

**AIG CLO 2019-1, LLC**
**NOTICE OF INVESTMENT MANAGER CHANGE OF CONTROL**

**NOTE: THIS NOTICE CONTAINS IMPORTANT INFORMATION THAT IS OF INTEREST TO THE REGISTERED AND BENEFICIAL OWNERS OF THE SUBJECT NOTES. IF APPLICABLE, ALL DEPOSITORIES, CUSTODIANS, AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUESTED TO EXPEDITE RE-TRANSMITTAL TO THE BENEFICIAL OWNERS OF THE NOTES IN A TIMELY MANNER.**

January 25, 2023

 To the Holders of securities<sup>1</sup> described below:

<b><u>Class Designation</u></b>	<b><u>CUSIP Rule 144A</u></b>	<b><u>ISIN Rule 144A</u></b>	<b><u>CUSIP Reg. S.</u></b>	<b><u>ISIN Reg. S.</u></b>	<b><u>CUSIP AI</u></b>	<b><u>ISIN AI</u></b>
<b>CLASS X NOTES</b>	00140BAL0	US00140BAL09	U0084CAF6	USU0084CAF69	00140BAM8	US00140BAM81
<b>CLASS A-R NOTES</b>	00140BAA4	US00140BAA44	U0084CAA7	USU0084CAA72	00140BAB2	US00140BAB27
<b>CLASS B-R NOTES</b>	00140BAC0	US00140BAC00	U0084CAB5	USU0084CAB55	00140BAD8	US00140BAD82
<b>CLASS C-R NOTES</b>	00140BAE6	US00140BAE65	U0084CAC3	USU0084CAC39	00140BAF3	US00140BAF31
<b>CLASS D-R NOTES</b>	00140BAG1	US00140BAG14	U0084CAD1	USU0084CAD12	00140BAH9	US00140BAH96
<b>CLASS E-R NOTES</b>	00140BAJ5	US00140BAJ52	U0084CAE9	USU0084CAE94	00140BAK2	US00140BAK26
<b>SUBORDINATED NOTES</b>	00871QAC2	US00871QAC24	G0133EAB8	USG0133EAB86	00871QAD0	US00871QAD07
<b>CLASS I EXCHANGEABLE SECURED NOTES</b>	00140BAN6	US00140BAN64	U0084CAG4	USU0084CAG43	00140BAP1	US00140BAP13
<b>INCOME NOTES</b>	00871RAA4	US00871RAA41	G0133JAA9	USG0133JAA90	00871RAB2	US00871RAB24

To: Those Additional Addressees Listed on Schedule I hereto

Ladies and Gentlemen:

Reference is hereby made to (i) that certain Amended and Restated Indenture dated as of March 3, 2022 (as supplemented, amended or modified from time to time, the “Indenture”), between AIG CLO 2019-1, LLC, as issuer (the “Issuer”) and U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION, as trustee (in such capacity, the “Trustee”), and (ii) that certain

<sup>1</sup> No representation is made as to the correctness of the CUSIP or ISIN numbers either as printed on the Notes or Income Notes or as contained in this notice. Such numbers are included solely for the convenience of the holders.

Income Note Paying Agency Agreement, dated as of March 21, 2019 (as supplemented, amended or modified from time to time, the “Income Note Paying Agency Agreement”), among AIG CLO 2019-1 Income Note, Ltd., as income note issuer, U.S. Bank Trust Company, National Association (as successor to U.S. Bank National Association) as income note paying agent (in such capacity, the “Income Note Paying Agent”) and as income note registrar, and Maples FS Limited, as administrator. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Indenture.

Attached hereto as Exhibit A, please find a notice from the Investment Manager.

PLEASE NOTE THAT THE FOREGOING IS NOT INTENDED AND SHOULD NOT BE CONSTRUED AS INVESTMENT, ACCOUNTING, FINANCIAL, LEGAL OR TAX ADVICE BY OR ON BEHALF OF THE TRUSTEE, OR ITS DIRECTORS, OFFICERS, AFFILIATES, AGENTS, ATTORNEYS OR EMPLOYEES. THE TRUSTEE MAKES NO RECOMMENDATIONS TO THE HOLDERS OF NOTES AS TO ANY ACTION TO BE TAKEN OR NOT TO BE TAKEN WITH RESPECT TO THE NOTICE OF THE INVESTMENT MANAGER OR OTHERWISE AND ASSUMES NO RESPONSIBILITY FOR THE CONTENTS, SUFFICIENCY OR VALIDITY OF THE DESCRIPTION OF THE SUBJECT MATTER CONTAINED THEREIN.

