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**ADLER Group S.A.****Adler Group S.A. procured binding commitments to refinance its 1L Facility**

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**Disclosure of inside information pursuant to Article 17 of Regulation (EU) No. 596/2014****Adler Group S.A. procured binding commitments to refinance its 1L Facility**

**Luxembourg, 20 December 2024** – Adler Group S.A. ("**Adler Group**") procured binding commitments in the amount of c. €1.2bn for the refinancing of the 1L Notes issued by ADLER Financing S.à r.l., an orphan special purpose vehicle not related to Adler Group ("**Financing SPV**"), and a corresponding amendment of the 1L Facility between, *inter alia*, Adler Group and the Financing SPV ("**Refinancing**"). The amended 1L Facility will accrue payment-in-kind (PIK) interest at a rate of 8.25% per annum plus a 1% OID with no call protection. The reduction of the PIK interest down from 12.5% reflects both an improved risk profile of Adler Group as well as more favourable market conditions. The Refinancing is subject to the consent of the noteholders of the €555,611,000 1.5L 14% PIK notes (ISIN: DE000A3L3AF1) and the €116,700,000 1.5L 4.25% PIK notes (ISIN: DE000A3L3AE4), each issued by the Financing SPV. Adler Group will approach the Financing SPV immediately after this publication to initiate the consent process. Provided that the consent will be obtained, the Refinancing is expected to be completed by the end of January 2025.

With the currently assumed refinancing volume of €1.2bn and the current business plan Adler Group will save approximately €47m of interest costs over the expected remaining lifetime of the 1L Facility. The maturity date as well as all other terms of the 1L Facility remain unchanged. Adler Group expects a continuous repayment of the 1L Facility from proceeds of both ongoing and future portfolio and asset disposals.

**Notifying Person:**

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End of Inside Information

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