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THIS ANNOUNCEMENT CONTAINS IMPORTANT INFORMATION OF INTEREST TO THE BENEFICIAL OWNERS OF THE NOTES REFERRED TO HEREIN. IF APPLICABLE, ALL DEPOSITARIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS ANNOUNCEMENT ARE REQUESTED TO PASS THIS ANNOUNCEMENT TO SUCH BENEFICIAL OWNERS IN A TIMELY MANNER.

If you are in any doubt as to the action you should take, you are recommended to seek your own financial and legal advice immediately from your stockbroker, bank manager, solicitor, accountant or other financial adviser authorised under the Financial Services and Markets Act 2000 (if you are in the United Kingdom), or from another appropriately authorised independent financial or legal adviser.

If you have recently sold or otherwise transferred your entire holding(s) of any of the Notes referred to below, you should immediately forward this announcement to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

19 February 2018

**CLIFDEN IOM NO.1 LIMITED ANNOUNCES AN INVITATION TO PURCHASE
VARIOUS NOTES ISSUED BY FAIRHOLD SECURITISATION LIMITED FOR CASH**

Clifden IOM No.1 Limited (the “**Offeror**”) has today launched an invitation to the holders of each series of debt securities backed by receipt of ground rent payments, warden’s apartment rents and transfer fees specified in the table set out under “*Description of the Target Notes*” below (each, a “**Series**” of “**Notes**” and, together, the “**Notes**”) issued by Fairhold Securitisation Limited (the “**Issuer**”) to tender any and all of such Notes held by them for purchase by the Offeror for cash (each such invitation in respect of each such Series, an “**Offer**” and, together, the “**Offers**”), subject to the applicable offer and distribution restrictions. The Offers are being made on the terms and subject to the conditions and restrictions set out in a tender offer memorandum dated 19 February 2018 (the “**Tender Offer Memorandum**”). Copies of the Tender Offer Memorandum are (subject to the Offer and Distribution Restrictions) available from the Tender Agent as set out below. Capitalised terms used and not otherwise defined in this announcement have the respective meanings given to them in the Tender Offer Memorandum.

| Key Terms and Dates Summary for the Offers (the summary below is subject to the detailed terms and dates set out in the Tender Offer Memorandum) | |
|---|--|
| Purchase Price | <p>A fixed purchase price per Series of Notes. For the Class A Notes, 40.00% of the principal amount and for the Class B Notes 1.00% of the principal amount.</p> <p>Holders shall not be eligible to receive any Accrued Interest.</p> |
| Early Tender Premium | <p>For the Class A Notes, an additional 20.00% of the principal amount and, for the Class B Notes, 4.00% of the principal amount.</p> <p>Holders who validly tender Notes prior to the Early Tender Deadline which are accepted for purchase by the Offeror will receive more consideration than holders who validly tender Notes thereafter which are accepted for purchase by the Offeror.</p> |
| Commencement Date | 19 February 2018 |
| Early Tender Deadline | 17:00 (London time) on 2 March 2018 |
| Expiration Deadline | 17:00 (London time) on 18 May 2018 |
| Settlement Date | On or around 23 May 2018 |

HOLDERS WHO VALIDLY TENDER NOTES PRIOR TO THE EARLY TENDER DEADLINE WHICH ARE ACCEPTED FOR PURCHASE BY THE OFFEROR WILL RECEIVE MORE CONSIDERATION THAN HOLDERS WHO VALIDLY TENDER NOTES THEREAFTER WHICH ARE ACCEPTED FOR PURCHASE BY THE OFFEROR.

