Transfer Certificate

- To: Global Loan Agency Services Limited as Interim Facility Agent
- From: The financial institutions listed in Schedule A to this Transfer Certificate as existing interim lenders (the "**Existing Interim Lenders**") and the financial institutions listed in Schedule B to this Transfer Certificate as new interim lenders (the "**New Interim Lenders**")

Harp Finco Limited (the "**Company**")

Dated: <u>26</u> September 2024

Harp – Interim Facilities Agreement dated 2 August 2024 (as amended and/or restated from time to time) (the "Interim Facilities Agreement")

- 1. We refer to the Interim Facilities Agreement. This is a Transfer Certificate. Terms defined in the Interim Facilities Agreement have the same meaning in this Transfer Certificate unless given a different meaning in this Transfer Certificate.
- 2. We refer to Clause 25.4 (*Procedure for transfer*) of the Interim Facilities Agreement:
 - (a) subject to paragraph (b) of clause 25.2, the Existing Interim Lenders and the New Interim Lenders agree to the Existing Interim Lenders transferring to the New Interim Lenders by novation all or part of an Existing Interim Lender's Interim Facility Commitments, such that the rights and obligations of each Existing Interim Lender's Interim Facility Commitments are transferred to the New Interim Lenders so that the New Interim Lenders receive the Interim Facility Commitments in the amounts referred to in Schedule B in accordance with Clause 25.4 (*Procedure for transfer*) of the Interim Facilities Agreement.
 - (b) the proposed Transfer Date is <u>26</u> September 2024;
 - (c) the Facility Office and address, email address, attention details for notices and tax status of each New Interim Lender for the purposes of Clause 10 (*Taxes*) and Clause 21.1 (*Mode of service*) of the Interim Facilities Agreement are set out in Schedule B; and
 - (d) the Interim Facility Commitments of the Existing Interim Lenders on the Transfer Date shall be as set out in Schedule C.
- 3. Each New Interim Lender expressly acknowledges the limitations on the Existing Interim Lenders' obligations set out in paragraph (c) of Clause 25.3 (*Limitation of responsibility of Existing Interim Lenders*) of the Interim Facilities Agreement.
- 4. Each New Interim Lender confirms that it is not a Sanctioned Lender.
- 5. The Company: (a) consents to the transfers referred to in this Transfer Certificate; and (b) agrees that paragraph (i) of Clause 25.2 (*Transfers by Interim Lenders*) of the Interim Facilities Agreement shall not apply to any of the transfers referred to in this Transfer Certificate.
- 6. The Interim Facility Agent (acting on the instructions of each of the Existing Interim Lenders pursuant to and in accordance with clause 28.1 (*Amendments and Waivers*) of the Interim Facilities Agreement) and the Company agree that, with effect from the date of this Transfer Certificate, the Interim Facilities Agreement will be amended such that the contents of Schedule 15 (*KKR Alternative Interim Lender Funded Amounts*) of the Interim Facilities Agreement shall be deleted and replaced in full with the contents of Schedule D.

- 7. With effect from the date of this Transfer Certificate, references in the Interim Facilities Agreement to "this Agreement" shall, unless the context otherwise requires, be construed as references to the Interim Facilities Agreement as amended by paragraph 6 above. Other than as amended by paragraph 6 above, the provisions of the Interim Facilities Agreement shall continue in full force and effect and the Interim Facilities Agreement and this Transfer Certificate shall be read and construed as one instrument.
- 8. This Transfer Certificate may be executed in any number of counterparts and this has the same effect as if the signatures on the counterparts were on a single copy of this Transfer Certificate.
- 9. This Transfer Certificate and any non-contractual obligations arising out of or in connection with it are governed by English law.
- 10. This Transfer Certificate has been entered into on the date stated at the beginning of this Transfer Certificate.

