



Global Corporate Trust  
190 S. LaSalle Street, 8<sup>th</sup> Floor  
Chicago, Illinois 60603

**Notice to Holders of Apex Credit CLO 2019 Ltd.  
and, as applicable, Apex Credit CLO 2019 LLC**

|                    | <b>Rule 144A<br/>CUSIP<sup>1</sup></b> | <b>Rule 144A ISIN</b> | <b>Regulation S<br/>CUSIP</b> | <b>Regulation S<br/>ISIN</b> |
|--------------------|--|-----------------------|-------------------------------|------------------------------|
| Class A Loan       | n/a                                    | n/a                   | n/a                           | n/a                          |
| Class A-R Notes    | 03754AAG4                              | US03754AAG40          | G0474VAD3                     | USG0474VAD31                 |
| Class B-R Notes    | 03754AAJ8                              | US03754AAJ88          | G0474VAE1                     | USG0474VAE14                 |
| Class C Notes      | 03754AAE9                              | US03754AAE91          | G0474VAC5                     | USG0474VAC57                 |
| Class D Notes      | 03754BAA5                              | US03754BAA52          | G0474UAA1                     | USG0474UAA19                 |
| Subordinated Notes | 03754BAC1                              | US03754BAC19          | G0474UAB9                     | USG0474UAB91                 |

**and notice to the parties listed on Schedule A attached hereto.**

**PLEASE FORWARD THIS NOTICE TO BENEFICIAL HOLDERS**

**Notice of Optional Redemption by Refinancing**

Reference is made to that certain Indenture, dated as of May 30, 2019 (as amended by the First Supplemental Indenture, dated as of October 18, 2021, and as may be further amended, modified or supplemented from time to time, the “*Indenture*”), among Apex Credit CLO 2019 Ltd., as issuer (the “*Issuer*”), Apex Credit CLO 2019 LLC, as co-issuer (the “*Co-Issuer*” and, together with the Issuer, the “*Co-Issuers*”), and U.S. Bank Trust Company, National Association (as successor in interest to U.S. Bank National Association), as collateral trustee (in such capacity, the “*Collateral Trustee*”). Capitalized terms used but not defined herein which are defined in the Indenture shall have the meaning given thereto in the Indenture.

The Trustee hereby provides notice that pursuant to Section 9.2(a) of the Indenture, the Portfolio Manager, with the consent of a Majority of the Subordinated Notes, has directed the Co-Issuers to effect a Optional Redemption and Refinancing (or prepayment, as applicable) of the Class A Loan, Class A-R Notes, the Class B-R Notes, the Class C Notes and the Class D Notes (the “*Refinanced Debt*”) at the applicable Redemption Price therefor from Refinancing Proceeds and other available funds pursuant to the Indenture. Pursuant to Section 9.4(a) of the Indenture, at the direction of the Co-Issuers, the Trustee hereby provides notice of an Optional Redemption and Refinancing as follows:

- i) The Redemption Date will be August 8, 2024.

---

<sup>1</sup> The CUSIP/ISIN numbers appearing herein are included solely for the convenience of the Holders. The Collateral Trustee and the Loan Agent are not responsible for the selection or use of CUSIP/ISIN numbers, or for the accuracy or correctness of CUSIP/ISIN numbers printed on any Debt or as indicated in this notice.

- ii) The Redemption Prices of the Refinanced Debt to be redeemed (or prepaid) are as follows:

| <b>Class</b>           | <b>Redemption Price</b> |
|------------------------|-------------------------|
| <b>Class A Loans</b>   | <b>\$258,998,911.90</b> |
| <b>Class A-R Notes</b> | <b>\$13,631,521.68</b>  |
| <b>Class B-R Notes</b> | <b>\$23,106,539.74</b>  |
| <b>Class C Notes</b>   | <b>\$23,129,482.24</b>  |
| <b>Class D Notes</b>   | <b>\$21,154,850.41</b>  |

- iii) On the Redemption Date, all of the Refinanced Debt is to be redeemed in full and interest on such Refinanced Debt shall cease to accrue on the Redemption Date.
- iv) Refinanced Debt to be redeemed (or prepaid) that is certificated is to be surrendered for payment of the Redemption Price at the following address:

U.S. Bank Trust Company, National Association  
Global Corporate Trust  
111 Fillmore Ave E  
St. Paul, MN 55107-1402

Attention: Bondholder Services – EP-MN-WS2N – Apex Credit CLO 2019 Ltd.