THE DEADLINES MAY, IN EACH CASE, BE AMENDED, EXTENDED, REOPENED, WITHDRAWN OR TERMINATED AT THE SOLE AND ABSOLUTE DISCRETION OF THE OFFEROR. IN PARTICULAR, AFTER THE EARLY TENDER DEADLINE, THE OFFEROR MAY AT ITS DISCRETION ELECT TO BRING FORWARD THE EXPIRATION DEADLINE AND/OR SETTLEMENT DATE FOR ANY OF THE OFFERS. THE TENDER INSTRUCTIONS, ONCE SUBMITTED, MAY NOT BE WITHDRAWN EXCEPT IN THE LIMITED CIRCUMSTANCES OUTLINED IN THE TENDER OFFER MEMORANDUM.

DESCRIPTION OF THE TARGET NOTES

| <u>Issuer</u> | <u>Series of Notes</u> | <u>ISIN</u> | <u>Outstanding Principal Amount</u> ¹ | <u>Pool Factor (%)</u> ² | <u>Minimum Denomination</u> | <u>Purchase Price (%)</u> | <u>Early Tender Premium (%)</u> |
|---------------------------------|--|--------------|--|---|---|-------------------------------|---|
| Fairhold Securitisation Limited | £413,700,000 Class A Secured Floating Rate Notes due 2017 (the “ Class A Notes ”) | XS0248216680 | £413,700,000 | 100 | £100,000 and integral multiples of £100,000 | 40.00 | 20.00 |
| Fairhold Securitisation Limited | £29,800,000 Class B Secured Floating Rate Notes due 2017 (the “ Class B Notes ”) | XS0248216763 | £29,800,000 | 100 | £100,000 and integral multiples of £100,000 | 1.00 | 4.00 |

¹ Represents the current aggregate (amortised) principal amount outstanding of Notes of the relevant Series, being the product of the aggregate original principal amount of such Series of Notes and the applicable pool factor as applied by the Clearing Systems as at the date hereof.

² Represents the pool factor as applied by the Clearing Systems to each Series of Notes as at the date hereof. See also “*Definitions and Interpretation—Pool Factor*”.

Rationale for the Offer

The Offeror wishes to establish a holding in respect of each Series of Notes.

Details of the Tender Offer

In respect of each Series of Notes and subject to the applicable Minimum Denomination, the Offeror will pay for the Notes of such Series accepted by it for purchase pursuant to the relevant Offer a price in cash equal to the relevant Purchase Price.

In respect of each Series of Notes and subject to the applicable Minimum Denomination, each Holder who validly tenders its Notes in the relevant Offer by the Early Tender Deadline (i.e., 17:00 (London time) on 2 March 2018) will, in addition to the relevant Purchase Price, receive a further amount in cash equal to the relevant Early Tender Premium as additional consideration for a tender of such Notes which are accepted for purchase by the Offeror pursuant to the relevant Offer.

No amount equivalent to interest accrued since the last interest payment date for each Series of Notes (in each such case, “**Accrued Interest**”) will be paid by the Offeror under the terms of the relevant Offer. A failure to pay event of default has occurred in relation to each series of the Notes. A Holder who tenders their Notes will not be paid Accrued Interest and will not receive any interest on the Notes. The sole consideration for the Notes comprises the Purchase Price and the Early Tender Premium, if applicable.

The aggregate of the relevant Purchase Price and the applicable Early Tender Premium in respect of any Series of Notes is referred to as the “**Total Consideration**”. For details of the Purchase Price and Early Tender Premium applicable to each Series of Notes, see “*Description of the Target Notes*”.

There can be no assurance that upon redemption of the Notes of any Series in accordance with their respective Conditions or otherwise, or upon acceleration of any such Notes and enforcement of the applicable security relating thereto, holders of such Notes will recover from the Issuer an amount which is more (or less) than the Total Consideration payable pursuant to the relevant Offer. A failure to pay event of default has occurred in relation to each series of the Notes. It is possible that the Note Trustee, subject to the terms of the relevant Conditions, may enforce the security which secures the Notes, which may affect recoveries and which may be less (or more) than the Total Consideration available under the relevant Offers. The Offeror is in discussions with the Note Trustee regarding potential noteholder options, which include the potential enforcement of the security.

