution below relates (the **Amended Conditions**) is annexed to this Notice. For ease of reference, the proposed amendments are marked as tracked changes against the current version of the Conditions.

Capitalised terms not otherwise defined herein shall have the same meaning ascribed to them in the Conditions.

RESOLUTIONS

AGENDA

At the Meeting, the Issuer proposes that the Bondholders consider and, if thought fit, pass the following Resolutions that the Bondholders consent to and approve:

(a) waiver of (i) a potential breach by the Issuer of its obligation to redeem the Bonds on the original Maturity Date of 13 June 2022 pursuant to Condition 7(a) of the Conditions, (ii) any Event of Default within the meaning of Condition 8(c) of the Conditions that may have occurred in connection with or as a result of

such non-redemption, and (iii) any and all other defaults, breaches or non-performance by the Issuer of its obligations under the Conditions arising from, or in connection with, the failure to redeem the Bonds on the original Maturity Date, including any rights of the Bondholders that may have arisen therefrom (the "**Waiver**"), such Waiver to take effect as of the date of the Meeting and to have retroactive effect as from the original Maturity Date,

(b) amendment of the Conditions to

- (i) extend the Maturity Date of the Bonds to 30 January 2031,
- (ii) reduce the minimum trading amount of the notes to EUR 1,000.00
- (iii) introduce an option for the Issuer to extend the Maturity Date to 30 January 2036 (the Postponed Maturity Date),
- (iv) amend the reference to the underlying by replacing the direct reference to the Reference Company Value with a reference to the EUR Jalopy Index administered by LIXX GmbH as benchmark administrator under Regulation (EU) 2016/1011 (the Benchmarks Regulation),
- (v) introduce an optional early redemption upon occurrence of an Autocall Event,
- (vi) introduce an optional partial redemption at the option of the Issuer,
- (vii) introduce provisions for extension of the term upon occurrence of an Illiquidity Event,
- (viii) introduce provisions for extraordinary termination by the Holders,
- (ix) introduce provisions for Index Adjustment Events,
- (x) introduce a formalised Order of Payments from the Compartment Assets,
- (xi) appoint Chartered Investment Germany GmbH as Calculation Agent,
- (xii) introduce provisions regarding substitution of the Issuer, presentation period, FATCA, corrections of obvious errors, rounding and Business Day Convention,
- (xiii) update the details of service providers, including the Custodian and the Principal Paying Agent,
- (xiv) update the Issuer's registered office address,
- (xv) update the bond description to "EUR Jalopy Index Tracker Note 2015(31)
- (xvi) make formal adjustments and corrections",

(c) acknowledgement by the Bondholders that (i) the matters resolved upon at this Meeting are in the best interest of the Bondholders collectively and (ii) each Bondholder individually declares that the matters resolved are in his/her/its own best interest,

(d) release and discharge of the Issuer and its board of directors from any and all liability for any act or omission up to the date of this Meeting in connection with the Conditions, the Bonds and the implementation of the Resolution,

(e) allocation of all costs, expenses and fees incurred in connection with the preparation, convening, holding and documentation of this Meeting (including legal, administrative and communication costs) to Compartment 20, and that the Issuer is authorised to apply the Compartment Assets for payment of such costs, expenses and fees.

Full details of the background to, and the reasons for, the Resolutions are set out below.

BACKGROUND

The Bonds were issued on 9 June 2015 as limited recourse obligations of the Issuer, structured as index tracker notes linked to the value of Jalopy Ltd. (the **Reference Company**). The Bonds do not bear interest. Payments to Bondholders are dependent on the performance of the underlying hedge instruments allocated to Compartment 20 (the **Hedge Instruments**). The original Maturity Date of the Bonds was 13 June 2022. The Bonds have not been redeemed as at the date of this Notice.

Background and reasons for the Resolutions:

term of the Bonds, (ii) align the Conditions with current regulatory requirements, in particular the Benchmarks Regulation, and (iii) align the Conditions with those of the Series 2 notes issued by the Issuer (ISIN DE000A3HAKC2). The Issuer considers these amendments to be in the best interests of Bondholders.

