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Viaplay Group publishes notices of bondholders' meeting under its outstanding medium term notes issued under its MTN programme

Viaplay Group AB (publ) ("Viaplay Group" or the "Company") announces that the Company today has published notices of bondholders' meeting under its outstanding medium term notes maturing in 2024 (ISIN: SE0011426220), 2025 (ISIN: SE0012676138) and 2026 (ISIN: SE0013104957) (the "Bonds") issued under the Company's MTN programme.

Reference is made to the press release published by Viaplay Group on 1 December 2023 pursuant to which Viaplay Group announced the comprehensive recapitalisation to address its near-term financial commitments and provide for the future development of the group. As part of the announced recapitalisation, Viaplay Group has agreed with certain larger holders of Bonds on certain amendments to the terms and conditions for the Bonds and certain related transactions, as further described below (the "Proposal").

The implementation and effectiveness of certain parts of the Proposal are subject to the Conditions (as defined below) and Viaplay Group announces that it today has published notices of bondholders' meeting (the "Notices") under the Bonds (the "Bondholders' Meetings") and has instructed Swedbank AB (publ) and Danske Bank A/S, Danmark, Sverige Filial as administrative agents under the Bonds (as applicable) to send the Notices including voting instructions to the direct registered owners and registered authorised nominees of the Bonds in the Company's debt ledger held with Euroclear Sweden as per 5 December 2023. The Bondholders' Meetings will be held at Gernandt & Danielsson, Hamngatan 2, 111 47 Stockholm, at 13:00 (CET) on 8 January 2024. Registration for the Bondholders' Meetings will start at 12:45 (CET). The voting record date is 13 December 2023 and the last day for voting by means of votes in writing in advance is 5 January 2024.

Viaplay Group has received undertakings to vote in favour of the Proposal on the Bondholders' Meetings by holders representing 61.4 per cent. of the total outstanding nominal amount under the Bonds.

The Proposal is summarised below. All capitalised terms used herein and not otherwise defined shall have the meanings assigned to them in the Notices. For more information regarding the Bondholders' Meetings and a more detailed description of the Proposal,

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please see the Notices on the Company's website
(www.viaplaygroup.com/investors/funding).

As part of the Proposal, it is requested that the Bondholders (Sw. *Fordringshavare*) shall approve certain amendments to the Terms and Conditions (Sw. *Lånevillkoren*) (the "Amendments") as summarised below:

- the Maturity Date (Sw. *Återbetalningsdag*) of the Bonds shall be extended until 31 December 2028;
- the redemption amount to which the Bonds shall be repaid on the Maturity Date shall be increased to 107.5 per cent. of the Nominal Amount;
- the Interest Margin (Sw. *Räntebasmarginalen*) of each of the Bonds shall be increased to 3.75 per cent. from but excluding the Effective Date (Sw. *Ikraftträdandedagen*);
- Intertrust (Sweden) AB is appointed to act as agent for and on behalf of the Bondholders;
- a Security Agent (Sw. *Säkerhetsagent*) is appointed for and on behalf of the Bondholders in accordance with the Intercreditor Agreement (Sw. *Borgenärsavtalet*);
- certain Security (Sw. *Säkerheter*) will be provided in favour of the Bondholder to be shared with other creditors subject to the terms of the Intercreditor Agreement;
- the Terms and Conditions and Security Documents (Sw. *Säkerhetsdokumenten*) shall be subject to the Intercreditor Agreement; and
- an option for decision making among the Bondholders under the Terms and Conditions by way of written procedure shall be included.

The Company requests that the Bondholders approve that the total nominal amount of the outstanding Bonds shall be decreased by in total SEK 687,375,000 by way of a mandatory cancellation on a *pro rata* basis amongst all holders of Bonds (the "Write-Down"). Accrued but unpaid interest on the write-down amount shall be written down to zero.

The Company also requests that the Bondholders approve that in total SEK 229,125,000 of the total nominal amount of the outstanding Bonds shall be paid *pro rata* by way of set-off against newly issued class B shares in the Company (the "New Shares" and the "Debt-to-Equity Swap"). The subscription price for the New Shares will be SEK 1. Accrued but unpaid interest on the nominal amount used for set-off against New Shares will be paid in cash as soon as possible after the Debt-to-Equity Swap.

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Further, the Company requests that the Bondholders appoint the Bondholder Committee (Sw. *Obligationskommittén*) and the Agent to represent the Bondholders in, and negotiate and finally approve, the Finance Documents (Sw. *Finansieringsdokumenten*) and any matter relating to the Proposal, and that the Agent, acting on the Bondholder Committee's instructions, may enter into and execute the Finance Documents and the documents and transactions contemplated by the Proposal, provided that the documents are consistent with the main principles for the Proposal.

Certain parts of the Proposal will directly come into effect if the Bondholders approve the Proposal on the Bondholders' Meetings and certain parts of the Proposal will directly come into effect upon the Meeting Administrator (Sw. *Mötesadministratören*) confirming to the administrative agents that it has received the documentation and evidences listed in each of the Notices (the "Conditions").

For more detailed information regarding the Proposal, the Amendments, the Write-Down, the Debt-to-Equity Swap and the Conditions, please refer to the Notices on the Company's website (www.viaplaygroup.com/investors/funding).

If the Proposal is approved on the Bondholders' Meetings and the Effective Date occurs, an early bird fee amounting to 1.00 per cent. of the nominal amount of the outstanding Bonds will be paid to the holders of Bonds who voted in writing in advance no later than at 15:00 (CET) on 20 December 2023, subject to the terms in the Notice. The early bird fee will be paid without delay after the Effective Date.

The outcome of the Bondholders' Meetings will be announced by way of press release after the conclusion of the Bondholders' Meetings.

For questions regarding the Proposal, please contact Carnegie Investment Bank AB (publ) at dcmsyndicate@carnegie.se or +46 8 588 688 00.

For questions to the Meeting Administrator regarding the administration of the Notices and the Bondholders' Meetings, please contact Intertrust (Sweden) AB at trustee@intertrustgroup.com or + 46 70 68 819 10.

NOTES TO EDITORS

Viaplay Group AB (publ) is the international entertainment provider. Our Viaplay streaming service is available direct-to-consumer in every Nordic and Baltic country, Poland, the Netherlands, the UK, the US and Canada. Every day, millions of customers

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