

## 2021 RATES DEFINITIONS<sup>1</sup>

The definition of a rate provided in this Technical Schedule shall automatically replace the definition of the same rate, as provided in the "Recueil de Taux" Technical Schedule published by the French Banking Federation (the "**Recueil de Taux**"), for any Transactions entered into after the date of publication of the relevant definition. For these Transactions, any reference to the Recueil de Taux in the relevant Confirmation or Agreement shall be read as a reference to the Recueil de Taux as amended by this Technical Schedule.

In relation to the rates defined in the Recueil de Taux and not defined herein, the definitions provided in the Recueil de Taux shall remain applicable without any change.

For the avoidance of doubt, the occurrence of an Index Cessation Event as defined in this Technical Schedule will constitute a "Benchmark Cessation Event" for the purposes of the Benchmarks Events Technical Schedule published by the FBF.

### 1. INTEREST RATES DEFINITIONS

#### CHF-LIBOR-BBA (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be Swiss Franc LIBOR for a period of time designated as such in the relevant Confirmation (the "**Designated Maturity**") which appears on the Reuters screen LIBOR02 page at 11:55 a.m., London time (which reflects publication as of 11:00 a.m., London time) (or any amended publication time as specified by the Swiss Franc LIBOR benchmark administrator in the Swiss Franc LIBOR benchmark methodology), on the day that is two London Business Days preceding that Floating Rate Determination Date.

*No Index Cessation Effective Date with respect to Swiss Franc LIBOR*

If, by 11:55 a.m., London time (or the amended publication time for Swiss Franc LIBOR, if any, as specified by the Swiss Franc LIBOR benchmark administrator in the Swiss Franc LIBOR benchmark methodology), on that Floating Rate Determination Date, Swiss Franc LIBOR for a period of the Designated Maturity in respect of the Original CHF Fixing Date has not been published on the Reuters screen LIBOR02 page and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be Swiss Franc LIBOR for a period of the Designated Maturity in respect of the Original CHF Fixing Date as provided by the administrator of Swiss Franc LIBOR and published by an authorized distributor or by the administrator of Swiss Franc LIBOR itself. If by 4:00 p.m., London time (or four hours and five minutes after the amended publication time for Swiss Franc LIBOR), on that Floating Rate Determination Date, neither the administrator of Swiss Franc LIBOR nor an authorized distributor has provided or published Swiss Franc LIBOR for a period of the Designated Maturity in respect of the Original CHF Fixing Date and an Index Cessation Effective Date

---

<sup>1</sup> "The 2006 ISDA Definitions, as updated and supplemented from time to time (the "Definitions"), are copyright 2006-2020 by International Swaps and Derivatives Association, Inc. (ISDA), and the use and reproduction of the portion of the Definitions included herein are made with its permission. The Fédération Bancaire Française and the documentation published by the FBF (the "FBF Documentation") are not affiliated with ISDA and ISDA did not participate in drafting the FBF Documentation. ISDA takes no position as to and makes no representations or warranty, express or implied, concerning this instrument's suitability for use in any particular transaction, and bears no responsibility or liability, whether in tort or in contract, for any use of the Definitions as incorporated in the FBF Documentation. Users are urged to confer with legal counsel to determine this instrument's suitability for the contemplated use."

has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of Swiss Franc LIBOR; or
- (B) a rate formally recommended for use by a competent authority which is responsible for supervising Swiss Franc LIBOR or the administrator of Swiss Franc LIBOR,

in each case, during the period of non-publication of Swiss Franc LIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in subparagraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for Swiss Franc LIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with trading volumes in derivatives or futures referencing Swiss Franc LIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to Swiss Franc LIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring two or more London Business Days after the Index Cessation Effective Date will be determined as if references to CHF-LIBOR-BBA were references to Fallback Rate (SARON) for the ‘Original IBOR Rate Record Day’ that corresponds to the Original CHF Fixing Date, as most recently provided or published as at 8:30 p.m., Zurich time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (SARON) for that ‘Original IBOR Rate Record Day’ at, or prior to, 8:30 p.m., Zurich time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON) has not occurred, then the rate for the Floating Rate Determination Date will be Fallback Rate (SARON) as most recently provided or published at that time for the most recent ‘Original IBOR Rate Record Day’, notwithstanding that such day does not correspond to the Original CHF Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (SARON), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON) will be the Swiss Average Rate Overnight (“SARON”) administered by SIX Swiss Exchange AG (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON), referred to in the definition of “Fallback Rate (SARON)” after making such adjustments to SARON as are necessary to account for any difference in term structure or tenor of SARON by comparison to Fallback Rate (SARON) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to SARON*

If neither the administrator nor authorized distributors provide or publish SARON and a Fallback Index Cessation Effective Date with respect to SARON has not occurred, then, in respect of any day for which

SARON is required, references to SARON will be deemed to be references to the last provided or published SARON.

