

# 4finance S.A.

Luxembourg

## VOTE WITHOUT MEETING

### Information on data protection for the holders of the

EUR 150,000,000.00 11.25 % Senior Notes 2016/2022

International Securities Identification Number (ISIN): XS1417876163

German Securities Identification Number (Wertpapierkennnummer WKN): A181ZP

(the “Notes”)

4finance S.A. (“**Issuer**”, “**we**”, “**us**”) places great value on the protection of your personal data (as defined under section 2) and its processing in compliance with statutory provisions. For this reason, by way of this notice, we would like to inform you about the processing of your personal data by us and your rights under the data protection provisions of the Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation – “**GDPR**”).

#### 1. WHO IS THE RESPONSIBLE BODY FOR THE PROCESSING OF DATA?

The Issuer is represented by Kieran Donnelly, Category B Director of the Board of Directors of the Issuer. You can reach us under the following contact details:

4finance S.A.

“4finance-Notes: Vote without Meeting”

8-10, Avenue de la Gare, L-1610 Luxembourg, Grand Duchy of Luxembourg

e-mail: [privacy@4finance.com](mailto:privacy@4finance.com)

If you have any questions, you can contact the responsible data protection officer of the Issuer under the contact details above.

#### 2. WHAT KIND OF PERSONAL DATA DO WE PROCESS AND WHERE DO WE COLLECT IT FROM?

We process the following personal data (“**Personal Data**”):

- information that concerns you personally (e.g. first name and surname, title, maiden name, date of birth, sex, nationality, profession/industry, address, including history of address changes and other contact details);
- information regarding the total nominal value and/or number of Notes held by you;

- name and address of the depository bank at which the Notes are credited to a securities account for you as Holder; as well as
- name and address of the representative authorized by you with regard to the vote without meeting of the Issuer (“**Vote without Meeting**”).

The number of Personal Data processed depends on each individual case.

We obtain these Personal Data, as you or third parties (e.g. Euroclear Bank SA/NV and/or Clearstream Banking S.A. (each, the “**Clearing System**”); notary Mr. Kristof Schnitzler with registered office in Frankfurt am Main, Germany, and business premises at Mendelssohnstraße 75-77, 60325 Frankfurt am Main, Germany (the “**Notary**”), as scrutineer of the Vote without Meeting; or Mr. Martin Schoebe, c/o hww hermann wienberg wilhelm Rechtsanwälte Wirtschaftsprüfer Steuerberater Partnerschaft, Widenmayerstraße 16, 80538 Munich (the “**Agent**”), acting in its capacity as Holder’s representative and assisting the Notary) submit them to us as described below, and to some extent based on publicly accessible sources (e.g. publicly accessible information regarding holdings in notes, typically included in reports published by investment funds).

### 3. **FOR WHAT PURPOSES AND ON WHAT LEGAL BASIS WILL YOUR PERSONAL DATA BE PROCESSED?**

We process your Personal Data on the basis of the regulations of the GDPR and the German Act on Debt Securities (*Schuldverschreibungsgesetz* – “**SchVG**”) as well as all other relevant legal regulations for the processing purposes provided for in the SchVG and explained in detail below. The processing of the Personal Data referred to above is carried out for the purpose of the proper execution of the Vote without Meeting in accordance with the provisions of the SchVG and the terms and conditions of the Notes (“**Terms and Conditions**”).

The legal basis for the processing of your Personal Data is the execution of the Terms and Conditions (Article 6 para. 1 sentence 1 lit. b) GDPR) in compliance with the provisions of the SchVG.

#### 3.1 **Background**

The Notes are governed by the SchVG as well as the Terms and Conditions. Pursuant to Section 16 para. 3 of the Terms and Conditions all votes will be taken exclusively by vote taken without a meeting pursuant to Section 18 SchVG. A meeting of Holders and the assumption of the fees by the Issuer for such a meeting will only take place in the circumstances of Section 18 para. 4 sentence 2 of the SchVG. The legal basis for this Vote without Meeting is Section 5 para. 6 SchVG in conjunction with Section 18 SchVG.

The Issuer invited the Holders to participate in the Vote without Meeting, by way of publication of the invitation to vote in the Vote without Meeting in the German Federal Gazette (*Bundesanzeiger*) and on the Issuer’s website (<https://www.4finance.com/investors-and-media/bonds/>) on 21 June 2021 (“**Invitation**”).