SCHEDULE A

Existing Interim Lenders

- 1. CST Core Senior Lending Lux Sarl
- 2. A-Life Direct Lux Sàrl
- 3. T Direct Lending Holdings Lux Sarl
- 4. CSL Fund (PB) II Lux Sàrl II
- 5. CSL Fund Portfolio 2022 Lux Sarl
- 6. Core Senior Lending Portfolio II Lux Sàrl
- 7. Core Senior Lending Fund (A-A) Lux Sàrl II
- 8. HPS SALI IDF Lux Sàrl II
- 9. HLEND Lux Sarl
- 10. ART Direct Lending Lux Sàrl
- 11. CSL Co-Invest Lux Sarl II
- 12. Anchor Direct Lending Co-Invest Lux Sàrl
- 13. SIP V Onshore Lux Sàrl
- 14. SIP V AP Lux Sàrl
- 15. SIP V Offshore Lux Sàrl
- 16. Brickyard Direct Lux Sarl II
- 17. Blackstone Secured Lending Fund
- 18. Blackstone Private Credit Fund
- 19. Blackstone Holdings Finance Co. L.L.C.
- 20. Blackstone European Senior Debt Fund III SCSp
- 21. Blackstone European Senior Debt Fund III Levered SCSp
- 22. ACMP Holdings, LLC
- 23. KKR European Direct Lending Designated Activity Company
- 24. KKR EDL III (EUR) Designated Activity Company
- 25. KLP IV Funding Europe Designated Activity Company
- 26. KKR Corporate Lending (UK) LLC
- 27. AlbaCore Partners III Investment Holdings Loan Origination Designated Activity Company
- 28. Beta SEC DAC
- 29. SC Co-Investment EU PD Sarl
- 30. PIMCO Access Income Fund
- 31. PIMCO Dynamic Income Opportunities Fund
- 32. PIMCO Dynamic Income Fund
- 33. PIMCO Flexible Credit Income Fund
- 34. PIMCO Dynamic Income Strategy Fund
- 35. DCSV S.C.A. with respect to its compartment DCSV Horseshoe Compartment
- 36. DCSV S.C.A. with respect to its compartment DCSV PCL Compartment
- 37. PDLF-PS Maracas S.à r.l
- 38. PIF Paddington S.à r.l.
- 39. HSBC BANK PLC
- 40. Novo Holdings A/S
- 41. PineStreet Global Credit Fund II
- 42. HL Investment S.à r.l.
- 43. OCM Strategic Credit Investments 3 S.à r.l.
- 44. OCM Strategic Credit Investments 2 S.à r.l.
- 45. Oaktree GCP Holdings II S.à r.l.
- 46. Oaktree Direct Lending Holdings Non-EURRC S.à r.l.
- 47. Oaktree Direct Lending Unlevered Holdings Non-EURRC S.à r.l.
- 48. Oaktree Direct Lending VCOC Holdings Non-EURRC S.à r.l.
- 49. Oaktree Lending Partners AIV Investments (Unlevered) S.à r.l.
- 50. MUFG Bank, Ltd., London Branch
- 51. Mizuho Bank, Ltd.

SCHEDULE B

Name of New Interim Lender	Interim Facility B Commitment (£)	Lender Status Confirmation
Korea Investment & Securities Co., Ltd.	£110,000,000	Qualifying Interim Lender (other than a Treaty Interim Lender)
Sona Credit Master Fund Limited	£28,896,000	Not a Qualifying Interim Lender
Sona Blue Peak, Ltd.	£3,104,000	Not a Qualifying Interim Lender
Sona Capital Solutions II SPV SARL	£8,000,000	Qualifying Interim Lender by virtue of being a Treaty Interim Lender (assuming the completion of any procedural formalities)
PSP Investments Credit Europe LP	£85,000,000	Not a Qualifying Interim Lender
KDB Asia Limited	£12,000,000	Qualifying Interim Lender by virtue of being a Treaty Interim Lender (assuming the completion of any procedural formalities)
Total	£247,000,000	

Commitment/rights and obligations to be transferred

Administrative details of the New Interim Lenders

Name of New Interim Lender	Facility Office Address	Notice details
Korea Investment & Securities Co., Ltd.		Email: Attention:
Sona Credit Master Fund Limited		Email: Attention:

Name of New Interim Lender	Facility Office Address	Notice details
Sona Blue Peak, Ltd.		Email: Attention:
Sona Capital Solutions II SPV SARL		Email: Attention:
PSP Investments Credit Europe LP		Email: Attention:
KDB Asia Limited		Email: Attention:

