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| **AMENDMENT NO. 2 TO THE FACILITY AGREEMENT**  Ref. No.: 24727873  dated October 7, 2019  executed between  **Arcona Capital Central European Properties, a.s.**  as Borrower  and  **Raiffeisenbank a.s.**  as Bank |
| [●] 2021 |

This Amendment No. 2 (the “**Amendment**”) to the Facility Agreement Ref. No.: 24727873 dated October 7, 2019 as amended by Amendment No. 1 dated October 30, 2019 (as amended from time to time the “**Facility** **Agreement**”) is entered into between:

1. **Arcona Capital Central European Properties, a.s.**, with its registered office at Politických vězňů 912/10, Nové Město, 110 00 Prague 1, ID No.: 24727873, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, Insert No. 16436 (the “**Borrower**”);

and

1. **Raiffeisenbank a.s.**, with its registered office at Hvězdova 1716/2b, 140 78 Prague 4, ID No.: 49240901, registered in the Commercial Register maintained by the Municipal Court in Prague, Section B, Insert No. 2051 (the “**Bank**”)

(the Borrower and the Bank also together referred to as “**Parties**” and each individually as a “**Party**”).

**WHEREAS:**

1. On 7 October 2019 the Borrower and the Bank concluded the Facility Agreement, as amended by Amendment No. 1 dated October 30, 2019, under which the Bank as a lender provided a long-term non-revolving facility in the aggregate amount of CZK 660,000,000 (six hundred and sixty million Czech Crowns) to the Borrower as a borrower pursuant to the terms and conditions of the Facility Agreement;
2. The Bank gave its consent to the Borrower with acquisition of (i) 953 pieces of name registered ordinary shares No. C0001 to C0953 issued by the Borrower in nominal value of CZK 1,000 per each share in form of a global certificate No. H004 and 487 pieces of name registered ordinary shares No. C7759 to C8245 issued by the Borrower in nominal value of CZK 1,000 per each share in form of a global certificate No. H009 from Shareholder 4; (ii) 3 pieces of name registered ordinary shares No. A528 to A530 issued by the Borrower in nominal value of CZK 25,000 per share from Shareholder 7; (iii) 3 pieces of name registered ordinary shares No. A531 to A533 issued by the Borrower in nominal value of CZK 25,000 per share from Shareholder 8 and (iv) 3 pieces of name registered ordinary shares No. A537 to A539 issued by the Borrower in nominal value of CZK 25,000 per share from Shareholder 10. The Borrower intends to acquire the shares referred in the preceding sentence for the purposes of decrease in the registered capital of the Borrower in the amount corresponding to the nominal value of those shares;
3. The Borrower and the Bank further wish to amend conditions of the Facility Agreement relating to the acquisition of shares specified under letter B) and anticipated decrease in the registered capital of the Borrower;

**THE PARTIES HAVE AGREED AS FOLLOWS**:

# RESTATEMENT TO THE FACILITY AGREEMENT

* 1. With effect from the day of execution of this Amendment the Facility Agreement is restated so that it shall be read and construed for all purposes as set out in Annex 1 to this Amendment.
  2. The Annexes to the Facility Agreement are not affected by this Amendment and shall remain in force in their original wording before this Amendment was concluded.

# FINAL PROVISIONS

* 1. Unless provided otherwise, the definitions used in this Amendment shall have the same meaning as determined by the Facility Agreement.
  2. This Amendment is a Finance Document.
  3. This Amendment and the rights and obligations arising hereunder and all non-contractual obligations connected herewith shall be governed by the laws of the Czech Republic.
  4. This Amendment is executed in two counterparts. Each Party shall each receive one counterpart of this Amendment.
  5. This Amendment becomes valid and effective upon its execution by all Parties.

EXECUTION PAGE FOLLOWS AT THE END OF THE AMENDMENT.

**ANNEX 1 RESTATEMENT OF THE FACILITY AGREEMENT**

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| In Prague on [●] | |
| **Raiffeisenbank a.s.** | |
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| **Name: [●]**  Position: [●] | **Name: [●]**  Position: [●] |

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| In Prague on [●] |
| **Arcona Capital Central European Properties, a.s.** |
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| **Name: [●]**  Position: [●] |  |