*Fallback Index Cessation Effective Date with respect to SARON*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (SARON) and SARON, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON) (or, if later, the Fallback Index Cessation Effective Date with respect to SARON) will be the NWG Recommended Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON), referred to in the definition of “Fallback Rate (SARON)” after making such adjustments to the NWG Recommended Rate as are necessary to account for any difference in term structure or tenor of the NWG Recommended Rate by comparison to Fallback Rate (SARON) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

If there is no NWG Recommended Rate before the end of the first Zurich Business Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON) (or, if later, the end of the first Zurich Business Day following the Fallback Index Cessation Effective Date with respect to SARON) then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON) (or, if later, the Fallback Index Cessation Effective Date with respect to SARON), will be the Modified SNB Policy Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SARON), referred to in the definition of “Fallback Rate (SARON)” after making such adjustments to the Modified SNB Policy Rate as are necessary to account for any difference in term structure or tenor of the Modified SNB Policy Rate by comparison to Fallback Rate (SARON) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to NWG Recommended Rate or Modified SNB Policy Rate*

If neither the administrator nor authorized distributors provide or publish the NWG Recommended Rate or the Modified SNB Policy Rate (or the index, benchmark or other price source that is referred to in the definition of Modified SNB Policy Rate), as applicable and a Fallback Index Cessation Effective Date with respect to that rate has not occurred, then, in respect of any day for which that rate is required, references to that rate will be deemed to be references to the last provided or published NWG Recommended Rate or Modified SNB Policy Rate (or the last provided or published index, benchmark or other price source that is referred to in the definition of Modified SNB Policy Rate), as applicable.

For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (SARON) Screen.

*Definitions*

For these purposes:

“**Original CHF Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, the day that is two London Business Days preceding that Floating Rate Determination Date;

“**Swiss Franc LIBOR**” means the Swiss Franc wholesale funding rate known as Swiss Franc LIBOR (London Interbank Offered Rate) provided by ICE Benchmark Administration Limited, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (SARON)**” means the term adjusted SARON plus the spread relating to Swiss Franc LIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the provider of term adjusted SARON and the spread, on the Fallback Rate (SARON) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (SARON) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for Swiss Franc LIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP> <GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time);

“**NWG Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for SARON by any working group or committee in Switzerland organized in the same or a similar manner as the National Working Group on Swiss Franc Reference Rates that was founded in 2013 for purposes of, among other things, considering proposals to reform reference interest rates in Switzerland, and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor;

“**Modified SNB Policy Rate**” means a rate equal to the SNB Policy Rate plus the SNB Spread;

“**SNB Policy Rate**” means the policy rate of the Swiss National Bank; and

“**SNB Spread**” means the historical median between SARON and the SNB Policy Rate over an observation period of two years starting two years prior to the day on which the Fallback Index Cessation Event with respect to Fallback Rate (SARON) occurs (or, if later, two years prior to the day on which the first Fallback Index Cessation Event with respect to SARON occurs) and ending on the Zurich Business Day immediately preceding the day on which the Fallback Index Cessation Event with respect to Fallback Rate (SARON) occurs (or, if later, the Zurich Business Day immediately preceding the day on which the first Fallback Index Cessation Event with respect to SARON occurs), as determined by the Agent.

**EUR-EONIA-OIS-COMPOUND** (publication date: 8 January 2021)

The rate, calculated in accordance with the formula set forth below, will be the rate of return of a daily compound interest investment (it being understood that the reference rate for the calculation of interest is the Euro Overnight Index Average (EONIA)), provided that the rate for each day in a Calculation Period occurring on or after an EONIA Index Cessation Effective Date will be determined as if references to EONIA<sub>i</sub> were references to Modified EuroSTR<sub>i</sub>.

Upon the occurrence of a EuroSTR Index Cessation Event, the rate for each day in a Calculation Period occurring on or after the EuroSTR Index Cessation Effective Date will be determined as if references to EONIA<sub>i</sub> were references to the ECB Recommended Rate<sub>i</sub>.

If:

- (a) no such rate is recommended before the end of the first TARGET Settlement Day following the day on which the EuroSTR Index Cessation Event occurs, then the rate for each day in a Calculation Period occurring on or after the EuroSTR Index Cessation Effective Date will be determined as if references to EONIA<sub>i</sub> were references to Modified EDFR (EONIA)<sub>i</sub>; or
- (b) an ECB Recommended Rate Index Cessation Event subsequently occurs, then the rate for each day in a Calculation Period occurring on or after the ECB Recommended Rate Index Cessation Effective Date will be determined as if references to EONIA<sub>i</sub> were references to Modified EDFR (EONIA)<sub>i</sub>.

