

(Illustrative Example) Accession letter

To: Steinhoff Europe AG

From: **International Bank Plc** (the “Acceding Creditor”)

Dated: 8 June 2018

Dear Sir/Madam,

Steinhoff Europe AG Support Letter dated 6 June 2018 (the “Support Letter”)

- 1** We refer to the Support Letter. This is an Accession Letter. Terms defined in the Support Letter have the same meaning in this Accession Letter unless given a different meaning in this Accession Letter.
- 2** Each Acceding Creditor to a Financial Instrument(s) agrees to become bound by the terms and conditions of the Support Letter for the duration of the Support Period as a “Relevant Lender”, pursuant to paragraph 4.4 of the Support Letter.
- 3** The name and status of the Acceding Creditor; the description of the relevant Financial Instrument(s) it holds and the Acceding Creditor’s Nominal Claim under such Financial Instrument(s) and its Maximum Subordinated Claim are as follows:

Name of institution/entity	Financial Instrument (including details of facilities under such instrument)	Nominal principal amount held (EUR)	Maximum Subordinated Claim (based on paragraph 4.5(a)(i)) (EUR)
International Bank Plc	Stripes Acquisition Facility – Term Loan	B1: € 8,573,000 ¹ (US\$ 10,000,000) B2: € 4,286,500 (US\$ 5,000,000)	€ 1,890,245 ²
International Bank Plc	€2.9bn RCF	€ 40,002,000 (€ 20,000,000 £ 10,000,000 and US\$ 10,000,000)	
International Bank Plc	SSD	€10,000,000	

¹ The Nominal principal amount held must be converted to Euro where the facility is denominated in another currency. Conversion must be carried out using the exchange rate provided on the [Bank of England's website](#) for 1 June 2018 in accordance with the definitions of “Nominal Claim” and “Applicable FX Rate” in Schedule 1 of the Support Letter. The conversion rate for Sterling to Euro is 1.1429, and the conversion rate for USD to Euro is 0.8573.

² The Maximum Subordinated Claim should be calculated as 3.007% of the total of the nominal principal amounts held in Euro, and should be given as a single figure based on such percentage of the nominal principal amount of the Relevant Lender that will be subordinated on the terms of the support letter.

4 The Acceding Creditor's notice details are as follows:

Address: **1-8 Main Street, London, E12 3AB**

Fax No: **+44 1234 123 1234**

Attention: **John Smith**

5 This Accession Letter and any non-contractual obligations arising out of or in connection with it are governed by Austrian law.

6 By their signature below, each of the Company and the Acceding Creditor confirm their respective acceptance of the terms of this Accession Letter.

Signed by

International Bank Plc
(the Acceding Creditor)

acting by...**John Smith**...
[name]

...*John Smith*.....
[Signature]

.....**Vice President**.....
[position]

Signed by **Steinhoff Europe AG**

acting by
[name]

.....
[Signature]

.....
[position]