

Victoria House SA
(*société anonyme*)
1c, rue Gabriel Lippmann
L-5365 Munsbach
Grand Duchy of Luxembourg
R.C.S. Luxembourg B217569

(the “**Issuer**”)

EXTRACT OF THE MINUTES OF THE MEETING

held on 4 November 2021

(the “**Adjourned Meeting**”)

relating to the

**Series 1 EUR 18,500,000 bonds with a maturity on 19 October 2022
composed of EUR 9,000,000 bonds, consolidated and
forming a single series with EUR 9,500,000 bonds
issued under a EUR 35,000,000 bond programme**

International Securities Identification Number (ISIN): XS1707681752

Common Code: 170768175

(the “**Bonds**”)

In accordance with article 1(1) of the Luxembourg law of 23 September 2020 introducing measures concerning meetings in companies and other legal entities, as amended, the Adjourned Meeting was held with the holder of the Bonds (the “**Holder**”) being represented at the meeting by Mr. Franck Cera (the “**Proxyholder**”).

The following persons participated to the meeting:

- the Holders listed under the attendance list for the Meeting attached hereto (the “**Attendance List**”), represented by the Proxyholder;
- Mr. Manuel Fernandez, lawyers on behalf of GSK Stockmann SA; and
- Mrs. Hawa Mahamoud, lawyers on behalf of GSK Stockmann SA.

The Meeting opened at **2:00 P.M. CET**. The Holder resolved to appoint Mr Manuel Fernandez as chairman (the “**Chairman**”) and Mrs. Hawa Mahamoud as secretary (the “**Secretary**”) and scrutineer (the “**Scrutineer**”) of the Adjourned Meeting.

[...]

1. Opening of the Meeting and formalities

[...]

The Chairman reported that, in accordance with condition 11.3 of the Terms and Conditions, at any adjourned meeting “*Holder or Holders or proxies for Holders present, regardless of the number of Bonds held or represented by them, will constitute a quorum for all purposes*”. Hence, this Adjourned Meeting could validly deliberate on the items on the Agenda.

[...]

2. Approval of the Uniform Resolution Proposal

[...]

The Holder resolved to approve the Uniform Resolution Proposal and authorise the Amendments of the Final Terms as follows:

- Section 1 (*GENERAL INFORMATION*) of the Final Terms, the definition of Maturity Date shall be amended and restated as follows:

“Maturity Date: 19 October 2027.”

- Section 2 (*INTEREST AND REDEMPTION BASIS*) of the Final Terms, the definition of Interest Rate shall be amended and restated as follows:

“(a) Interest Rate: 4.50 per cent. per annum payable in arrears on each Interest Payment Date on the Outstanding Amount.”

[...]

3. Miscellaneous

[...]

This extract of the Minutes and the amended Final Terms will be published on the website of the Issuer (<https://victoria-house.eu/investor-relations/>) and on the website of the Luxembourg Stock Exchange (www.bourse.lu).

[...].