



Nicosia, July 31, 2023

Information notice

In view of the forthcoming Annual General Meeting and the questions raised by shareholders of Galaxy Cosmos Mezz PLC (the "**Company**"), the following clarifications are provided:

- a) The scheduled coupon payments of the Mezzanine Notes (expressing in total Class B, consisting of Class B1 and B2, mezzanine notes) of the Cosmos, Galaxy IV and Orion X securitizations held by the Company at a percentage of 44%, which corresponds to a percentage of 46.3% Class B2 mezzanine notes held by the Company, have been repaid in their entirety up to the Interest Payment Date of April 2023 and at the time of examination of the distribution of profits to the Shareholders, i.e. 31.05.2023. It is clarified that the sole exception consists Galaxy II securitization, for which at the time of the examination of the distribution of profits to Shareholders (31.05.2023), the coupon payment for the 100% of the Mezzanine Notes (as specified above), amounted to approximately €19 million, deriving from previous Interest Payment Dates due to insufficient cash flows of the securitisation, was pending. It is noted that the Company is not in a position to know the time at which the outstanding coupons will be paid. It is reminded that, the Company in its capacity as Noteholder of 44% of the Mezzanine Notes (as clarified above) and 44% of the Junior Notes, does not have the unilateral right to formulate or implement the Business Plans of the Securitized Portfolios, which are evaluated, revised and implemented by the servicer of the underlying receivables as explicitly described in the Information Document for the Admission of Shares for Trading in the Alternative Market of EN.A. PLUS of the Athens Stock Exchange, which is published in the Company's website ([Publications - Galaxy Cosmos Mezz Plc](#)), under section "Financial performance of the Company based on its business activity". Accordingly, the Company cannot unilaterally influence or be aware of the proceeds arising from the aforementioned receivables prior to the payment of the coupons on the contractually specified dates.
- b) With regard to the current state of the Company's cash and cash equivalents, it is noted that at the contractually determined Interest Payment Date of July 25, 2023, the Company received a total amount of approximately €2 million in coupons. In addition, it is clarified that the incurred Company's expenses to date are fully aligned with the budgeted costs.
- c) With regards to the proposed amount of share capital reduction, it is clarified that the Company at the time of its resolution has taken into account the amount of cash and cash equivalents, concluding to the proposed amounts for distribution in conjunction with the existing Dividend Policy reflected in the Information Document for the Admission of Shares for Trading in the Alternative Market of EN.A. PLUS of the Athens Stock Exchange, which is published on the company's website ([Publications - Galaxy](#)

[Cosmos Mezz Plc](#)). It is noted that the Board of Directors, when considering the potential distribution of profits to shareholders, must ensure the retention, from the Company's cash and cash equivalents, as formulated during the financial year under review, of the required amounts, in accordance with the applicable laws, regulations and acceptable accounting practices based on Financial Standards, and which, in any case, at the discretion of the Board of Directors, will be sufficient to cover, as a minimum, all of the Company's operating expenses for as long as it is expected that the Company will hold the notes or until the end of the fiscal year ending three (3) years after the end of the current fiscal year (whichever is greater), as a reserve or reserves, in accordance with the provisions of Article 92 of the company's Memorandum and Articles of Association. The remaining profits may, subject to the prior approval of the General Meeting of Shareholders, be available for distribution to Shareholders. Based on this framework, the Company has determined the proposed amount to be distributed to the Shareholders on the basis of its total cash and cash equivalents, budgeting operating expenses of €1.0 million in total for the next three years and tax liabilities on taxable income of €1.6 million for the period starting from its incorporation (April 2022) to 31.5.2023.

- d) Finally, it is clarified that the Company estimates the fair value of the held notes on a semi-annual basis through an independent appraiser and the valuation results are reflected in the Annual Report of the Board of Directors and the Annual and Semi-Annual Financial Statements.