SCHEDULE C

Existing Lender Interim Facility Commitments

Name of Existing Lender	Interim Facility B Commitments (GBP)	Interim Revolving Facility Commitments (GBP)
KKR Funds		
KKR EUROPEAN DIRECT LENDING DESIGNATED ACTIVITY COMPANY	£128,828,571.43	
KKR EDL III (EUR) DESIGNATED ACTIVITY COMPANY	£42,942,857.14	
KLP IV FUNDING EUROPE DESIGNATED ACTIVITY COMPANY	£128,828,571.43	
KKR CORPORATE LENDING (UK) LLC	£16,318,285.71	
Sub-total:	£316,918,285.71	
Apollo Funds		
ACMP HOLDINGS, LLC	£386,485,714.30	
Sub-total:	£386,485,714.30	
HPS Funds		
Anchor Direct Lending Co-Invest Lux Sàrl	£1,673,141.79	
CSL Co-Invest Lux Sarl II	£5,019,425.36	
A-Life Direct Lux Sàrl	£2,509,712.68	
CST Core Senior Lending Lux Sarl	£10,064,010.77	
T Direct Lending Holdings Lux Sarl	£8,386,690.14	
CSL Fund (PB) II Lux Sàrl II	£38,594,873.89	
CSL Fund Portfolio 2022 Lux Sarl	£4,525,681.22	
Core Senior Lending Portfolio II Lux Sàrl	£64,220,580.35	

Core Senior Lending Fund (A-A) Lux Sàrl II	£1 220 5 12 42	
	£1,338,513.43	
HPS SALI IDF Lux Sàrl II	£5,990,811.95	
HLEND Lux Sarl	£113,773,641.61	
ART Direct Lending Lux Sàrl	£ 21,750,843.25	
Brickyard Direct Lux Sarl II	£6,020,655.65	
SIP V Onshore Lux Sàrl	£4,823,201.42	
SIP V Offshore Lux Sàrl	£11,003,418.21	
SIP V AP Lux Sàrl	£904,798.25	
Sub-total:	£300,599,999.97	
Blackstone Funds		
BLACKSTONE SECURED LENDING FUND	£14,507,835.42	
BLACKSTONE PRIVATE CREDIT FUND	£84,560,704.50	
BLACKSTONE HOLDINGS FINANCE CO. L.L.C.	£59,170,475.69	
BLACKSTONE EUROPEAN SENIOR DEBT FUND III SCSP	£6,526,682.78	
BLACKSTONE EUROPEAN SENIOR DEBT FUND III LEVERED SCSP	£7,005,730.19	
Sub-total:	£171,771,428.58	
Albacore Funds		
AlbaCore Partners III Investment Holdings Loan Origination Designated Activity Company	£34,354,285.71	
Sub-total:	£34,354,285.71	
StepStone Funds		
SC Co-Investment EU PD Sarl	£14,428,800.00	
Sub-total:	£14,428,800.00	

LGT Funds		
Beta SEC DAC	£17,177,142.86	
Sub-total:	£17,177,142.86	
PIMCO Funds		
PIMCO Access Income Fund	£2,318,914.29	
PIMCO Dynamic Income Opportunities Fund	£5,324,914.29	
PIMCO Dynamic Income Fund	£19,324,285.71	
PIMCO Flexible Credit Income Fund	£10,134,514.29	
PIMCO Dynamic Income Strategy Fund	£3,864,857.14	
DCSV S.C.A. with respect to its compartment DCSV Horseshoe – Compartment	£2,147,142.86	
DCSV S.C.A. with respect to its compartment DCSV PCL – Compartment	£2,662,457.14	
PDLF-PS Maracas S.à r.1	£1,374,171.43	
PIF Paddington S.à r.1.	£17,263,028.57	
Sub-total:	£64,414,285.72	
HSBC		
HSBC BANK PLC	£17,177,142.86	
Sub-total:	£17,177,142.86	
Novo		
Novo Holdings A/S	£25,765,714.29	
Sub-total:	£25,765,714.29	
PineStreet Funds		
PineStreet Global Credit Fund II	£17,177,142.86	
Sub-total:	£17,177,142.86	

