

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own financial, legal or other advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser.

This notice is being provided in accordance with Regulation (EU) No 596/2014 of 16 April 2014 on Market Abuse. This announcement contains information that prior to its disclosure may have constituted inside information under Regulation (EU) No 596/2014 of 16 April 2014 on Market Abuse.

### **PHEDINA HYPOTHEKEN 2010 B.V.**

upon issue: EUR 4,600,000,000 Senior Class A Mortgage-Backed Notes 2010 due 2048  
upon the first increase: EUR 9,416,384,000 Senior Class A Mortgage-Backed Notes 2010 due 2048  
upon the second increase: EUR 10,849,744,000 Senior Class A Mortgage-Backed Notes 2010 due 2048  
upon the third increase: EUR 11,517,848,000 Senior Class A Mortgage-Backed Notes 2010 due 2048  
(the **Senior Class A Notes**)

upon issue: EUR 400,000,000 Junior Class B Mortgage-Backed Notes 2010 due 2048  
upon the first increase: EUR 486,512,000 Junior Class B Mortgage-Backed Notes 2010 due 2048  
upon the second increase: EUR 578,008,000 Junior Class B Mortgage-Backed Notes 2010 due 2048  
upon the third increase: EUR 620,656,000 Junior Class B Mortgage-Backed Notes 2010 due 2048  
(the **Junior Class B Notes**)

upon issue: EUR 175,000,000 Subordinated Class C Notes 2010 due 2048  
upon first increase: EUR 356,524,000 Subordinated Class C Notes 2010 due 2048  
upon the second increase: EUR 396,172,000 Subordinated Class C Notes 2010 due 2048  
upon the third increase: EUR 414,652,000 Subordinated Class C Notes 2010 due 2048  
(the **Subordinated Class C Notes** and together with the Senior Class A Notes and de Junior Class B Notes, the **Notes**)

### **AMENDMENT EFFECTIVE AS FROM 27 September 2018**

Amsterdam, The Netherlands – Further to the announcements made on 29 August and on 14 September 2018, Phedina Hypotheken 2010 B.V. (the **Issuer**) today announces that all holders of record at 17.30 p.m., Amsterdam time, on 24 September 2018 of the Senior Class A Notes, the Junior Class B Notes and the Subordinated Class C Notes have consented to (i) the increase of the respective denomination of each Senior Class A Note, each Junior Class B Note and each Subordinated Class C Note to an amount equal to, respectively, EUR 125,194 in respect of each Senior Class A Note (instead of EUR 117,932), EUR 77,582 in respect of each Junior Class B Note (instead of EUR 72,251) and

EUR 118,472 in respect of each Subordinated Class C Note (instead of EUR 113,192) (the **Third Increase**), (ii) that the Issuer uses part of the net proceeds resulting from such increase to purchase additional Mortgage Receivables (as defined in the approved prospectus dated 19 October 2010 relating to the Phedina Hypotheken 2010 B.V. securitisation transaction, the **Prospectus**) from BNP Paribas Personal Finance B.V. and HQ Hypotheken 71 B.V. on 27 September 2018 (the **Additional Purchase**), (iii) to amend and restate the following transaction documents:

- i. master definitions agreement;
- ii. mortgage receivables purchase agreement;
- iii. trust deed;
- iv. mortgage receivables pledge agreement;
- v. servicing agreement;
- vi. issuer administration agreement;
- vii. insurance savings sub-participation agreement with BNP Paribas Personal Finance B.V.;
- viii. insurance savings sub-participation agreement with SRLEV N.V.;
- ix. issuer rights pledge agreement; and
- x. security beneficiaries agreement,

by means of an amendment and restatement agreement VI to be entered into by and between, *inter alios*, the Issuer and Stichting Security Trustee Phedina Hypotheken 2010 (the **Security Trustee**) on or about 24 September 2018 to reflect the Third Increase and the Additional Purchase, (iv) to amend and restate the following transaction documents:

- i. ISDA master agreement;
- ii. the schedule to the ISDA master agreement; and
- iii. the credit support annex,

by means of an amendment and restatement agreement vii to be entered into by and between, *inter alios*, the Issuer and the Security Trustee on or about 24 September 2018 to reflect changes in the new methodology and assumptions applied by Fitch Ratings Ltd and Moody's Investors Service Limited and (v) to enter into other additional transaction documents which are ancillary, necessary, required or useful in connection with the Third Increase and the Additional Purchase.

Subject to the cooperation of Euroclear and Clearstream Luxembourg, the Notes will be traded in the revised denominations on Euronext Amsterdam as per 27 September 2018.

Questions regarding this notice may be directed to Intertrust Management B.V., the managing director of the Issuer, at + 31 (0)20 521 4777 or securitisation@intertrustgroup.com.