

**Notice to the holders of the
Encavis Finance B.V. (the "Issuer")
EUR 250 million Perpetual Subordinated Bonds
with Time Limited Conversion Rights (the "Bonds")
(ISIN: DE000A3MQE86) in accordance with § 15 of the Terms and Conditions**

Capitalised terms not otherwise defined in this notice shall have the meaning given to them in the terms and conditions of the Bonds (the Terms and Conditions).

Pursuant to the Terms and Conditions, notice is hereby given to the Bondholders that, today Elbe BidCo AG, Wiesenhüttenstraße 11, 60329 Frankfurt am Main, Germany, published an offer document pursuant to § 14(2) German Securities Acquisition and Takeover Act (*WpÜG*) (the "**Offer Document**") pertaining to a voluntary public takeover offer to acquire all no-par value bearer shares in ENCAVIS AG in return for payment of cash consideration of EUR 17.50 per share in ENCAVIS AG. The offer qualifies as a Takeover-over Bid pursuant to § 13 (d) of the Terms and Conditions. The Offer Document and other information on the Take-over Bid is available here: www.elbe-offer.com.

Pursuant to § 13 (b)(ii)(A) of the Terms and Conditions each Bondholder has the right to exercise the Conversion Right in respect of any Bond at the Conversion Price by giving a Voluntary Conversion Notice that is conditional on the occurrence of an Acceptance Event ("**Conditional Conversion Notice**"). Upon request, the Conversion Agent shall provide the Bondholders with the forms of the Conditional Conversion Notice. Bondholders are advised to comply with the requirements set forth in this regard in § 13 (b) (ii) of the Terms and Conditions.

Pursuant to § 13 (d) of the Terms and Conditions, the Conditional Conversion Notice Period during which the Conversion Agent must receive the Conditional Conversion Notice, commenced with the publication of the Offer Document and will end at 4:00 p.m. (Frankfurt Time) on the Acceptance Record Date. Acceptance Record Date means the last day of the Initial Acceptance Period (taking into account extensions of this period, if any, pursuant to, or in accordance with, applicable laws and regulations); according to the Offer Document, the Initial Acceptance Period will end on 29 May 2024, 24 hours (Frankfurt time) (if not extended).

24 April 2024

The Management Board

Encavis Finance B.V.
Member of the Encavis Group

Encavis B.V. Stadionweg 43D, 3077 AS Rotterdam, Netherlands

Managing Directors: Jan Alexander Wieck, Patrick Kremer
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