Oaktree Funds		
HL Investment S.à r.l.	£ 52,476,171.43	
OCM Strategic Credit Investments 3 S.à r.l.	£11,671,868.57	
OCM Strategic Credit Investments 2 S.à r.l.	£14,263,899.43	
Oaktree GCP Holdings II S.à r.l.	£3,210,408.00	
Oaktree Direct Lending Holdings Non- EURRC S.à r.l.	£7,886,885.14	
Oaktree Direct Lending Unlevered Holdings Non-EURRC S.à r.l.	£3,042,072.00	
Oaktree Direct Lending VCOC Holdings Non-EURRC S.à r.l.	£3,163,170.86	
Oaktree Lending Partners AIV Investments (Unlevered) S.à r.l.	£9,237,867.43	
Sub-total:	£104,952,342.86	
MUFG		
MUFG Bank, Ltd., London Branch	£10,306,285.71	
Sub-total:	£10,306,285.71	
Mizuho		
Mizuho Bank, Ltd.	£21,471,428.57	
Sub-total:	£21,471,428.57	
Total:	£1,503,000,000	

SCHEDULE D

Name of the KKR Alternative Interim Lender	KKR Alternative Interim Lender Funded Amounts (Interim Term Facility) (GBP)	KKR Alternative Interim Lender Funded Amounts (Interim Revolving Facility) (GBP)
KKR-Barmenia EDL Designated Activity Company	£3,881,988.77	
KKR Tactical Private Credit LLC	£7,946,020.89	
KKR European Direct Lending Designated Activity Company	£34,506,993.95	
KKR EDL III (EUR) Designated Activity Company	£14,410,717.62	
FS KKR Capital Corp.	£143,021,230.37	
Blue Eagle 2020-2A, Ltd	£17,649,256.63	
Blue Eagle 2021-2A, LLC	£16,318,285.71	
KKR Goldfinch L.P.	£2,346,442.37	
Jesselton HIF DL Lev Cyan L.P.	£2,853,273.73	
KKR-DUS EDL Designated Activity Company	£3,881,988.77	
KKR Income Trust Europe (Funded) Holdings Designated Activity Company	£3,193,103.75	
CCLF Holdings (D35) LLC	£7,930,991.75	
KLP IV Funding Europe Designated Activity Company	£6,560,113.18	
KKR Lending Partners IV (Unlevered) Designated Activity Company	£3,110,067.72	
KKR Lending Partners IV (EEA) Unlevered Designated Activity Company	£608,623.96	
KKR-NYC Credit A Lev Cyan Designated Activity Company	£15,620,599.99	

KKR Alternative Interim Lender Funded Amounts

REMY Bermuda 1 LP	61676020084	
KEMT Berniuda I LP	£16,760,300.84	

ACMP Holdings, LLC

Name:

Title: Vice President

KKR EUROPEAN DIRECT LENDING DESIGNATED ACTIVITY COMPANY



Title: Director

KKR EDL III (EUR) DESIGNATED ACTIVITY COMPANY

Name:			

Title: Director

KLP IV FUNDING EUROPE DESIGNATED ACTIVITY COMPANY

Name:

Title: Authorised Signatory

KKR CORPORATE LENDING (UK) LLC

Name:

Title: Authorised Signatory

SIP V ONSHORE LUX SÀRL

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Name			

Title: Authorized Signatory

SIP V AP LUX SÀRL



Title: Authorized Signatory

SIP V OFFSHORE LUX SÀRL



Title: Authorized Signatory

[Project Harp - Signature Page to Transfer Certificate]

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BRICKYARD DIRECT LUX SARL II

Name:

Title: Authorized Signatory

CST CORE SENIOR LENDING LUX SARL



Title: Authorized Signatory

A-LIFE DIRECT LUX SÀRL



Title: Authorized Signatory

[Project Harp - Signature Page to Transfer Certificate]

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T DIRECT LENDING HOLDINGS LUX SARL

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Title: Authorized Signatory

CSL FUND (PB) II LUX SÀRL II

Title: Authorized Signatory

CSL FUND PORTFOLIO 2022 LUX SARL

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Nan	ne:			

Title: Authorized Signatory

CORE SENIOR LENDING PORTFOLIO II LUX SÀRL

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Name:

Title: Authorized Signatory

CORE SENIOR LENDING FUND (A-A) LUX SÀRL II

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7			
7			
7			
7			

Title: Authorized Signatory

HPS SALI IDF LUX SÀRL II

Name:		

Title: Authorized Signatory

HLEND LUX SARL



Title: Authorized Signatory

ART DIRECT LENDING LUX SÀRL

Title: Authorized Signatory

CSL CO-INVEST LUX SARL II

5.0		
Name:		

Title: Authorized Signatory

ANCHOR DIRECT LENDING CO-INVEST LUX SÀRL,

REPRESENTED BY ITS PORTFOLIO MANAGER, HPS INVESTMENT PARTNERS, LLC



Title: Managing Director

BLACKSTONE SECURED LENDING FUND



Title: Authorized Signatory

BLACKSTONE PRIVATE CREDIT FUND



Name:

Title: Authorized Signatory

BLACKSTONE HOLDINGS FINANCE CO. L.L.C.