"**EUR-EONIA-OIS-COMPOUND**" will be calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one ten-thousandth of a percentage point (0.0001%):

$$\left[ \prod_{i=1}^{d_0} \left( 1 + \frac{\text{EONIA}_i \times n_i}{360} \right) - 1 \right] \times \frac{360}{d}$$

where:

"**d**<sub>0</sub>", for any Calculation Period, is the number of TARGET Settlement Days in the relevant Calculation Period;

"**i**" is a series of whole numbers from one to d<sub>0</sub>, each representing the relevant TARGET Settlement Days in chronological order from, and including, the first TARGET Settlement Day in the relevant Calculation Period;

"**EONIA**<sub>i</sub>", for any day "i" in the relevant Calculation Period, is a reference rate equal to the overnight rate appearing on the Reuters screen EONIA Page, or any successor source, in respect of that day;

"**n**<sub>i</sub>" is the number of calendar days in the relevant Calculation Period on which the rate is EONIA<sub>i</sub>;

"**d**" is the number of calendar days in the relevant Calculation Period;

**"EONIA Index Cessation Event"** means:

- (a) the announcement by the European Money Markets Institute on 31 May 2019 that EONIA would be discontinued on 3 January 2022; or
- (b) the occurrence of any of the following events:
  - (i) a public statement or publication of information by or on behalf of the European Money Markets Institute (or a successor administrator of EONIA) announcing that it has ceased or will cease to provide EONIA permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide EONIA; or
  - (ii) a public statement or publication of information by the regulatory supervisor for the administrator of EONIA, the central bank for the currency of EONIA, an insolvency official with jurisdiction over the administrator of EONIA, a resolution authority with jurisdiction over the administrator of EONIA or a court or an entity with similar insolvency or resolution authority over the administrator of EONIA, which states that the administrator of EONIA has ceased or will cease to provide EONIA permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide EONIA;

**"EONIA Index Cessation Effective Date"** means, in respect of an EONIA Index Cessation Event, the first date on which EONIA is no longer provided;

**"Modified EuroSTR;"** means for any day "i" in the relevant Calculation Period, a reference rate equal to EuroSTR in respect of that day as published on the ECB's Website plus 0.085%;

**"EuroSTR"** is the euro short term rate (€STR) provided by the European Central Bank as administrator of the benchmark (or a successor administrator) on the ECB's Website;

**"EuroSTR Index Cessation Event"** means the occurrence of one or more of the following events:

- (a) a public statement or publication of information by or on behalf of the European Central Bank (or a successor administrator of EuroSTR) announcing that it has ceased or will cease to provide EuroSTR permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide EuroSTR; or
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of EuroSTR, the central bank for the currency of EuroSTR, an insolvency official with jurisdiction over the administrator of EuroSTR, a resolution authority with jurisdiction over the administrator of EuroSTR or a court or an entity with similar insolvency or resolution authority over the administrator of EuroSTR, which states that the administrator of EuroSTR has ceased or will cease to provide EuroSTR permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide EuroSTR;

**"EuroSTR Index Cessation Effective Date"** means, in respect of a EuroSTR Index Cessation Event, the first date on which EuroSTR is no longer provided;

**"ECB Recommended Rate<sub>i</sub>"**, for any day "i" in the relevant Calculation Period, is a reference rate equal to the ECB Recommended Rate in respect of that day, as published or provided by the administrator thereof, plus 0.085%;

**"ECB Recommended Rate"** means the rate (inclusive of any spreads or adjustments) recommended as the replacement for EuroSTR by the European Central Bank (or any successor administrator of EuroSTR) and/or by a committee officially endorsed or convened by the European Central Bank (or any successor administrator of EuroSTR) for the purpose of recommending a replacement for EuroSTR (which rate may be produced by the European Central Bank or another administrator);

**"ECB Recommended Rate Index Cessation Event"** means the occurrence of one or more of the following events:

- (a) a public statement or publication of information by or on behalf of the administrator of the ECB Recommended Rate announcing that it has ceased or will cease to provide the ECB Recommended Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the ECB Recommended Rate; or
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the ECB Recommended Rate, the central bank for the currency of the ECB Recommended Rate, an insolvency official with jurisdiction over the administrator of the ECB Recommended Rate, a resolution authority with jurisdiction over the administrator of the ECB Recommended Rate or a court or an entity with similar insolvency or resolution authority over the administrator of the ECB Recommended Rate, which states that the administrator of the ECB Recommended Rate has ceased or will cease to provide the ECB Recommended Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the ECB Recommended Rate;

**"ECB Recommended Rate Index Cessation Effective Date"** means, in respect of an ECB Recommended Rate Index Cessation Event, the first date on which the ECB Recommended Rate is no longer provided;

**"Modified EDFR (EONIA)"**, for any day "i" in the relevant Calculation Period, is a reference rate equal to Modified EDFR (EONIA) in respect of that day plus 0.085%;

**"Modified EDFR (EONIA)"** means the Eurosystem Deposit Facility Rate, as published or provided by the administrator thereof, plus the EDFR Spread;

**"Eurosystem Deposit Facility Rate"** means the rate on the deposit facility, which banks may use to make overnight deposits with the Eurosystem and which is published on the ECB's Website;

**"EDFR Spread"** means:

- (a) if no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the day on which the EuroSTR Index Cessation Event occurs, the arithmetic mean of the daily difference between EuroSTR and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the EuroSTR Index Cessation Event occurs and ending on the TARGET Settlement Day immediately preceding the day on which the EuroSTR Index Cessation Event occurs; or



- (b) if an ECB Recommended Rate Index Cessation Event occurs, the arithmetic mean of the daily difference between the ECB Recommended Rate and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the ECB Recommended Rate Index Cessation Event occurs and ending on the TARGET Settlement Day immediately preceding the day on which the ECB Recommended Rate Index Cessation Event occurs;

"**ECB's Website**" means the website of the European Central Bank at <https://www.ecb.europa.eu/home/html/index.en.html>, or any Successor Source; and

"**Successor Source**" means, in relation to the ECB's Website the successor display page, other published source, information vendor or provider that has been officially designated by the European Central Bank.