Should you have any questions, please contact Greta Barthell at 704-335-4563 or at [greta.barthell@usbank.com](mailto:greta.barthell@usbank.com).

U.S. BANK TRUST COMPANY,  
NATIONAL ASSOCIATION,  
as Trustee and Income Note Paying Agent

**EXHIBIT A**

Investment Manager's Notice

**AIG CREDIT MANAGEMENT, LLC**

January 25, 2023

AIG CLO 2019-1, LLC  
c/o Maples Fiduciary Services (Delaware) Inc.  
4001 Kennett Pike, Suite 302  
Wilmington, Delaware 19807

U.S. Bank Trust Company, National Association, as Trustee  
214 North Tryon Street, 26<sup>th</sup> Floor  
Charlotte, North Carolina 28202  
Attn: Global Corporate Trust – AIG CLO 2019-1, LLC

**Re: Written Notice Regarding Change of Control of AIG Credit Management, LLC**

Ladies and Gentlemen:

Reference is made to the Amended and Restated Investment Management Agreement, dated as of March 3, 2022 (as amended, modified or supplemented, the “Investment Management Agreement”), by and between AIG CLO 2019-1, LLC, as issuer (the “Issuer”), and AIG Credit Management, LLC, as investment manager (“ACM”). Capitalized terms used but not defined herein shall have the meanings specified in the Investment Management Agreement.

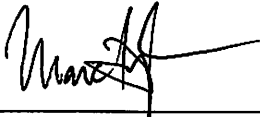
We are writing to inform you that AIG Global Asset Management Holdings Corp. has entered into a purchase and sale agreement, dated as of January 24, 2023, to sell ACM to an affiliate of Blackstone Inc. (such acquisition, the “Transaction”), subject to satisfaction of the terms and conditions set forth therein. Following the closing of the Transaction, ACM will continue to act as investment manager under the Investment Management Agreement.

We hereby direct the Trustee to distribute to or otherwise post this notice to the Holders and the Cayman Islands Stock Exchange.

For questions about the Transaction or for further information, please contact Marc Boatwright at: [mboatwright@aig-acm.com](mailto:mboatwright@aig-acm.com).

*[Signature page follows]*

**AIG CREDIT MANAGEMENT, LLC,**  
as Investment Manager

By:   
Name: Marc Boatwright  
Title: Authorized Signatory

## **SCHEDULE I**

### Additional Addressees

#### **Issuer:**

AIG CLO 2019-1, LLC  
c/o Maples Fiduciary Services (Delaware)  
Inc.  
4001 Kennett Pike, Suite 302  
Wilmington, Delaware 19807  
Email: delawareservices@maples.com

#### **Cayman Islands Stock Exchange:**

Cayman Islands Stock Exchange  
PO Box 2408  
Grand Cayman KY1-1105  
Cayman Islands  
Email: listing@csx.ky

#### **Investment Manager:**

AIG Credit Management, LLC  
101 S. Tryon, Suite 2700  
Charlotte, North Carolina 28280  
Attention: Marc Boatwright  
Email: mboatwright@aig.com

#### **DTC, Euroclear and Clearstream**

##### **(as applicable):**

legalandtaxnotices@dtcc.com  
consentannouncements@dtcc.com  
voluntaryreorgannouncements@dtcc.com  
eb.ca@euroclear.com  
ca\_general.events@clearstream.com

#### **Income Note Issuer:**

AIG CLO 2019-1 Income Note, Ltd.  
c/o MaplesFS Limited  
P.O. Box 1093  
Boundary Hall, Cricket Square  
Grand Cayman, KY1-1102  
Cayman Islands  
Attention: The Directors

#### **Collateral Administrator:**

U.S. Bank Trust Company, National  
Association  
214 North Tryon Street, 26<sup>th</sup> Floor  
Charlotte, North Carolina 28202  
Attention: Global Corporate Trust  
Services—AIG CLO 2019-1, LLC  
Email: lauren.shelton@usbank.com

#### **Rating Agency:**

##### **Fitch**

Email: cdo.surveillance@fitchratings.com

##### **Moody's**

Email: cdomonitoring@moodys.com

#### **Information Agent:**

Email: AIG.CLO.2019-1.17g5@usbank.com