Title: Authorized Signatory

BLACKSTONE EUROPEAN SENIOR

DEBT FUND III SCSP

By: **BLACKSTONE EUROPEAN SENIOR DEBT ASSOCIATES III GP S.À.R.L.**, its managing general partner

Name: Title: Class A Manager

Name: Title: Class B Manager

BLACKSTONE EUROPEAN SENIOR

DEBT FUND III SCSP

By: BLACKSTONE EUROPEAN SENIOR DEBT ASSOCIATES III GP S.À.R.L., its managing general partner

Title: Class B Manager

Name:

Name: Title: Class A Manager

BLACKSTONE EUROPEAN SENIOR DEBT FUND III LEVERED SCSP

By: **BLACKSTONE EUROPEAN SENIOR DEBT ASSOCIATES III GP S.À.R.L.**, its managing general partner

Name: Title: Class A Manager Name: Title: Class B Manager

BLACKSTONE EUROPEAN SENIOR DEBT FUND III LEVERED SCSP

By: BLACKSTONE EUROPEAN SENIOR DEBT ASSOCIATES III GP S.À.R.L., its managing general partner



Name: Title: Class A Manager Name: Title: Class B Manager

ALBACORE PARTNERS III INVESTMENT HOLDINGS LOAN ORIGINATION DESIGNATED ACTIVITY COMPANY and acknowledged for and on behalf of AlbaCore Capital Group

By: **ALBACORE CAPITAL LLP** as investment manager for and on behalf of AlbaCore Capital Limited as AIFM for AlbaCore Partners III Investment Holdings Loan Origination Designated Activity Company and AlbaCore Capital Group ICAV

Name:

Title: Member

BETA SEC DAC



Title: Director

Title: Director

SC CO-INVESTMENT EU PD SARL

Name:	Name:
Title: Manager	Title: Manager

DCSV SCA WITH RESPECT TO ITS DCSV HORSESHOE - COMPARTMENT

REPRESENTED BY PIMCO GP VIII S.À R.L.



Title: Manager



Title: Manager

DCSV SCA WITH RESPECT TO ITS DCSV PCL - COMPARTMENT REPRESENTED BY PIMCO GP VIII S.À R.L.

Name:	Name:
Title: Manager	Title: Manager

PDLF-PS MARACAS S.À R.L

Name:	Name:	
Title: Manager	Title: Manager	

PIF PADDINGTON S.À R.L.

Name: Title: Manager Name:

Title: Manager

PACIFIC INVESTMENT MANAGEMENT COMPANY LLC as investment manager or adviser signing for and on behalf of:

PIMCO ACCESS INCOME FUND PIMCO DYNAMIC INCOME OPPORTUNITIES FUND PIMCO DYNAMIC INCOME FUND PIMCO FLEXIBLE CREDIT INCOME FUND PIMCO DYNAMIC INCOME STRATEGY FUND





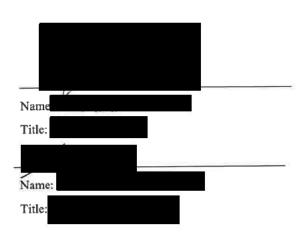
The obligations arising out of this instrument are several and not joint with respect to each participating fund and account, in accordance with its proportionate interest hereunder, and the parties agree not to proceed against any fund or account for the obligations of another. To the extent a fund or account is a registered investment company ("Trust") or a series thereof, a copy of the Declaration of Trust of such Trust is on file with the Secretary of State of The Commonwealth of Massachusetts or Secretary of State of the State of Delaware. The obligations of or arising out of this instrument are not binding upon any of such Trust's trustees, officers, employees, agents or shareholders individually, but are binding solely upon the assets and property of the Trust in accordance with its proportionate interest hereunder. If this instrument is executed by or on behalf of a Trust on behalf of one or more series of the Trust, the assets and liabilities of each series of the Trust are separate and distinct and the obligations of or arising out of this instrument are binding solely upon the assets or property of the series on whose behalf this instrument is executed. If this agreement is being executed on behalf of more than one series of a Trust, the obligations of each series hereunder shall be several and not joint, in accordance with its proportionate interest hereunder, and the parties agree not to proceed against any series for the obligations of another.

