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**FOOD DELIVERY BRANDS, S.A.**

(as successor entity of Foodco Bondco, S.A.U.)

a public limited liability company (*sociedad anónima*) incorporated under the laws of Spain and having its registered address at Isla Graciosa, 7 Parque Empresarial La Marina, San Sebastián de los Reyes, Madrid, Spain

**NOTICE TO HOLDERS**

of the

**€335,000,000 6¼% Senior Secured Notes due 2026**  
(the Notes)

**Rule 144A ISIN/Common Code: XS1990734359 / 199073435**

**Regulation S ISIN/Common Code: XS1990733898 / 199073389**

Pursuant to the restructuring plan of the Telepizza group dated 14 July 2023, which was homologated by Commercial Court No. 5 of Madrid, Spain (*Juzgado de lo Mercantil No 05 de Madrid*) through an order dated 28 September 2023, and by virtue of a public deed (*escritura pública*) dated 6 November 2023 before the Notary of Madrid, Mr. José Miguel García Lombardía, under number 6,726 of his protocol, which was registered with the Commercial Registry of Madrid on 27 November 2023, Food Delivery Brands, S.A. (**FDB**) merged with Foodco Bondco, S.A.U. (**Foodco Bondco**) (the **Merger**). The Merger has taken effect under, and in accordance with the requirements of, the applicable Spanish companies laws (including, without limitation, Spanish Law 3/2009, of 3 April<sup>1</sup>) and the accounting impact of the Merger is effective as of 1 January 2023.

Under the applicable Spanish companies laws, upon the effectiveness of the Merger, FDB has assumed all of the assets and liabilities of Foodco Bondco by universal succession and, in particular, FDB has assumed all the rights and obligations of Foodco Bondco under the Notes. Therefore, all references in the terms and conditions of the Notes to the “Issuer” should be deemed to be made to FDB.

FDB is an entity incorporated and tax resident in Spain. The registered office of FDB is Isla Graciosa, 7 Parque Empresarial La Marina, San Sebastián de los Reyes, Madrid, Spain and its LEI is 959800920CSSP8XS1H47.

Dated 15 December 2023

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<sup>1</sup> Although, at the time of the Merger, the Spanish Royal Decree-law 5/2023, of 28 June, repealing Law 3/2009, was enacted, such Royal Decree-law included a transitional period for merger projects approved before the entry into force of such Royal Decree-law (i.e., 29 July 2023), to which Law 3/2009 would still be applicable.