Acceptance and no scaling

If the Offeror decides to accept any valid tenders of Notes of any Series pursuant to the relevant Offer, it will accept for purchase all of the Notes in respect of such Series that are validly tendered, and there will be no *pro rata* scaling of any tenders of such Notes for purchase.

The acceptance by the Offeror of valid tenders of Notes in respect of any Offer is not conditional upon the acceptance by it of valid tenders of Notes in respect of any other Offer.

Pool Factors

Holders should tender their Notes on the basis of the original principal amount of such Notes. The amortisation (if any) of such Notes by reference to the applicable Pool Factor will be reflected in the calculation of the Purchase Consideration payable to Holders upon any purchase by the Offeror of such Notes.

Tender Instructions

To tender Notes of a Series in the relevant Offer a holder of Notes should deliver, or arrange to have delivered on its behalf, via the relevant Clearing System and in accordance with the requirements of such Clearing System, a valid Tender Instruction that is received in each case by the Tender Agent by the Expiration Deadline (as specified in the table under “*Indicative Timetable for the Offers*” below).

Tender Instructions will be irrevocable except in the limited circumstances described in the Tender Offer Memorandum.

Tender Instructions must be submitted in respect of an original principal amount of Notes of no less than the Minimum Denomination (as specified in the table set out under “*Description of the Target Notes*” above) applicable to the relevant Series of Notes. See also “—*Pool Factors*” above.

A separate Tender Instruction must be submitted in respect of each Series of Notes being tendered.

When considering whether to tender Notes in the relevant Offers, holders should take into account that restrictions on the transfer of Notes will apply from the time of such tender. A holder will, on tendering Notes in the relevant Offers, agree that the relevant Notes will be blocked in the relevant account at the relevant Clearing System from the date that the tender of Notes is made until the earlier of (a) the date on which the tender of the relevant Notes is revoked, in the limited circumstances in which such revocation is permitted as provided in the Tender Offer Memorandum, in accordance with the terms of the relevant Offer, and (b) the time of settlement on the Settlement Date.

The Offeror is not under any obligation to accept for purchase any Notes tendered pursuant to the relevant Offers. Tenders of Notes may be rejected in the sole and absolute discretion of the Offeror for any reason and the Offeror is not under any obligation to holders of Notes to furnish any reason or justification for refusing to accept for purchase a tender of Notes. For example, tenders of Notes may be rejected if the relevant Offer is withdrawn or terminated or if the relevant Offer does not comply with the relevant requirements of a particular jurisdiction or for any other reason.

Indicative Timetable for the Offers

This is an indicative timetable showing one possible outcome for the timing of the Offers based on the dates in the Tender Offer Memorandum. This timetable is subject to change and dates and times may be extended or amended by the Offeror in accordance with the terms of the Offers as described in the Tender Offer Memorandum. Accordingly, the actual timetable may differ significantly from the timetable below.

| Date | Number of Business Days from and including Launch | Action |
|--|--|--|
| 19 February 2018 | Day 1 | <p><i>Commencement of the Offers</i></p> <p>Offers announced through the Clearing Systems.</p> <p>Tender Offer Memorandum available from the Tender Agent.</p> |
| 17:00 (London time) on 2 March 2018 | Day 10 | <p><i>Early Tender Deadline</i></p> <p>Deadline for receipt of valid Tender Instructions by the Tender Agent in order for Holders to be able to participate in the Offers and receive the relevant Early Tender Premium.</p> |
| 17:00 (London time) on 18 May 2018 | Day 62 | <p><i>Expiration Deadline</i></p> <p>Deadline for receipt by the Tender Agent of all Tender Instructions in order for Holders to be able to participate in the Offers.</p> |
| At or around 11:00 (London time) 21 May 2018 | Day 63 | <p><i>Announcement of Results of Offers</i></p> <p>Announcement by the Offeror of the aggregate nominal amount of Notes of each Series validly tendered in the Offers and the Offeror's decision whether to accept valid tenders of such Notes for purchase pursuant to each Offer.</p> |
| Expected to be on or around 23 May 2018 | Day 65 | <p><i>Settlement Date</i></p> <p>Expected Settlement Date for each Offer. Payment of the relevant Purchase Consideration in respect of each Offer for which the Offeror has decided to accept valid tenders of Notes.</p> |