HSBC BANK PLC

() 			
Name:		3.	
Name.			

Title:

for and on behalf of the Existing Interim Lender NOVO HOLDINGS A/S

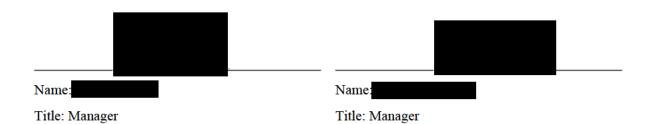


for and on behalf of the Existing Interim Lender PINESTREET GLOBAL CREDIT FUND II

NongHyup Bank in its capacity as trustee of PINESTREET GLOBAL CREDIT FUND II

Name:			
Title:	1		

HL INVESTMENT S.À R.L.



OCM STRATEGIC CREDIT INVESTMENTS 3 S.À R.L.

Name:	Name:
Title: Manager	Title: Manager

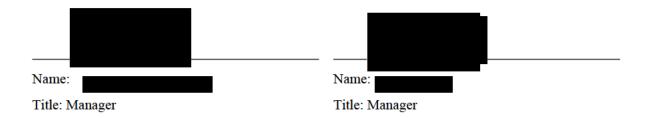
OCM STRATEGIC CREDIT INVESTMENTS 2 S.À R.L.

Name:	Name:
	Title: Manager

OAKTREE GCP HOLDINGS II S.À R.L.

Name:	Name:
Title: Manager	Title: Manager

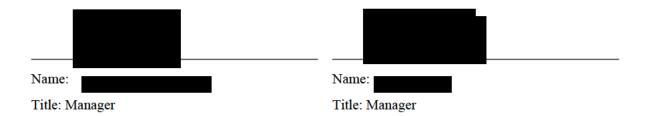
OAKTREE DIRECT LENDING HOLDINGS NON-EURRC S.À R.L.



OAKTREE DIRECT LENDING UNLEVERED HOLDINGS NON-EURRC S.À R.L.

Name:	Name:
Title: Manager	Title: Manager

OAKTREE DIRECT LENDING VCOC HOLDINGS NON-EURRC S.À R.L.



OAKTREE LENDING PARTNERS AIV INVESTMENTS (UNLEVERED) S.À R.L.

Name:	Name:
Title: Manager	Title: Manager

MUFG BANK, LTD., LONDON BRANCH

Name:			
Title:			

MIZUHO BANK, LTD.

Name:	
Title:	

SONA CREDIT MASTER FUND LIMITED

New Interim Lender

Name:		
Title: Director		
Notice Details		
Address:		
Email:		
Attention:		

SONA BLUE PEAK, LTD.

New Interim Lender

Name:		
Title: Director		
Notice Details		
Address:		
Email:		
Attention:	l	

SONA CAPITAL SOLUTIONS II SPV SARL

New Interim Lender

r



Title: Manager of GP - SONA CAPITAL SOLUTIONS II (GP) S.À R.L.

Title: Manager of GP - SONA CAPITAL SOLUTIONS II (GP) S.À R.L.

Notice Details

Name:

Address:	
Email:	
Attention:	

KOREA INVESTMENT & SECURITIES CO., LTD

New Interim Lender

Name:		-	
Title:			
Notice Detai	<u>ls</u>		
Address:			
Email:			
Attention:			

PSP INVESTMENTS CREDIT EUROPE L.P.

Acting by **PSP Investments Credit Europe GP LLP**, an English limited liability partnership, its general partner

New Interim Lender

Name:		l	Name:		
Title: Authorised	signatory	1	Title: Authorised signat	tory	
Notice Details					
Address:					
_					
Email:					
Attention:					

KDB ASIA LIMITED

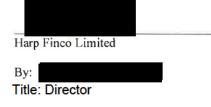
New Interim Lender

Name: Title:			
Title:	Name:		
	Title:		

Notice Details

Address:	
Email:	
Attention:	

Signed by for and on behalf of the Company



This Transfer Certificate is accepted by the Interim Facility Agent and the Transfer Date is confirmed as

_<u>26 September</u>_2024.

Global Loan Agency Services Limited

By:

Title: Authorised Signatory