The Issuer proposes to extend the Maturity Date of the Bonds to **30 January 2031**, with an option for the Issuer to further extend the maturity to **30 January 2036** (the **Postponed Maturity Date**). This extension will provide the Issuer with additional time to realise value from the Compartment Assets for the benefit of Bondholders.

Since the issuance of the Bonds in 2015, the regulatory framework applicable to benchmarks has fundamentally changed. Regulation (EU) 2016/1011 (the **Benchmarks Regulation**) entered into force on 1 January 2018 and establishes a comprehensive regulatory framework for the provision and use of benchmarks in the European Union. The current Conditions reference the value of the Reference Company directly. The Issuer proposes to replace this direct reference with a reference to the **EUR Jalopy Index**, which is administered by **LIXX GmbH**, a benchmark administrator authorised under the Benchmarks Regulation and included in the ESMA register pursuant to Article 36 of the Benchmarks Regulation. This amendment ensures continued regulatory compliance and provides Bondholders with the protections afforded under the Benchmarks Regulation.

The Issuer proposes to introduce provisions for optional early redemption upon the occurrence of an **Autocall Event** (where the cash component in the Index equals 100% for a period of at least 10 Business Days) and provisions allowing the Issuer to redeem the Bonds **in part** at its option. These provisions provide flexibility to distribute proceeds to Bondholders as and when portions of the Compartment Assets are realised.

The Issuer proposes to introduce provisions addressing **Illiquidity Events**. Upon occurrence of an Illiquidity Event, the Issuer may extend the maturity of the Bonds and/or initiate auction settlement of the Hedge Instruments. These provisions address situations where the realisation of the Compartment Assets is delayed, avoiding a forced liquidation at unfavourable terms.

The Issuer proposes to introduce provisions for **extraordinary termination by Holders** in the event of (i) failure by the Issuer to pay any amount of principal within 15 Business Days after such payment becomes due, (ii) failure by the Issuer to perform any other material obligation under the Bonds, or (iii) insolvency proceedings being opened over the Issuer's assets. These provisions enhance Bondholder protection.

The Issuer proposes to introduce provisions addressing **Index Adjustment Events** (including Index Modification, Index Cancellation and Index Disruption), a formalised **Order of Payments** from the Compartment Assets, and provisions for the appointment of **Chartered Investment Germany GmbH** as Calculation Agent.

The Issuer proposes to introduce provisions allowing the Issuer to **substitute itself** with another Luxembourg securitisation undertaking without Bondholder consent, provided that a separate compartment is created to which all assets and obligations are transferred.

The Issuer proposes to introduce various **administrative improvements** to the Conditions in order to align the Conditions with current market standards and the terms of the Series 2 notes. These improvements comprise adjustments to the structure (including the introduction of a Business Day Convention and rounding provisions), adaptations to legal requirements (including clarifications regarding FATCA and the reduction of the presentation period to three years pursuant to § 801 para. 1 sentence 1 BGB), and simplifications of the administrative framework (including provisions allowing the Issuer to correct obvious clerical or calculation errors without Bondholder consent).

The Conditions specify the names, registered offices, and roles of various parties involved in the administration of the Bonds. Over time, certain changes have occurred regarding the corporate details and addresses of these parties. The Issuer proposes to **update the service provider details** as follows: the Custodian is changed to Baader Bank AG; the Principal Paying Agent is changed to Baader Bank AG; the reference to Clearstream Banking AG, Frankfurt is updated to Clearstream Europe AG; and the Issuer's registered office is updated to 6, Rue Eugène Ruppert, L-2453 Luxembourg.

Item (c) of the Resolution seeks to confirm the Bondholders' acknowledgement that the matters resolved upon at the Meeting are in the best interest of the Bondholders collectively and individually.

Item (d) of the Resolution seeks to release and discharge the Issuer and its board of directors from any liability for any act or omission up to the date of the Meeting in connection with the Conditions, the Bonds and the implementation of the Resolution.

Item (e) of the Resolution seeks to ensure that all costs, expenses, and fees associated with organising and documenting the Meeting are allocated to Compartment 20.

The Issuer considers that the Resolutions and the proposed modifications to the Conditions pursuant to the Resolution referred to above are reasonable in the existing circumstances and, accordingly, **the Issuer recommends all Bondholders to vote in favour of the Resolutions.**

Copies of the Conditions referred to in the Resolutions set out above and of certain other relevant documents will be available for inspection by Bondholders at the specified offices of the Issuer set out below.