Until the Offeror procures the announcement of whether it has decided to accept valid tenders of Notes pursuant to the Offers, no assurance can be given that any of the Offers will be completed. In addition, subject to applicable law and as provided in the Tender Offer Memorandum, the Offeror may, in its sole and absolute discretion, extend, re-open, withdraw or terminate any Offer and amend or waive any of the terms and conditions of any Offer at any time before such announcement and may, in its sole and absolute discretion, waive any of the conditions to any Offer either before or after such announcement.

Holders are advised to check with any securities broker, dealer, bank, custodian, trust company or other intermediary through which they hold Notes when such intermediary would require to receive instructions from a Holder in order for that Holder to be able to participate in, or (in the

limited circumstances in which revocation is permitted) revoke their instruction to participate in, any of the Offers before the Deadlines specified above. The deadlines set by any such intermediary and each Clearing System for the submission of Tender Instructions will be earlier than the relevant Deadlines specified above.

Unless stated otherwise, announcements in connection with the Offers will be made by the delivery of notices to the Clearing Systems for communication to Direct Participants. Such announcements may also be made by the issue of a press release to a Notifying News Service or in such other manner as the Offeror may decide. Copies of all such announcements, press releases and notices can also be obtained from the Tender Agent, the contact details for whom are below. Significant delays may be experienced where notices are delivered to the Clearing Systems and Holders are urged to contact the Tender Agent for the relevant announcements relating to the Offers.

The Offeror has not independently verified any information published by or on behalf of any of the Issuers, and accepts no responsibility for whether or not the information made publicly available by or on behalf of any of the Issuers is sufficient to enable Holders to make an informed assessment of the financial condition of any of the Issuers or the price or value of the Notes of any Series. The Offeror is not responsible for any failure by any of the Issuers to disclose any information about its operations, financial condition and/or the performance of the relevant portfolio of underlying assets, even if such information may be material to an evaluation of the relevant Issuers, Notes and/or Offers. Holders are required to make their own independent analysis of all facts and circumstances relevant to the Offers, and whether or not to tender their Notes for purchase.

Holders are advised to read carefully the Tender Offer Memorandum for full details of, and information on, the procedures for participating in any of the Offers.

Morrow Sodali Limited is acting as the tender agent (the “**Tender Agent**”), in connection with the Offers.

The Tender Agent is the agent of the Offeror; the Tender Agent does not owe any duty to any Holder.

Any questions or requests for assistance in connection with the Offers and/or the delivery of Tender Instructions or requests for copies of the Tender Offer Memorandum or related documents, which may be obtained free of charge, may be directed to the Tender Agent, the contact details for whom are provided below.

| <u>Offeror</u> | <u>Tender Agent</u> | <u>Media Enquiries</u> |
|--|--|---|
| CLIFDEN IOM NO.1 LIMITED Atlantic House Circular Road Douglas IM1 1AG Isle of Man +44 207 100 6799 fairhold@clifden-iom1.com | MORROW SODALI LIMITED Nations House, 9 th Floor 103 Wigmore Street London W1U 1QS United Kingdom +44 203 879 5462 fairhold@morrowssodali.com | BRUNSWICK GROUP 16 Lincoln's Inn Fields London, WC2A 3ED United Kingdom +44 20 7404 5959 clifden@brunswickgroup.com |

DISCLAIMER

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to any Offer. If any holder of the Notes of any Series is in any doubt as to the action it should take or is unsure of the impact of the relevant Offer, it is recommended to seek its own financial and legal advice, including as to any tax consequences, from its stockbroker, bank manager, solicitor, accountant or other independent financial or legal adviser. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee or intermediary must contact such entity if it wishes to tender such Notes pursuant to the relevant Offer.

