

Notice of Scheme Meetings

IN THE HIGH COURT OF JUSTICE
BUSINESS AND PROPERTY COURTS
OF ENGLAND AND WALES
COMPANIES COURT (ChD)

No. CR-2018-003713

THE HONOURABLE MR JUSTICE
HILDYARD

IN THE MATTER OF LEHMAN BROTHERS INTERNATIONAL (EUROPE)
(IN ADMINISTRATION)

- and -

IN THE MATTER OF THE COMPANIES ACT 2006

NOTICE IS HEREBY GIVEN that by an Order dated 11 May 2018 made in the above matter, the Court has directed that four meetings (the “**Scheme Meetings**”) of Scheme Creditors (as defined in the Scheme of Arrangement hereinafter mentioned) of Lehman Brothers International (Europe) (in administration) (the “**Company**”) be convened for the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement pursuant to Part 26 of the Companies Act (the “**Scheme of Arrangement**”) proposed to be made between the Company and the Scheme Creditors. The Scheme Meetings will be meetings of those classes of Scheme Creditors set out below.

A copy of the Scheme of Arrangement and a copy of the explanatory statement required to be furnished pursuant to Section 897 of the Companies Act (the “**Explanatory Statement**”) are incorporated in the document of which this notice forms part. Unless otherwise stated, defined terms used in this Notice have the meaning given to them in the Explanatory Statement.

The four separate Scheme Meetings will be for Scheme Creditors holding: (i) 8% Interest Claims and Specified Interest Claims (excluding the SCG); (ii) Higher Rate Claims (excluding the SCG); (iii) 8% Interest Claims, Specified Interest Claims and Higher Rate Claims legally held by the SCG; and (iv) the Subordinated Debt.

The Scheme Meetings will be held at Linklaters LLP, One Silk Street, London EC2Y 8HQ, UK on 5 June 2018 with:

- (i) the first Scheme Meeting (in respect of Scheme Creditors with 8% Interest Claims and Specified Interest Claims, excluding the SCG) commencing at 4.00 pm (London time);
 - (ii) the second Scheme Meeting (in respect of Scheme Creditors with Higher Rate Claims, excluding the SCG) commencing immediately after the conclusion of the first Scheme Meeting;
 - (iii) the third Scheme Meeting (in respect of the SCG) commencing immediately after the conclusion of the second Scheme Meeting; and
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- (iv) the fourth Scheme Meeting (in respect of the Subordinated Creditor who holds the Subordinated Debt) commencing immediately after the conclusion of the third Scheme Meeting,

at which place and time each class of Scheme Creditors are invited to attend.

Scheme Creditors are requested to Vote on the Scheme, whether or not they intend to attend the Scheme Meetings.

Scheme Creditors who have an Admitted Claim and wish to appoint the Chairman to Vote on their behalf at the Scheme Meetings, should complete a Form of Proxy by making the appropriate selections via the Portal.

If Scheme Creditors: (i) have an Admitted Claim and wish to appoint a proxy to attend the Scheme Meetings and Vote on their behalf; or (ii) do not have an Admitted Claim and wish to appoint the Chairman or another person as their proxy to attend the Scheme Meetings and Vote on their behalf, they may do so by submitting a hard copy Form of Proxy in accordance with the instructions and notes contained therein.

Hard copy Forms of Proxy: (i) may be downloaded from the Portal if Scheme Creditors have an Admitted Claim; (ii) will be appended to Scheme Creditors' Voting Rights Letters if they have an Undetermined Provable Claim; or (iii) can otherwise be obtained from the Company on request by email to schemequeries@lbia-eu.com or by pre-paid first-class post or air mail with delivery receipt to Lehman Brothers International (Europe) (in administration), Level 23, 25 Canada Square, London E14 5LQ, marked for the attention of Rebecca Browne.

Scheme Creditors are requested to submit their Forms of Proxy in accordance with the instructions and notes contained therein as soon as possible and, in any event, so as to be received by the Company no later than 5.00 pm (London time) on 4 June 2018. Hard copy Forms of Proxy that are not so received may be handed to the Chairman at the Scheme Meetings.

Hard copy Forms of Proxy may be submitted to the Company by email to schemequeries@lbia-eu.com or by pre-paid first-class post or air mail with delivery receipt to Lehman Brothers International (Europe) (in administration), Level 23, 25 Canada Square, London E14 5LQ, marked for the attention of Rebecca Browne.

Scheme Creditors may also attend and Vote in person at the relevant Scheme Meetings. Scheme Creditors who are a company or corporation and wish to attend the Scheme Meetings in person must appoint an individual as their representative. To Vote at the Scheme Meetings, this representative must produce an appropriately certified copy of the resolution of the directors or other governing body of the company or corporation evidencing that he or she is authorised to act as the company or corporation's representative at the Scheme Meeting(s).

Scheme Creditors attending the Scheme Meetings in person (or by a representative or proxy who is not the Chairman) will be provided with a Voting Card pursuant to which they can Vote and make Elections (where applicable) at the Scheme Meetings.

Entitlement to attend and Vote at a Scheme Meeting and any adjournment thereof and the number of Votes which may be cast thereat shall be determined in accordance with the procedures set out in the Explanatory Statement.

By the aforementioned Order, the Court has appointed Russell Downs or, failing him, another of the Administrators, to act as Chairman of each of the Scheme Meetings and has directed the Chairman to report the results thereof to the Court.

The Scheme of Arrangement shall be subject to the subsequent sanction of the Court.

Dated 14 May 2018

LINKLATERS LLP (Matthew Harding/Richard
Hodgson/Susan Roscoe/Tony Bugg)
One Silk Street
London EC2Y 8HQ
Solicitors for the Company