**to Vote**”). For the purposes of conducting the Vote without Meeting, the Issuer appointed the Notary as scrutineer.

### 3.2 The vote

If you wish to participate in the Vote without Meeting, you are obliged to cast your vote directly *vis-à-vis* the Notary, through the Clearing System or by way of appointing a proxy.

You must present, or procure for your depository bank to present, to the Notary, along with the vote submission in text form, a proof of your authorization to participate in the Vote without Meeting (“**Special Confirmation**”) as well as the corresponding blocking notice issued by your depository bank (“**Blocking Notice**”) or an alternative proof of your entitlement to participate in the Vote without Meeting (“**Alternative Proof**”) or, in case of vote through the Clearing System, a consent instruction with evidence of your entitlement to participate in the Vote without Meeting (the “**Consent Instruction**”) (see sections 6.3 and 6.4 of the Invitation to Vote). The vote submission, the Special Confirmation, the Blocking Notice, the Alternative Confirmation and the Consent Instruction contain Personal Data.

### 3.3 Minutes of the Vote

Pursuant to Section 18 para. 4 sentence 3 SchVG the Notary shall record any resolutions passed at the Vote without Meeting in the minutes of such vote (“**Minutes of the Vote**”). These Minutes of the Vote may include Personal Data (e.g. name and address of the Holders participating in the Vote without Meeting or submitting counter-motions or requests for the addition of items for resolution and the total nominal value and/or number of notes held by them in the Notes as well as the name and address of the depository bank where the Notes are credited in favour of the Holder).

### 3.4 Conducting the Vote without Meeting

Pursuant to Section 18 para. 4 sentence 1 SchVG, the Notary is required to create a list of the Holders who have participated in the vote, stating their name, registered office or place of residence and the number of voting rights represented by each Holder (“**Directory of Holders**”). Pursuant to Section 18 para. 4 sentence 1 SchVG, the Notary must determine the entitlement to vote of the Holders on the basis of the submitted evidence. For the creation of the Directory of Holders, the Notary is the controller within the meaning of Article 4 No. 7 GDPR, since he alone decides on the means and purposes of data processing in this respect. The Directory of Holders must be signed by the Notary and be made available to the Holders pursuant to Section 18 para. 1 SchVG in conjunction with Section 15 para. 2 sentence 3 SchVG. Unless otherwise legally required, the Directory of Holders will be made available to the Holders by the Issuer by sending an anonymised copy without the Personal Data. For this purpose, the Notary will provide the Issuer with the Directory of Holders so that the Issuer can make it accessible to the Holders (e.g. by sending a copy of the Directory of Holders). Pursuant to Section 15 para. 2 sentence 2 SchVG, the Holders

are to be listed in the Directory of Holders, stating their name, registered office or place of residence and the number of voting rights represented by each Holder.

### **3.5 Counter-Motions and Requests for Additional Items on the Agenda**

If you decide to make a counter-motion during the Vote without Meeting, you must send to the Notary a corresponding motion together with proof of your ownership of the Notes. Correct and timely countermotions received from Holders will be forwarded by us together with all the information and Personal Data contained therein (e.g. your name, address, total nominal amount and/or number of the Notes held by you, name and address of the depository bank from which the Notes are credited for the Holder) to the Notary (see section 4) and, in accordance with the provisions of the SchVG, will be published on the Issuer's website (<https://www.4finance.com/investors-and-media/bonds/>) stating the name of the Holder and, if applicable, via other publication media (such as the German Federal Gazette (*Bundesanzeiger*)).

Holders who hold at least five (5) percent of the outstanding Notes in total may request that new resolution items are presented ("**Request for Additional Resolution Items**"). In the event of a proper and timely Request for Additional Resolution Items, we will on the one hand forward this Request for Additional Resolution Items with all the information contained therein to the Notary and on the other hand publish these items, stating the name of the Holder in accordance with the provisions of the SchVG in the German Federal Gazette, and on the Issuer's website (<https://www.4finance.com/investors-and-media/bonds/>).

We are obliged to examine your status as Holder on the basis of a special confirmation from your depository bank or an alternative proof and must be able to prove in case of any actions for rescission (*Anfechtungsklagen*) and/or actions for avoidance (*Nichtigkeitsklagen*) that we have fulfilled our duty to examine.