The Issuer is aware of, and has not objected to the Offeror making, the relevant Offers in respect of the Notes as described in this announcement or the Tender Offer Memorandum. The Issuer has not reviewed this announcement or the Tender Offer Memorandum, nor has the Issuer had any involvement in the terms of the Offers. The Issuer does not accept any responsibility for any information contained in this announcement or the Tender Offer Memorandum.

None of the Offeror, the Tender Agent, or any of their respective directors, employees or affiliates makes any recommendation as to whether holders of Notes should tender Notes for purchase pursuant to any of the Offers.

Offer and Distribution Restrictions

Neither this announcement nor the Tender Offer Memorandum constitutes an invitation to participate in any of the Offers in any jurisdiction in which, or to any person to or from whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws. The distribution of this announcement or the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement or the Tender Offer Memorandum comes are required by each of the Offeror and the Tender Agent to inform themselves about and to observe any such restrictions.

United States

The Offers are not being made and will not be made, directly or indirectly, in or into, or by use of the mails of, or by any means or instrumentality of interstate or foreign commerce of, or of any facilities of a national securities exchange of, the United States or to any U.S. Person (as defined in Regulation S of the United States Securities Act of 1933, as amended (each a “**U.S. Person**”)). This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone, the internet and other forms of electronic communication. Accordingly, copies of this announcement, the Tender Offer Memorandum and any other documents or materials relating to any of the Offers are not being, and

must not be, directly or indirectly, mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to a U.S. Person and Notes cannot be tendered in any of the Offers by any such use, means, instrumentality or facility or from or within or by persons located or resident in the United States or by any U.S. Person. Any purported tender of Notes in any of the Offers resulting directly or indirectly from a violation of these restrictions will be invalid and any purported tender of Notes made by a person located in the United States, a U.S. Person, by any person acting for the account or benefit of a U.S. Person, or by any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States will be invalid and will not be accepted.

Each holder of Notes participating in any of the Offers will be deemed to represent that it is not a U.S. Person, it is not located in the United States and is not participating in any of the Offers from the United States, or it is acting on a non-discretionary basis for a principal located outside the United States that is not giving an order to participate in any of the Offers from the United States and who is not a U.S. Person. For the purposes of this and the above paragraph, “**United States**” means the United States of America, its territories and possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and the Northern Mariana Islands), any state of the United States of America and the District of Columbia.

United Kingdom

The communication of this announcement, the Tender Offer Memorandum and any other documents or materials relating to the Offers is not being made, and such documents and/or materials have not been approved, by an authorised person for the purposes of section 21 of the Financial Services and Markets Act 2000, as amended. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. This announcement, the Tender Offer Memorandum and any other documents or materials relating to the Offers may not be distributed or circulated to any person in the United Kingdom other than (i) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “Financial Promotion Order”), (ii) high net worth entities falling within Article 49(2)(A) to (D) of the Financial Promotion Order or (iii) any other persons to whom such distribution or circulation may otherwise lawfully be made under the Financial Promotion Order (all such persons together being referred to as “**Relevant Persons**”). This announcement, the Tender Offer Memorandum and any other documents or materials relating to the Offers are directed only at Relevant Persons and the Offers are available only to Relevant Persons. Any person who is not a Relevant Person should not act or rely on this announcement, the Tender Offer Memorandum or any of their respective contents.