- v) For the avoidance of doubt, the Subordinated Notes are not being redeemed on the Redemption Date.

Please note that the Optional Redemption by Refinancing of the Refinanced Notes is subject to the satisfaction of certain conditions in the Indenture, and it may be withdrawn upon the occurrence (or nonoccurrence) of certain conditions (including, without limitation, as set forth in Section 9.4 of the Indenture). The Trustee does not express any view on the merits of, and does not make any recommendation (either for or against) with respect to, the Optional Redemption by Refinancing and gives no investment, tax or legal advice. Each Holder should seek advice from its own counsel and advisors based on the Holder's particular circumstances.

Recipients of this notice are cautioned that this notice is not evidence that the Collateral Trustee will recognize the recipient as a Holder. In addressing inquiries that may be directed to it, the Collateral Trustee may conclude that a specific response to a particular inquiry from an individual Holder is not consistent with equal and full dissemination of information to all Holders. Holders should not rely on the Collateral Trustee as their sole source of information.

The Collateral Trustee expressly reserves all rights under the Indenture, including without limitation its right to payment in full of all fees and costs (including, without limitation, fees and costs incurred or to be incurred by the Collateral Trustee in performing its duties, indemnities owing or to become owing to the Collateral Trustee, compensation for Collateral Trustee time spent and reimbursement for fees and costs of counsel and other agents it employs in performing its duties or to pursue remedies) prior to any distribution to Holders or other parties, as provided in and subject to the applicable terms of the Indenture, and its right, prior to exercising any rights or powers vested in it by the Indenture at the request or direction of any of the Holders, to receive security or indemnity satisfactory to it against all costs, expenses and liabilities which might be incurred in compliance therewith, and all rights that may be available to it under applicable law or otherwise.

Holders with questions regarding this notice should direct their inquiries, in writing, to: Adam Altman, U.S. Bank Trust Company, National Association, Global Corporate Trust, 190 S. LaSalle Street, 8<sup>th</sup> Floor, Chicago, IL 60603, telephone (312) 332-7371, or via email at [adam.altman@usbank.com](mailto:adam.altman@usbank.com).

**U.S. BANK TRUST COMPANY,  
NATIONAL ASSOCIATION,  
as Collateral Trustee**

**July 29, 2024**

## **SCHEDULE A**

Apex Credit CLO 2019 Ltd.  
c/o Appleby Global Services (Cayman) Limited,  
71 Fort Street, PO Box 500,  
Grand Cayman, KY1-1106,  
Cayman Islands,  
Attention: The Directors

Apex Credit CLO 2019 LLC  
c/o Puglisi & Associates  
850 Library Avenue, Suite 204  
Newark, Delaware 19711

Apex Credit Partners LLC  
520 Madison Avenue  
New York, New York 10022

U.S. Bank Trust Company, National Association, as Information Agent  
[apexclo1917g5@usbank.com](mailto:apexclo1917g5@usbank.com)

Moody's Investors Service, Inc.  
Email: [cdomonitoring@moodys.com](mailto:cdomonitoring@moodys.com)

Wells Fargo Bank, N.A.,  
as Class A Lender  
550 S Tryon St., 4th Floor  
Charlotte, NC 28202  
Attention: Mackenzie Alpert  
Email: [mackenzie.alpert@wellsfargo.com](mailto:mackenzie.alpert@wellsfargo.com)

Cayman Islands Stock Exchange  
PO Box 2408  
Grand Cayman, KY1-1105  
Cayman Islands  
Email: [listing@csx.ky](mailto:listing@csx.ky)

[legalandtaxnotices@dtcc.com](mailto:legalandtaxnotices@dtcc.com)  
[eb.ca@euroclear.com](mailto:eb.ca@euroclear.com)  
[CA\\_Luxembourg@clearstream.com](mailto:CA_Luxembourg@clearstream.com)  
[ca\\_mandatory.events@clearstream.com](mailto:ca_mandatory.events@clearstream.com)  
[consentannouncements@dtcc.com](mailto:consentannouncements@dtcc.com)  
[voluntaryreorgannouncements@dtcc.com](mailto:voluntaryreorgannouncements@dtcc.com)  
[redemptionnotification@dtcc.com](mailto:redemptionnotification@dtcc.com)