

*Denna information till obligationsägarna är endast utformad på engelska.*

**To the bondholders in:**

**ISIN: SE0010547422 – Future Gaming Group International AB’s maximum SEK 200,000,000 Senior Secured Fixed Rate Bonds**

Stockholm, 6 September 2019

**Notice of Trustee’s approval of waiver request from the Issuer**

Nordic Trustee & Agency AB (publ) is the appointed agent (the “**Trustee**”) under the terms and conditions for the abovementioned bond issue, originally dated 5 December 2017 and amended by the amendment and restatement agreement dated 29 March 2018 (the “**Terms and Conditions**” or the “**Bond**”). Terms defined in the Terms and Conditions shall have the same meaning when used in this notice, unless otherwise defined herein.

This notice is distributed to the Bondholders in accordance with Clause 19(c) of the Terms and Conditions.

In our capacity as Agent, we have agreed to approve a request by the Issuer (the “**Waiver Request**”) to release an amount of EUR 144,000 (the “**Settlement Amount**”) from the Proceeds Account to be used as an earn-out payment for the Issuer’s purchase of OÜ ViisTek Media, registry code 12212380 (“**Viistek**”) from Roy Arad, personal identification code 040427692, and LoviiseVenture OÜ, registry code 12563926, (jointly, the “**Sellers**”) pursuant to a draft settlement agreement to be entered into by and between the Issuer, Viistek and the Sellers (the “**Settlement Agreement**”).

Pursuant to the Terms and Conditions, an amount of SEK 30,000,000 “*Earn-Out Amount*”, or part thereof, on the Proceeds Account could be used for earn-out payments to the relevant seller in accordance with the relevant Acquisition Agreement<sup>1</sup>. If the Earn-out Amount had not been utilised in full on or before the date falling eighteen (18) months after the First Issue Date (*i.e.* 8 June 2019), the Remaining Funds were to be used to make a partial prepayment.

As the payment of the Settlement Amount is intended to be made after 8 June 2019, the Agent has waived Clause 4.2 “*Conditions Precedent for Disbursement of the Earn-out Amount*” by approving the Waiver Request (the “**Waiver**”).

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<sup>1</sup> The acquisition agreement relating to the acquisition of Viistek is defined as an “Acquisition Agreement” under the Terms and Conditions.

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The Trustee has considered that the provided Waiver is not detrimental to the interests of the Bondholders. Furthermore, it may be noted that certain major bondholders (representing approximately 62 per cent of the total nominal amount of the Bonds) (the “**Bondholder Committee**”) have approved the release and payment of the Settlement Amount.

The approval of the Waiver Request, as well as the Bondholder Committee’s approval of the release and payment of the Settlement Amount, is *inter alia* conditional upon that a final settlement agreement has been entered into by and between the Issuer, the Sellers and ViisTek prior to the payment of the Settlement Amount.

The Waiver is effective as from 4 September 2019 and will lapse immediately if (i) the Settlement Agreement has not been entered into by 13 September 2019 or (ii) the Trustee receives contrary instructions from the bondholders.

Yours sincerely,

**Nordic Trustee & Agency AB (publ)**