#### **EUR-EURIBOR-Reuters** (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be EURIBOR for the period of time designated as such in the relevant Confirmation (the "**Designated Maturity**") which appears on the Reuters screen EURIBOR01 Page as of 11:00 a.m., Brussels time (or any amended publication time as specified by the EURIBOR benchmark administrator in the EURIBOR benchmark methodology), on the day that is two TARGET Settlement Days preceding that Floating Rate Determination Date.

#### *No Index Cessation Effective Date with respect to EURIBOR*

If, by 11:00 a.m., Brussels time (or the amended publication time for EURIBOR, if any, as specified by the EURIBOR benchmark administrator in the EURIBOR benchmark methodology), on that Floating Rate Determination Date, EURIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date has not been published on the Reuters screen EURIBOR01 page and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be EURIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date, as provided by the administrator of EURIBOR and published by an authorized distributor or by the administrator of EURIBOR itself. If by 3:00 p.m., Brussels time (or four hours after the amended publication time for EURIBOR), on that Floating Rate Determination Date, neither the administrator of EURIBOR nor an authorized distributor has provided or published EURIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date and an Index Cessation Effective Date has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of EURIBOR; or
- (B) a rate formally recommended for use by the supervisor which is responsible for supervising EURIBOR or the administrator of EURIBOR,

in each case, during the period of non-publication of EURIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in sub-paragraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for EURIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with



trading volumes in derivatives or futures referencing EURIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to EURIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring two or more TARGET Settlement Days after the Index Cessation Effective Date will be determined as if references to EUR-EURIBOR-Reuters were references to Fallback Rate (EuroSTR) for the ‘Original IBOR Rate Record Day’ that corresponds to the Original EUR Fixing Date, as most recently provided or published as at 11:30 a.m., Frankfurt time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (EuroSTR) for that ‘Original IBOR Rate Record Day’ at, or prior to, 11:30 a.m., Frankfurt time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) has not occurred, then the rate for the Floating Rate Determination Date will be Fallback Rate (EuroSTR) as most recently provided or published at that time for the most recent ‘Original IBOR Rate Record Day’, notwithstanding that such day does not correspond to the Original EUR Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) will be the Euro Short-Term Rate (“**EuroSTR**”) administered by the European Central Bank (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to EuroSTR as are necessary to account for any difference in term structure or tenor of EuroSTR by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to EuroSTR*

If neither the administrator nor authorized distributors provide or publish EuroSTR and a Fallback Index Cessation Effective Date with respect to EuroSTR has not occurred, then, in respect of any day for which EuroSTR is required, references to EuroSTR will be deemed to be references to the last provided or published EuroSTR.

*Fallback Index Cessation Effective Date with respect to EuroSTR*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (EuroSTR) and EuroSTR, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the Fallback Index Cessation Effective Date with respect to EuroSTR) will be the ECB Recommended Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to the ECB Recommended Rate as are necessary to account for any difference in term structure or tenor

of the ECB Recommended Rate by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to ECB Recommended Rate*

If there is an ECB Recommended Rate before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR) but neither the administrator nor authorized distributors provide or publish the ECB Recommended Rate and a Fallback Index Cessation Effective Date with respect to it has not occurred, then, in respect of any day for which the ECB Recommended Rate is required, references to the ECB Recommended Rate will be deemed to be references to the last provided or published ECB Recommended Rate.

*No ECB Recommended Rate or Fallback Index Cessation Effective Date with respect to ECB Recommended Rate*

If:

- (A) no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR); or
- (B) a Fallback Index Cessation Effective Date with respect to the ECB Recommended Rate subsequently occurs,

then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the Fallback Index Cessation Effective Date with respect to EuroSTR) or the Fallback Index Cessation Effective Date with respect to the ECB Recommended Rate (as applicable) will be Modified EDFR, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to Modified EDFR as are necessary to account for any difference in term structure or tenor of Modified EDFR by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to Modified EDFR*

If neither the administrator nor authorized distributors provide or publish Modified EDFR (or the index, benchmark or other price source that is referred to in the definition of Modified EDFR) and a Fallback Index Cessation Effective Date with respect to that rate has not occurred, then, in respect of any day for which that rate is required, references to that rate will be deemed to be references to the last provided or published Modified EDFR (or the last provided or published index, benchmark or other price source that is referred to in the definition of Modified EDFR).

For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the

payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (EuroSTR) Screen.