### **3.6 Inquiries from Holders**

If you contact us with questions about the Vote without Meeting, we may record the questions you have asked for documentation purposes, together with your name and contact details and proof of your status as Holder internally with us in order to be able to defend us in case of any actions for rescission (*Anfechtungsklagen*) and/or actions for avoidance (*Nichtigkeitsklagen*). If a person makes a claim against us in the course of the Vote without Meeting that only relates to one Holder, we are obliged to check the noteholder status. Even under these circumstances, we will process Personal Data (e.g. name, address, number of Notes, depository bank) internally for evidence purposes.

### **3.7 Minutes of voting without meeting**

Pursuant to section 18 para. 4 sentence 4 SchVG, any Holder who has participated in the Vote without Meeting may request a copy of the minutes of the Vote without Meeting together with annexes from the Issuer within one year of the end of the voting period. For this purpose, the Notary shall transmit these minutes together with annexes to the Issuer and the Issuer shall provide the Holders with a copy of these

minutes together with annexes in accordance with the provisions of Section 18 para. 4 sentence 4 SchVG. Information claims pursuant to Article 15 GDPR remain unaffected.

### **3.8 Safeguarding other legitimate interests**

In addition, we are entitled to process your Personal Data for the purpose to protect our legitimate interests or the legitimate interests of a third party pursuant to Article 6 para 1 sentence 1 lit. f) GDPR. Before we process your Personal Data on the basis of our legitimate interests, we will check in each individual case whether our interests outweigh your interests within the scope of an evaluation. The legitimate interests which entitle us to process your Personal Data are, in particular, protection against illegal activities such as fraud or similar threats or the detection of such activities and threats in order to protect us from possible damage.

Pursuant to Article 21 GDPR, you have the right to object at any time to the processing of your Personal Data in order to protect our legitimate interests for reasons arising from your particular situation. In this case, we will no longer process your Personal Data unless we can prove compelling reasons for the processing that outweigh your interests, rights and freedoms, or the processing serves to assert, exercise or defend legal claims.

We identify Holders (name, contact person and address) on the basis of publicly available information so that we can inform them by letter, fax or e-mail of the forthcoming Vote without Meeting and of any further votes by Holders. Holders may obtain further information on such an evaluation of interests directly from us using the contact options listed in section 1 above.

If we wish to process your Personal Data for a purpose not mentioned in this document, we will inform you of this beforehand within the framework of the statutory provisions and, if necessary, obtain your consent.

## **4. WITH WHICH RECIPIENTS WILL WE SHARE YOUR PERSONAL DATA?**

For the purposes of conducting the Vote without Meeting, the Issuer appointed the Notary, assisted by the Agent, as scrutineer. The Notary and the Agent have the following addresses

Mr. Kristof Schnitzler  
"4finance-Notes: Vote without Meeting"  
Mendelssohnstraße 75-77, 60325 Frankfurt am Main  
facsimile: +49 (0) 69 97 58 31 20  
e-mail: [4finance@schalast.com](mailto:4finance@schalast.com)

hww hermann wienberg wilhelm  
Rechtsanwälte Wirtschaftsprüfer Steuerberater Partnerschaft  
"4finance-Notes: Vote without Meeting"  
Widenmayerstraße 16, 80538 Munich  
Fax +49. 89. 2101991-99  
e-mail: [4finance@hww.eu](mailto:4finance@hww.eu)

The Agent and the Notary are controllers within the meaning of the GDPR due to the activities assigned to them by law as described above. Within the framework of the legally prescribed procedures described above, we will transmit your Personal Data as specified in sections 3.2 to 3.7 above to them.

Under the circumstances described under section 3.4 above, other Holders can access your Personal Data contained in the Directory of Holders (e.g. name and number of Notes held by you).

Finally, we may be obliged to forward your Personal Data to other recipients, such as authorities for the fulfilment of legal disclosure requirements (e.g. to tax authorities or law enforcement).

## **5. FOR HOW LONG DO WE RETAIN YOUR DATA?**

We delete or anonymize your Personal Data as soon as it is no longer required for the abovementioned purposes, and insofar as no legal obligations apply which oblige us to continue to retain your Personal Data for record-keeping or evidentiary purposes (e.g. according to SchVG or other legal provisions).

