



FS Luxembourg S.à r.l.

Private limited liability company (*société à responsabilité limitée*)

Registered with the Luxembourg *Registre de Commerce et des Sociétés* under number B247075
9, rue de Bitbourg, L-1273, Luxembourg

MATERIAL FACT

FS Luxembourg S.à r.l. ("FS Lux"), pursuant to rule 323 of the Listing Manual of the Singapore Exchange Securities Trading Limited, hereby informs its bondholders that, on September 28, 2021, it priced a re-tap offering of US\$80,000,000 in aggregate principal amount of its 10.00% Senior Secured Notes due 2025 (the "New Notes"), issued in accordance with Rule 144A and Regulation S under the U.S. Securities Act of 1933, as amended (the "Securities Act"), expected to close on October 5, 2021 (the "Offering"). The New Notes were offered as a further issuance of FS Lux 10.00% senior secured notes due 2025, and will be consolidated with, and form a single series with, the US\$550,000,000 aggregate principal amount of notes that were originally issued on December 15, 2020, and with the US\$50,000,000 aggregate principal amount of notes issued on January 21, 2021, raising the outstanding total on the tranche to US\$680,000,000.

The Offering has not been and will not be registered under the Securities Act, or any other U.S. federal and state securities laws, and the New Notes may not be offered, sold, pledged or otherwise transferred in the United States or to U.S. investors, unless they are registered, or exempt from, or not subject to, registration under the Securities Act. The New Notes were offered and sold only to qualified institutional buyers in accordance with Rule 144A under the Securities Act that are also qualified purchasers (as defined in Section 2(a)(51) of the Investment Company Act of 1940, as amended, and to non-U.S. persons in accordance with Regulation S under the Securities Act.

This material fact notice is disclosed for informative purpose only and shall not, in any circumstances, be construed as an investment recommendation. This material fact notice is not used for the purpose of conditioning the market in the United States and does not constitute an offer to sell or the solicitation of an offer to buy securities of FS Lux, including the New Notes, and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.

Certain information contained in this material fact notice constitutes "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the U.S. Securities Exchange Act of 1934, which may be identified by the use of forward-looking terminology such as "may," "will," "should," "except," "anticipate," "project," "estimate," "intend," "continue," or "believe" or the negatives thereof or other variations thereon or comparable terminology or other forms of projections. Due to various risks and uncertainties, actual events or results may differ materially from that reflected or contemplated in such forward-looking statements or projections.

September 28, 2021.

FS Luxembourg S.à r.l.

Alysson Mafra

Manager