### *Definitions*

For these purposes:

“**Original EUR Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, the day that is two TARGET Settlement Days preceding that Floating Rate Determination Date;

“**EURIBOR**” means the Euro wholesale funding rate known as the Euro Interbank Offered Rate provided by the European Money Markets Institute, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (EuroSTR)**” means the term adjusted EuroSTR plus the spread relating to EURIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the provider of term adjusted EuroSTR and the spread, on the Fallback Rate (EuroSTR) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (EuroSTR) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for EURIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP> <GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time);

“**ECB Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for EuroSTR by the European Central Bank (or any successor administrator of EuroSTR) and/or by a committee officially endorsed or convened by the European Central Bank (or any successor administrator of EuroSTR) for the purpose of recommending a replacement for EuroSTR (which rate may be produced by the European Central Bank or another administrator) and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor;

“**Modified EDFR**” means a rate equal to the Eurosystem Deposit Facility Rate plus the EDFR Spread;

“**Eurosystem Deposit Facility Rate**” means the rate on the deposit facility, which banks may use to make overnight deposits with the Eurosystem and which is published on the ECB’s Website; and

“**EDFR Spread**” means:

- (A) if no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR), the arithmetic mean of the daily difference between EuroSTR and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR) occurs (or, if later, 30 TARGET Settlement Days prior to the day on which the first Fallback Index Cessation Event with respect to EuroSTR occurs) and ending on the TARGET Settlement

Day immediately preceding the day on which the Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR) occurs (or, if later, the TARGET Settlement Day immediately preceding the day on which the first Fallback Index Cessation Event with respect to EuroSTR occurs); or

- (B) if a Fallback Index Cessation Event with respect to the ECB Recommended Rate occurs, the arithmetic mean of the daily difference between the ECB Recommended Rate and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the Fallback Index Cessation Event with respect to the ECB Recommended Rate occurs and ending on the TARGET Settlement Day immediately preceding the day on which that Fallback Index Cessation Event occurs.

**EUR-EuroSTR -COMPOUND** (publication date: 8 January 2021)

The rate, calculated in accordance with the formula set forth below, will be the rate of return of a daily compound interest investment (it being understood that the reference rate for the calculation of interest is the euro short term rate (€STR)).

Upon the occurrence of a EuroSTR Index Cessation Event, the rate for each day in a Calculation Period occurring on or after the EuroSTR Index Cessation Effective Date will be determined as if references to EuroSTR<sub>i</sub> were references to the ECB Recommended Rate<sub>i</sub>.

If:

- (a) no such rate is recommended before the end of the first TARGET Settlement Day following the day on which the EuroSTR Index Cessation Event occurs, then the rate for each day in a Calculation Period occurring on or after the EuroSTR Index Cessation Effective Date will be determined as if references to EuroSTR<sub>i</sub> were references to Modified EDFR (EuroSTR)<sub>i</sub>; or
- (b) an ECB Recommended Rate Index Cessation Event subsequently occurs, then the rate for each day in a Calculation Period occurring on or after the ECB Recommended Rate Index Cessation Effective Date will be determined as if references to EuroSTR<sub>i</sub> were references to Modified EDFR (EuroSTR)<sub>i</sub>.

"**EUR-EuroSTR-COMPOUND**" will be calculated as follows, and the resulting percentage will be rounded, if necessary, to the nearest one ten-thousandth of a percentage point (0.0001%):

$$\left[ \prod_{i=1}^{d_0} \left( 1 + \frac{\text{EuroSTR}_i \times n_i}{360} \right) - 1 \right] \times \frac{360}{d}$$

where:

"**d<sub>0</sub>**", for any Calculation Period, is the number of TARGET Settlement Days in the relevant Calculation Period;

"**i**" is a series of whole numbers from one to **d<sub>0</sub>**, each representing the relevant TARGET Settlement Day in chronological order from, and including, the first TARGET Settlement Day in the relevant Calculation Period;

"**EuroSTR<sub>i</sub>**", for any day "i" in the relevant Calculation Period, is a reference rate equal to EuroSTR in respect of that day as published on the ECB's Website;

"**EuroSTR**" is the euro short term rate (€STR) provided by the European Central Bank as administrator of the benchmark (or a successor administrator) on the ECB's Website;

"**n<sub>i</sub>**" is the number of calendar days in the relevant Calculation Period on which the rate is EuroSTR<sub>i</sub>;

"**d**" is the number of calendar days in the relevant Calculation Period;

"**EuroSTR Index Cessation Event**" means the occurrence of one or more of the following events:

- (a) a public statement or publication of information by or on behalf of the European Central Bank (or a successor administrator of EuroSTR) announcing that it has ceased or will cease to provide EuroSTR permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide EuroSTR; or
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of EuroSTR, the central bank for the currency of EuroSTR, an insolvency official with jurisdiction over the administrator of EuroSTR, a resolution authority with jurisdiction over the administrator of EuroSTR or a court or an entity with similar insolvency or resolution authority over the administrator of EuroSTR, which states that the administrator of EuroSTR has ceased or will cease to provide EuroSTR permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide EuroSTR;

"**EuroSTR Index Cessation Effective Date**" means, in respect of a EuroSTR Index Cessation Event, the first date on which EuroSTR is no longer provided;

"**ECB Recommended Rate<sub>i</sub>**", for any day "i" in the relevant Calculation Period, is a reference rate equal to the ECB Recommended Rate in respect of that day, as published or provided by the administrator thereof;

