



Società di Progetto
Brebemi SpA

NOTICE TO THE HOLDERS OF

Società di Progetto Brebemi S.p.A.

€15,000,000 Class A1 Senior Secured Amortizing Floating Rate Notes due 2038

(ISIN: 144A: XS2059870373 / Regulation S: XS2059868989)

(the **Class A1 Notes**)

€934,000,000 Class A2 Senior Secured Amortizing 3.375 per cent. Fixed Rate Notes due 2038

(ISIN: 144A: XS2059870969 / Regulation S: XS2059870886)

(the **Class A2 Notes**)

€1,205,000,000 Class A3 Senior Secured Zero Coupon Notes due 2042

(ISIN: IT0005388019)

(the **Class A3 Notes**)

€172,000,000 Subordinated Secured Extendable Floating Rate Notes due 2029

(ISIN: IT0005388068)

(the **Junior Notes** and, together with the Class A1 Notes, the Class A2 Notes and the Class A3 Notes, the **Notes**)

March 17, 2020 – Società di Progetto Brebemi S.p.A, the issuer of the Notes (the **Issuer**), which are listed on the Global Exchange Market of Euronext Dublin (**GEM**), hereby informs the holders of the Notes, that the note trust deed dated 22 October 2019 (the **Original Note Trust Deed**) and made between, amongst others, the Issuer and Citicorp Trustee Company Limited (the **Note Trustee**), has been amended by means of a supplemental trust deed dated March 17, 2020 (the **First Supplemental Note Trust Deed**) to reflect an amendment relating to the Class A1 Notes only.

In particular, pursuant to Condition 12.4(b) and paragraph 4.8 of Schedule 3 to the Note Trust Deed, on March 17, 2020 the holders of the Class A1 Notes, by means of a Note Trust Deed Extraordinary Resolution (as defined in Schedule 2 to the Original Note Trust Deed), resolved to, *inter alia*, assent to and to authorise, direct, request and empower the Note Trustee to agree to, the amendment (required to correct a manifest error) of the terms and conditions relating to the Class A1 Notes as set out in Schedule 2 to the Original Note Trust Deed.

This discrete amendment consists of the replacement of the incorrect table in Condition 6.1 (*Scheduled Redemption of the Amortizing Notes*), setting out the amortization amounts and schedule applicable to the Class A1 Notes, with the correct table contained in Clause 2 (*Modifications*) of the First Supplemental Note Trust Deed.



Soggetta alla direzione e coordinamento di Autostrade Lombarde SpA
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Cod. Fisc e P.IVA 02508160989





Società di Progetto Brebemi SpA

Therefore, effective as of the signing date of the Original Note Trust Deed, the first table appearing in Condition 6.1 shall be deleted in its entirety and replaced with the following table:

Interest Payment Date	Aggregate principal repayment (in Euro)	Principal Amount Outstanding (in Euro)
31/12/2019	0	15,000,000
30/06/2020	56,803	14,943,197
31/12/2020	70,542	14,872,656
30/06/2021	75,929	14,796,727
31/12/2021	86,640	14,710,087
30/06/2022	97,819	14,612,268
31/12/2022	113,264	14,499,003
30/06/2023	124,677	14,374,327
31/12/2023	140,551	14,233,776
30/06/2024	160,378	14,073,397
31/12/2024	176,796	13,896,601
30/06/2025	195,392	13,701,209
31/12/2025	215,291	13,485,918
30/06/2026	230,040	13,255,878
31/12/2026	248,954	13,006,924
30/06/2027	265,034	12,741,890
31/12/2027	285,791	12,456,100
30/06/2028	300,719	12,155,380
31/12/2028	323,121	11,832,260
30/06/2029	336,848	11,495,412
31/12/2029	363,248	11,132,164
30/06/2030	319,653	10,812,511
31/12/2030	338,181	10,474,330
30/06/2031	344,179	10,130,152
31/12/2031	362,686	9,767,466
30/06/2032	374,510	9,392,956
31/12/2032	389,741	9,003,215
30/06/2033	399,214	8,604,001
31/12/2033	418,015	8,185,986
30/06/2034	731,747	7,454,238
31/12/2034	766,668	6,687,570
30/06/2035	784,574	5,902,996
31/12/2035	820,558	5,082,438
30/06/2036	851,594	4,230,844
31/12/2036	877,793	3,353,050
30/06/2037	693,418	2,659,632
31/12/2037	865,590	1,794,042
30/06/2038	752,541	1,041,502
31/12/2038	1,041,502	0



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The notice is also available at:

<http://www.brebemi.it/site/> and <https://www.euronext.com/en/markets/dublin>

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