The attention of Bondholders is particularly drawn to the quorum required for the Meeting and for an adjourned Meeting which is set out in paragraph 6 (*Participation at the Meeting*) below.

2. PARTICIPATION AT THE MEETING

As is customary for securities such as the Bonds, the Bonds are generally held through banks or other financial institutions (the **Intermediaries**) which have accounts with the clearing and depository system of Clearstream Europe AG, Frankfurt (the **Clearstream**) through which transactions in the Bonds are effected.

All of the Bonds are represented by a global certificate in bearer form (the **Global Bond**). The Global Bond is presently held by a common depository for Clearstream.

Each person who is the owner of a particular principal amount of the Bonds, through Clearstream or its respective account holder with Clearstream, should be entitled to vote at the Meeting (or any adjourned meeting, as the case may be) in accordance with the procedures set out below.

The quorum required at the Meeting is one or more Eligible Persons (as defined below) present, each holding a voting certificate, the form of which is attached to this Notice (the **Voting Certificate**), together with a blocking certificate issued by the Bondholder's custodian bank (the **Blocking Certificate**), or being proxies and collectively representing not less than 50 per cent (one half) of the principal amount of the Bonds outstanding at that time.

Voting at the Meeting will be possible only with Voting Certificates.

For the purposes of the Meeting, **Eligible Person** means a bearer of any Voting Certificate or its proxy. In either case, Bondholders at the Meeting may specify the type of vote: in favour of, against, or abstain from the Resolution.

A Bondholder who wishes to attend and vote in person (or by a nominated representative) at the Meeting must procure the delivery of the Voting Certificate together with the Blocking Certificate to the Issuer's Representative not less than 48 hours before the Meeting.

Bondholders who have not submitted a Voting Certificate in advance but who present themselves at the Meeting with a valid Blocking Certificate and appropriate identification will not be refused admission to the Meeting.

If a quorum is not present within 15 minutes (or such longer period not exceeding 30 minutes as the chairman may decide) after the time appointed for the Meeting, the Meeting shall stand adjourned to such date (being not less than 15 nor more than 42 days later) and to such place as may be appointed by the chairman either at or subsequent to such Meeting.

At any adjourned meeting one or more Eligible Persons present (whatever the principal amount of the Bonds so held or represented by them) shall form a quorum and shall have power to pass any resolution and to decide upon all matters which could properly have been dealt with at the Meeting from which the adjournment took place had the requisite quorum been present.

Bondholders should note these quorum requirements and should be aware that if the Bondholders either present or appropriately represented at the Meeting are insufficient to form a quorum, the Resolution cannot be formally considered thereat. Bondholders are therefore encouraged either to attend the Meeting in person or to arrange to be represented at the Meeting as soon as possible.

3. **VOTING PROCEDURES**

Every question submitted to the Meeting will be decided in the first instance by a show of hands. A poll may be demanded (before or on the declaration of the result of the show of hands) by the chairman, the Issuer or any Eligible Person (whatever the amount of the Bonds so held or represented by him).

Unless a poll is duly demanded, a declaration by the chairman that a resolution has been carried or carried by a particular majority or lost or not carried by a particular majority shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

On a show of hands, every Eligible Person present shall have one vote. On a poll every Eligible Person present shall have one vote in respect of each EUR 1,000 in principal amount of the Bonds held or represented by such Eligible Person.

To be passed, the Resolution requires a majority in favour consisting of not less than two-thirds (2/3) of the votes cast at the Meeting (whether on a show of hands or on a poll). If passed, the Resolution will be binding upon all Bondholders, whether or not present at such Meeting and whether or not voting.

4. **ADDITIONAL PROVISIONS**

Bondholders are encouraged to familiarise themselves with these procedures and to ensure that all necessary steps are taken in good time to enable participation and voting at the Meeting.

5. **CONTACT**

Issuer's Representative

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The Issuer

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Luxembourg, 13 March 2026

Opus - Chartered Issuances S.A., acting in respect of its Compartment 20

FORM OF THE AMENDED CONDITIONS