"**ECB Recommended Rate**" means the rate (inclusive of any spreads or adjustments) recommended as the replacement for EuroSTR by the European Central Bank (or any successor administrator of EuroSTR) and/or by a committee officially endorsed or convened by the European Central Bank (or any successor administrator of EuroSTR) for the purpose of recommending a replacement for EuroSTR (which rate may be produced by the European Central Bank or another administrator);

"**ECB Recommended Rate Index Cessation Event**" means the occurrence of one or more of the following events:

- (a) a public statement or publication of information by or on behalf of the administrator of the ECB Recommended Rate announcing that it has ceased or will cease to provide the ECB Recommended Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the ECB Recommended Rate; or
- (b) a public statement or publication of information by the regulatory supervisor for the administrator of the ECB Recommended Rate, the central bank for the currency of the ECB

Recommended Rate, an insolvency official with jurisdiction over the administrator of the ECB Recommended Rate, a resolution authority with jurisdiction over the administrator of the ECB Recommended Rate or a court or an entity with similar insolvency or resolution authority over the administrator of the ECB Recommended Rate, which states that the administrator of the ECB Recommended Rate has ceased or will cease to provide the ECB Recommended Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the ECB Recommended Rate; and

**"ECB Recommended Rate Index Cessation Effective Date"** means, in respect of an ECB Recommended Rate Index Cessation Event, the first date on which the ECB Recommended Rate is no longer provided;

**"Modified EDFR (EuroSTR)<sub>i</sub>"**, for any day "i" in the relevant Calculation Period, is a reference rate equal to the Eurosystem Deposit Facility Rate in respect of that day plus the EDFR Spread;

**"Eurosystem Deposit Facility Rate"** means the rate on the deposit facility, which banks may use to make overnight deposits with the Eurosystem and which is published on the ECB's website; and

**"EDFR Spread"** means:

- (a) if no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the day on which the EuroSTR Index Cessation Event occurs, the arithmetic mean of the daily difference between EuroSTR and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the EuroSTR Index Cessation Event occurs and ending on the TARGET Settlement Day immediately preceding the day on which the EuroSTR Index Cessation Event occurs; or
- (b) if an ECB Recommended Rate Index Cessation Event occurs, the arithmetic mean of the daily difference between the ECB Recommended Rate and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the ECB Recommended Rate Index Cessation Event occurs and ending on the TARGET Settlement Day immediately preceding the day on which the ECB Recommended Rate Index Cessation Event occurs.

**"ECB's Website"** means the website of the European Central Bank at <https://www.ecb.europa.eu/home/html/index.en.html>, or any Successor Source.

**"Successor Source"** means, in relation to the ECB's Website the successor display page, other published source, information vendor or provider that has been officially designated by the European Central Bank.

#### **EUR-LIBOR-BBA** (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be Euro LIBOR for the period of time designated as such in the relevant Confirmation (the **"Designated Maturity"**) which appears on the Reuters screen LIBOR01 page at 11:55 a.m., London time (which reflects publication as of 11:00 a.m., London time) (or any amended publication time as specified by the Euro LIBOR benchmark administrator in the Euro LIBOR benchmark methodology), on the day that is two TARGET Settlement Days preceding that Floating Rate Determination Date.



*No Index Cessation Effective Date with respect to Euro LIBOR*

If, by 11:55 a.m., London time (or the amended publication time for Euro LIBOR, if any, as specified by the Euro LIBOR benchmark administrator in the Euro LIBOR benchmark methodology), on that Floating Rate Determination Date, Euro LIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date has not been published on the Reuters screen LIBOR01 page and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be Euro LIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date, as provided by the administrator of Euro LIBOR and published by an authorized distributor or by the administrator of Euro LIBOR itself. If by 4:00 p.m., London time (or four hours and five minutes after the amended publication time for Euro LIBOR), on that Floating Rate Determination Date, neither the administrator of Euro LIBOR nor an authorized distributor has provided or published Euro LIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date and an Index Cessation Effective Date has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of Euro LIBOR; or
- (B) a rate formally recommended for use by the supervisor which is responsible for supervising Euro LIBOR or the administrator of Euro LIBOR,

in each case, during the period of non-publication of Euro LIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in sub-paragraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for Euro LIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with trading volumes in derivatives or futures referencing Euro LIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to Euro LIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring two or more TARGET Settlement Days after the Index Cessation Effective Date will be determined as if references to EUR-LIBOR-BBA were references to Fallback Rate (EuroSTR) for the 'Original IBOR Rate Record Day' that corresponds to the Original EUR Fixing Date, as most recently provided or published as at 11:30 a.m., Frankfurt time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (EuroSTR) for that 'Original IBOR Rate Record Day' at, or prior to, 11:30 a.m., Frankfurt time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) has not occurred, then the rate for the Floating Rate Determination Date will be Fallback Rate (EuroSTR) as most recently provided or published at that time for the most recent 'Original IBOR Rate Record Day', notwithstanding that such day does not correspond to the Original EUR Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation

Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) will be the Euro Short-Term Rate (“**EuroSTR**”) administered by the European Central Bank (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to EuroSTR as are necessary to account for any difference in term structure or tenor of EuroSTR by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to EuroSTR*

If neither the administrator nor authorized distributors provide or publish EuroSTR and a Fallback Index Cessation Effective Date with respect to EuroSTR has not occurred, then, in respect of any day for which EuroSTR is required, references to EuroSTR will be deemed to be references to the last provided or published EuroSTR.

