

**THIS NOTICE IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF THE REGISTERED AND BENEFICIAL OWNERS OF THE NOTES (AS DEFINED BELOW). IF APPLICABLE, ALL DEPOSITARIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUESTED TO PASS THIS NOTICE TO SUCH BENEFICIAL OWNERS IN A TIMELY MANNER. NOTEHOLDERS.**

**If you are in any doubt as to the action you should take, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other financial adviser authorised under the Financial Services and Markets Act 2000 (if you are in the United Kingdom), or from another appropriately authorised independent financial adviser and such other professional advice from your own professional advisors as you deem necessary.**

**This Notice is addressed only to holders of the Notes (as defined below) and persons to whom it may otherwise be lawful to distribute it ("relevant persons"). It is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this Notice relates is available only to relevant persons and will be engaged in only with relevant persons.**

**If you have recently sold or otherwise transferred your entire holding(s) of Notes referred to below, you should immediately forward this notice to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee**

**THIS ANNOUNCEMENT MAY CONTAIN INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF THE MARKET ABUSE REGULATION (EU) 596/2014 ("EU MAR") OR REGULATION (EU) 596/2014 AS IT FORMS PART OF DOMESTIC LAW IN THE UNITED KINGDOM BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018, AS AMENDED ("EUWA") AND AS FURTHER AMENDED BY THE MARKET ABUSE (AMENDMENT) (EU EXIT) REGULATIONS 2019 ("UK MAR")**

**NOTICE OF INTENTION TO POTENTIALLY LIQUIDATE  
HARVEST CLO VII DAC**

**(previously named Harvest CLO VII Limited)**

*(a designated activity company limited by shares incorporated under the laws of Ireland with registered number 528119 and having its registered office at 3rd Floor  
Kilmore House, Park Lane, Spencer Dock Dublin 1, Ireland)*  
**(the "Issuer")**

10 November 2023

Dear Sirs

**€2,000,000 Class X-R Senior Secured Floating Rate Notes due 2031**

Regulation S ISIN: XS1533922347

Rule 144A ISIN: XS1533920721

**€174,900,000 Class A-R Senior Secured Floating Rate Notes due 2031**

Regulation S ISIN: PM Voting Notes: XS1533920309 / PM Exchangeable Non-Voting Notes: XS1533921703 / PM Non-Voting Notes: XS1533919988

Rule 144A ISIN: PM Voting Notes: XS1533922008 / PM Exchangeable Non-Voting Notes: XS1533921968 / PM Non-Voting Notes: XS1533919632

**€39,200,000 Class B-R Senior Secured Floating Rate Notes due 2031**

Regulation S ISIN: PM Voting Notes: XS1533921455 / PM Exchangeable Non-Voting Notes: XS1533920648 / PM Non-Voting Notes: XS1533919392

Rule 144A ISIN: PM Voting Notes: XS1533921612 / PM Exchangeable Non-Voting Notes: XS1533920481 / PM Non-Voting Notes: XS1533921026

**€21,000,000 Class C-R Senior Secured Deferrable Floating Rate Notes due 2031**

Regulation S ISIN: PM Voting Notes: XS1533918667 / PM Exchangeable Non-Voting Notes: XS1533918238 / PM Non-Voting Notes: XS1533920994

Rule 144A ISIN: PM Voting Notes: XS1533917420 / PM Exchangeable Non-Voting Notes: XS1533918071 / PM Non-Voting Notes: XS1533918402

**€14,600,000 Class D-R Senior Secured Deferrable Floating Rate Notes due 2031**

Regulation S ISIN: PM Voting Notes: XS1533917693 / PM Exchangeable Non-Voting Notes: XS1533920051 / PM Non-Voting Notes: XS1533916455

Rule 144A ISIN: PM Voting Notes: XS1533916539 / PM Exchangeable Non-Voting Notes: XS1533919715 / PM Non-Voting Notes: XS1533920218

**€18,600,000 Class E-R Senior Secured Deferrable Floating Rate Notes due 2031**

Regulation S ISIN: XS1533917263

Rule 144A ISIN: XS1533916372

**€9,400,000 Class F-R Senior Secured Deferrable Floating Rate Notes due 2031**

Regulation S ISIN: XS1533919475

Rule 144A ISIN: XS1533919129

**€42,000,000 Subordinated Notes due 2031**

Regulation S ISIN: XS095690564

Rule 144A ISIN: XS0956906886

(the “Notes”)

This announcement is released by the Issuer and may contain inside information for the purposes of Article 7 of EU MAR and UK MAR, encompassing information relating to the Notes described above. For the purposes of EU MAR, UK MAR and Article 2 of Commission Implementing Regulation (EU) 2016/155 and Regulation (EU) 2016/155 as it forms part of domestic law in the United Kingdom by virtue of the EUWA, this announcement is made by the directors of the Issuer.

We refer to the trust deed dated 12 September 2013, as supplemented on 12 April 2017 constituting the Notes and made between, amongst others, ourselves and U.S. Bank Trustees Limited, as the Trustee (including the conditions of the Notes set out in Schedule 3 (*Conditions of the Notes*) thereto (the “**Conditions**”)), as amended, restated and/or supplemented from time to time (the “**Trust Deed**”). Capitalised terms used but not otherwise defined in this notice shall have the meanings ascribed to them in the Trust Deed.

The Issuer hereby announces that it has been informed by the Collateral Manager that it and certain Subordinated Noteholders are currently assessing certain available options which, subject to meeting certain required conditions, may ultimately result in an Optional Redemption of all Classes of Notes pursuant to Condition 7(b)(i) (*Optional Redemption in Whole – Subordinated Noteholders or Retention Holder*) and Condition 7(b)(vi) (*Optional Redemption in Whole of all Classes of Notes effected through Liquidation only*).

Please note this notice is not a Redemption Notice for the purposes of the Trust Deed or the Conditions.

This notice does not constitute an offer to sell or the solicitation of an offer to subscribe for or otherwise acquire any securities in any jurisdiction.

This notice and any non-contractual obligations arising out of or in connection with this notice will be governed by and construed in accordance with English law.

No person has been authorised to give information, or to make any representation in connection therewith, other than as contained herein. The delivery of this Notice at any time does not imply that the information in it is correct as at any time subsequent to its date.

For and on behalf of:  
**HARVEST CLO VII DAC**



Claire McKenna (Director)  
10 November 2023

For further information, please contact:

Harvest CLO VII DAC  
3<sup>rd</sup> Floor, Kilmore House  
Park Lane, Spencer Dock  
Dublin 1, Ireland

Attention: The Directors

Facsimile: +353 1 614 6250 Telephone: +353 1 614 6240

Email: [Ireland@tmfgroup.com](mailto:Ireland@tmfgroup.com)