France

The Offers are not being made, directly or indirectly, to the public in the Republic of France (“**France**”). Neither this announcement, the Tender Offer Memorandum nor any other documents or materials relating to the Offers have been or shall be distributed to the public in France and only (i) providers of investment services relating to portfolio management for the account of third parties (*personnes fournissant le service d’investissement de gestion de portefeuille pour compte de tiers*) and/or (ii) qualified investors (*investisseurs qualifiés*) other than individuals, in each case acting on their own account and all as defined in, and in accordance with, Articles L.411-1, L.411-2 and D.411-1 of the French *Code Monétaire et Financier*, are eligible to participate in any of the Offers. This announcement, the Tender Offer Memorandum and any other document or material relating to the Offers have not been and will not be submitted for clearance to nor approved by the *Autorité des marchés financiers*.

Belgium

None of this announcement, the Tender Offer Memorandum or any other documents or materials relating to the Offers have been submitted to or will be submitted for approval or recognition to the Belgian Financial Services and Markets Authority and, accordingly, the Offers may not be made in

Belgium by way of a public offering, as defined in Article 3 of the Belgian Law of 1 April 2007 on public takeover bids, as amended or replaced from time to time. Accordingly, the Offers may not be advertised and the Offers will not be extended, and none of this announcement, the Tender Offer Memorandum or any other documents or materials relating to the Offers (including any memorandum, information circular, brochure or any similar documents) has been or shall be distributed or made available, directly or indirectly, to any person in Belgium other than “qualified investors” within the meaning of Article 10 of the Belgian Law of 16 June 2006 on public offerings of investment instruments and the admission of investment instruments to trading on regulated markets (as amended from time to time).

Italy

None of the Offers, this announcement, the Tender Offer Memorandum or any other documents or materials relating to the Offers have been or will be submitted to the clearance procedure of the Commissione Nazionale per le Società e la Borsa (“CONSOB”).

The Offers are being carried out in the Republic of Italy as exempted offers pursuant to article 101-bis, paragraph 3-bis of the Legislative Decree No. 58 of 24 February 1998, as amended (the “**Financial Services Act**”) and article 35-bis, paragraph 3 of CONSOB Regulation No. 11971 of 14 May 1999.

Holders or beneficial owners of Notes that qualify as qualified investors (*investitori qualificati*) can offer Notes for purchase through authorised persons (such as investment firms, banks or financial intermediaries permitted to conduct such activities in Italy in accordance with the Financial Services Act, CONSOB Regulation No. 16190 of 29 October 2007, as amended from time to time, and Legislative Decree No. 385 of 1 September 1993, as amended) and in compliance with applicable laws and regulations or with requirements imposed by CONSOB or any other Italian authority.

Each intermediary must comply with the applicable laws and regulations concerning information duties vis-à-vis its clients in connection with the Notes or the Offers.

Switzerland

None of this announcement, the Tender Offer Memorandum or any other documents or materials relating to the Offers constitutes a prospectus as such term is understood pursuant to article 652a or article 1156 of the Swiss Federal Code of Obligations or a listing prospectus within the meaning of the listing rules of the SIX Swiss Exchange or any other regulated trading facility. When in doubt, investors based in Switzerland are recommended to contact their legal, financial or tax adviser with respect to any of the Offers.

General

None of this announcement, the Tender Offer Memorandum or the electronic transmission thereof constitutes an offer to buy or the solicitation of an offer to sell Notes of any Series (and tenders of Notes for purchase pursuant to any of the Offers will not be accepted from holders) in any circumstances in which such offer or solicitation is unlawful.

In addition to the representations referred to above in respect of the United States, each holder of Notes participating in any of the Offers will be deemed to give certain other representations in respect of the other jurisdictions referred to above and generally as set out in “*Procedures for Participating in the Offers*” in the Tender Offer Memorandum. Any tender of Notes for purchase pursuant to any of the Offers from a holder that is unable to make these representations will not be accepted.

Each of the Offeror and the Tender Agent reserves the right, in its sole and absolute discretion, to investigate, in relation to any tender of Notes for purchase pursuant to any of the Offers, whether any such representation given by a holder of such Notes is correct and, if such investigation is undertaken and as a result the Offeror determines (for any reason) that such representation is not correct, such tender or submission may be rejected.