*Fallback Index Cessation Effective Date with respect to EuroSTR*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (EuroSTR) and EuroSTR, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the Fallback Index Cessation Effective Date with respect to EuroSTR) will be the ECB Recommended Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to the ECB Recommended Rate as are necessary to account for any difference in term structure or tenor of the ECB Recommended Rate by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to ECB Recommended Rate*

If there is an ECB Recommended Rate before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR) but neither the administrator nor authorized distributors provide or publish the ECB Recommended Rate and a Fallback Index Cessation Effective Date with respect to it has not occurred, then, in respect of any day for which the ECB Recommended Rate is required, references to the ECB Recommended Rate will be deemed to be references to the last provided or published ECB Recommended Rate.

*No ECB Recommended Rate or Fallback Index Cessation Effective Date with respect to ECB Recommended Rate*

If:

- (A) no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR); or

- (B) a Fallback Index Cessation Effective Date with respect to the ECB Recommended Rate subsequently occurs,

then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the Fallback Index Cessation Effective Date with respect to EuroSTR) or the Fallback Index Cessation Effective Date with respect to the ECB Recommended Rate (as applicable) will be Modified EDFR, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to Modified EDFR as are necessary to account for any difference in term structure or tenor of Modified EDFR by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to Modified EDFR*

If neither the administrator nor authorized distributors provide or publish Modified EDFR (or the index, benchmark or other price source that is referred to in the definition of Modified EDFR) and a Fallback Index Cessation Effective Date with respect to that rate has not occurred, then, in respect of any day for which that rate is required, references to that rate will be deemed to be references to the last provided or published Modified EDFR (or the last provided or published index, benchmark or other price source that is referred to in the definition of Modified EDFR).

For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (EuroSTR) Screen.

*Definitions*

For these purposes:

“**Original EUR Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, the day that is two TARGET Settlement Days preceding that Floating Rate Determination Date;

“**Euro LIBOR**” means the Euro wholesale funding rate known as Euro LIBOR (London Interbank Offered Rate) provided by ICE Benchmark Administration Limited, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (EuroSTR)**” means the term adjusted EuroSTR plus the spread relating to Euro LIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the provider of term adjusted EuroSTR and the spread, on the Fallback Rate (EuroSTR) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (EuroSTR) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for Euro LIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP>

<GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time);

“**ECB Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for EuroSTR by the European Central Bank (or any successor administrator of EuroSTR) and/or by a committee officially endorsed or convened by the European Central Bank (or any successor administrator of EuroSTR) for the purpose of recommending a replacement for EuroSTR (which rate may be produced by the European Central Bank or another administrator) and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor ;

“**Modified EDFR**” means a rate equal to the Eurosystem Deposit Facility Rate plus the EDFR Spread;

“**Eurosystem Deposit Facility Rate**” means the rate on the deposit facility, which banks may use to make overnight deposits with the Eurosystem and which is published on the ECB’s Website; and

“**EDFR Spread**” means:

- (A) if no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR), the arithmetic mean of the daily difference between EuroSTR and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR) occurs (or, if later, 30 TARGET Settlement Days prior to the day on which the first Fallback Index Cessation Event with respect to EuroSTR occurs) and ending on the TARGET Settlement Day immediately preceding the day on which the Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR) occurs (or, if later, the TARGET Settlement Day immediately preceding the day on which the first Fallback Index Cessation Event with respect to EuroSTR occurs); or
- (B) if a Fallback Index Cessation Event with respect to the ECB Recommended Rate occurs, the arithmetic mean of the daily difference between the ECB Recommended Rate and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the Fallback Index Cessation Event with respect to the ECB Recommended Rate occurs and ending on the TARGET Settlement Day immediately preceding the day on which that Fallback Index Cessation Event occurs.

**EUR-LIBOR-BBA-Bloomberg** (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be Euro LIBOR for the period of time designated as such in the relevant Confirmation (the “**Designated Maturity**”) which appears on the Bloomberg screen BTMM EU page under the heading “EUR LIBOR FIX” at 11:55 a.m., London time (which reflects publication as of 11:00 a.m., London time) (or any amended publication time as specified by the Euro LIBOR benchmark administrator in the Euro LIBOR benchmark methodology), on the day that is two TARGET Settlement Days preceding that Floating Rate Determination Date.

