

## Credit Europe Bank N.V. announces final result of Tender Offer

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21 May 2024. Credit Europe Bank N.V. (the “**Offeror**”) announces today the final result of its invitation made to the holders of its outstanding USD 150,000,000 7.25 per cent Subordinated Notes due 2027 (ISIN: XS1706923148) (the “**Notes**”) to tender any and all of their Notes for purchase by the Offeror for cash (such invitation, the “**Offer**”).

The Offer was announced on 13 May 2024, and was made on the terms and subject to the conditions contained in the tender offer memorandum dated 13 May 2024 (the “**Tender Offer Memorandum**”) prepared by the Offeror. The Expiration Deadline for the Offer was 5.00 p.m. (CET) on 20 May 2024. The Offeror hereby announces the result of the Offer. Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.

The Offeror hereby announces that the aggregate nominal amount of the Notes validly accepted for purchase in accordance with the terms and subject to the conditions (including the Transaction Condition) set out in the Tender Offer Memorandum is set out in the table below.

Description of the Notes	ISIN/Common Code	Purchase Price	Aggregate principal amount of Notes validly tendered and accepted for purchase
USD 150,000,000 7.25 per cent Subordinated Notes due 2027	XS1706923148 / 170692314	100 per cent. of the nominal amount of the Notes accepted for purchase	USD 34,835,000

Notes purchased by the Offeror pursuant to the Offer will be cancelled by the Offeror and will not be re-issued or re-sold. Notes which have not been validly submitted or validly submitted but not accepted for purchase pursuant to the Offer will remain outstanding.

Subject to the satisfaction or waiver of the Transaction Condition on or prior to such date, payment of the Purchase Price and Accrued Interest in respect of the Notes accepted for purchase by the Offeror will occur on the Settlement Date for the Offer which is expected to be on or around 24 May 2024.

On 17 May 2024, the Offeror announced its intention to redeem the Notes on the next Optional Call Date being 8 November 2024 in accordance with the terms and conditions of the Notes. The Offeror shall redeem the Notes at their principal amount outstanding plus any accrued but unpaid interest. The Offeror will issue a formal notice to the holders of the Notes in line with the terms and conditions of the Notes.

Any requests for information in relation to the Offer should be directed to the Dealer Manager or the Tender Agent whose contact details are listed below.

**DEALER MANAGER**

**Goldman Sachs Bank Europe SE**

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Germany

Tel: +44 20 7774 4836

Email: [liabilitymanagement.eu@gs.com](mailto:liabilitymanagement.eu@gs.com)

Attention: Liability Management Group

**TENDER AGENT**

**Kroll Issuer Services Limited**

The Shard  
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London SE1 9SG  
United Kingdom

Telephone: +44 (0)20 7704 0880

Attention: Owen Morris

Email: [ceb@is.kroll.com](mailto:ceb@is.kroll.com)

Website: <https://deals.is.kroll.com/ceb>

**DISCLAIMER**

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Offer. If any Noteholder is in any doubt as to the action it should take, it is recommended to seek its own financial advice, including in respect of any tax consequences, from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to tender such Notes pursuant to the Offer.