In case the quorum is already reached in the Vote without Meeting, the Personal Data recorded in the Directory of Holders and Personal Data that we have recorded in connection with questions, counter-motions or Request for Additional Resolution Items made by Holders during the Vote without Meeting, will be retained (i) at least for the duration of the one-month period during which actions for rescission (*Anfechtungsklagen*) against the resolution passed in the Vote without Meeting may be filed (including a further period of four weeks to take account of court terms) (ii) in the event of actions for rescission (*Anfechtungsklagen*) against the resolution passed in the Vote without Meeting, for at least the duration of this lawsuit.

In the event that no quorum is reached in the Vote without Meeting, we will keep the Personal Data recorded in the Directory of Holders and Personal Data that we have recorded in connection with questions, counter-motions or Request for Additional Resolution Items made by Holders during the Vote without Meeting, at least until the end of the noteholders' meeting to be convened at a later date within the meaning of Section 18 para. 4 sentence 2 SchVG, in particular for at least the duration of the one-month period during which actions for rescission may be brought against the resolution passed at the noteholders' meeting (including a further period of four weeks to take account of court terms), and (ii) in the case of an action for rescission against the resolution of the noteholders' meeting at least for the duration of this lawsuit.

If no effective resolution is passed either in the Vote without Meeting or in the subsequent noteholders' meeting, we will delete or anonymize your Personal Data in the follow-up to the noteholders' meeting, insofar as these relate to questions, counter-motions or Request for Additional Resolution Items made by you during the Vote without Meeting. In this case, we will store the Personal Data recorded in the Directory of Holders for at least one month from the announcement of the result of the Holders' meeting.

We will retain the Minutes of the Vote and annexes created by the Notary for at least one year after the end of the voting period. Together with the Minutes of the Vote, we will also retain the names and addresses of those Holders that took part in the Vote without Meeting for at least one year after the end of the voting period.

Furthermore, we will retain Personal Data if this is necessary in connection with claims asserted against or by us or to protect our above-mentioned legitimate interests. If a Holder appoints a representative for the Vote without Meeting, the power of attorney is retained for three years (Section 14 para. 2 sentence 2 SchVG).

If you have specific questions about the storage period of your Personal Data, please use the contact details listed under section 1 above.

## **6. HOW DO WE PROTECT YOUR PERSONAL DATA?**

We maintain appropriate technical and organizational security measures to protect your Personal Data from any unintentional, unlawful or unauthorized destruction, loss, alteration, disclosure or use.

## **7. WHICH RIGHTS DO YOU HAVE ACCORDING TO THE DATA PROTECTION LAWS?**

With regard to the processing of Personal Data, you have the following rights:

- to ask the Issuer for information on your Personal Data in accordance with Article 15 GDPR;
- to require the Issuer to correct your Personal Data in accordance with Article 16 GDPR;
- to request the Issuer to delete your Personal Data in accordance with Article 17 GDPR;
- to require the Issuer to restrict the processing of your Personal Data in accordance with Article 18 GDPR;
- to require the Issuer to transfer certain Personal Data to you or a third party you have designated pursuant to Article 20 GDPR (right to data portability).

You can assert these rights against the Issuer free of charge via the contact details mentioned in section 1.

Please note that in individual cases statutory exceptions (e.g. the Issuer's continued obligation to keep records) may prevent you from exercising your rights.

## **8. DO YOU WISH TO COMPLAIN ABOUT THE HANDLING OF YOUR PERSONAL DATA?**

To lodge a complaint regarding the processing of your Personal Data, you can use the contact details mentioned in the beginning under section 1 to solve the issue directly with us. Pursuant to Article 77 no. 1 GDPR, the Holders also have the right to lodge a complaint with a supervisory authority, in particular in the Member State of his

or her habitual residence, place of work or place of the alleged infringement if the data subject considers that the processing of personal data relating to him or her infringes the GDPR.

Please find the competent supervisory authorities at the following link: [https://edpb.europa.eu/about-edpb/board/members\\_en](https://edpb.europa.eu/about-edpb/board/members_en)

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Status of the information in this document: 21 June 2021

In case of relevant changes, we will update this information and provide access to it on the Issuer's website (<https://www.4finance.com/investors-and-media/bonds/>). Additionally, we will verify on a case-by-case basis, if an obligation exists for another notification in case of a change of this information, and will, where appropriate, fulfil this duty to notify.

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