*No Index Cessation Effective Date with respect to Euro LIBOR*

If, by 11:55 a.m., London time (or the amended publication time for Euro LIBOR, if any, as specified by the Euro LIBOR benchmark administrator in the Euro LIBOR benchmark methodology), on that Floating Rate Determination Date, Euro LIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date has not been published on the Bloomberg screen BTMM EU page under the heading “EUR LIBOR FIX” and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be Euro LIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date, as provided by the administrator of Euro LIBOR and published by an authorized distributor or by the administrator of Euro LIBOR itself. If by 4:00 p.m., London time (or four hours and five minutes after the amended publication time for Euro LIBOR), on that Floating Rate Determination Date, neither the administrator of Euro LIBOR nor an authorized distributor has provided or published Euro LIBOR for a period of the Designated Maturity in respect of the Original EUR Fixing Date and an Index Cessation Effective Date has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of Euro LIBOR; or
- (B) a rate formally recommended for use by the supervisor which is responsible for supervising Euro LIBOR or the administrator of Euro LIBOR,

in each case, during the period of non-publication of Euro LIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in sub-paragraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for Euro LIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with trading volumes in derivatives or futures referencing Euro LIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to Euro LIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring two or more TARGET Settlement Days after the Index Cessation Effective Date will be determined as if references to EUR-LIBOR-BBA-Bloomberg were references to Fallback Rate (EuroSTR) for the ‘Original IBOR Rate Record Day’ that corresponds to the Original EUR Fixing Date, as most recently provided or published as at 11:30 a.m., Frankfurt time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (EuroSTR) for that ‘Original IBOR Rate Record Day’ at, or prior to, 11:30 a.m., Frankfurt time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to

Fallback Rate (EuroSTR) has not occurred, then the rate for the Floating Rate Determination Date will be Fallback Rate (EuroSTR) as most recently provided or published at that time for the most recent ‘Original IBOR Rate Record Day’, notwithstanding that such day does not correspond to the Original EUR Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) will be the Euro Short-Term Rate (“EuroSTR”) administered by the European Central Bank (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to EuroSTR as are necessary to account for any difference in term structure or tenor of EuroSTR by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to EuroSTR*

If neither the administrator nor authorized distributors provide or publish EuroSTR and a Fallback Index Cessation Effective Date with respect to EuroSTR has not occurred, then, in respect of any day for which EuroSTR is required, references to EuroSTR will be deemed to be references to the last provided or published EuroSTR.

*Fallback Index Cessation Effective Date with respect to EuroSTR*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (EuroSTR) and EuroSTR, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the Fallback Index Cessation Effective Date with respect to EuroSTR) will be the ECB Recommended Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to the ECB Recommended Rate as are necessary to account for any difference in term structure or tenor of the ECB Recommended Rate by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to ECB Recommended Rate*

If there is an ECB Recommended Rate before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR) but neither the administrator nor authorized distributors provide or publish the ECB Recommended Rate and a Fallback Index Cessation Effective Date with respect to it has not occurred, then, in respect of any day for which the ECB Recommended Rate is required, references to the ECB Recommended Rate will be deemed to be references to the last provided or published ECB Recommended Rate.



*No ECB Recommended Rate or Fallback Index Cessation Effective Date with respect to ECB Recommended Rate*

If:

- (A) no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR); or
- (B) a Fallback Index Cessation Effective Date with respect to the ECB Recommended Rate subsequently occurs,

then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, the Fallback Index Cessation Effective Date with respect to EuroSTR) or the Fallback Index Cessation Effective Date with respect to the ECB Recommended Rate (as applicable) will be Modified EDFR, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR), referred to in the definition of “Fallback Rate (EuroSTR)” after making such adjustments to Modified EDFR as are necessary to account for any difference in term structure or tenor of Modified EDFR by comparison to Fallback Rate (EuroSTR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to Modified EDFR*

If neither the administrator nor authorized distributors provide or publish Modified EDFR (or the index, benchmark or other price source that is referred to in the definition of Modified EDFR) and a Fallback Index Cessation Effective Date with respect to that rate has not occurred, then, in respect of any day for which that rate is required, references to that rate will be deemed to be references to the last provided or published Modified EDFR (or the last provided or published index, benchmark or other price source that is referred to in the definition of Modified EDFR).

For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (EuroSTR) Screen.

#### *Definitions*

For these purposes:

“**Original EUR Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, the day that is two TARGET Settlement Days preceding that Floating Rate Determination Date;

“**Euro LIBOR**” means the Euro wholesale funding rate known as Euro LIBOR (London Interbank Offered Rate) provided by ICE Benchmark Administration Limited, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (EuroSTR)**” means the term adjusted EuroSTR plus the spread relating to Euro LIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the provider of term adjusted EuroSTR and the spread, on the Fallback Rate (EuroSTR) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (EuroSTR) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for Euro LIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP> <GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time);

“**ECB Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for EuroSTR by the European Central Bank (or any successor administrator of EuroSTR) and/or by a committee officially endorsed or convened by the European Central Bank (or any successor administrator of EuroSTR) for the purpose of recommending a replacement for EuroSTR (which rate may be produced by the European Central Bank or another administrator) and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor ;

“**Modified EDFR**” means a rate equal to the Eurosystem Deposit Facility Rate plus the EDFR Spread;

“**Eurosystem Deposit Facility Rate**” means the rate on the deposit facility, which banks may use to make overnight deposits with the Eurosystem and which is published on the ECB’s Website; and

“**EDFR Spread**” means:

- (A) if no ECB Recommended Rate is recommended before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (EuroSTR) (or, if later, before the end of the first TARGET Settlement Day following the Fallback Index Cessation Effective Date with respect to EuroSTR), the arithmetic mean of the daily difference between EuroSTR and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR) occurs (or, if later, 30 TARGET Settlement Days prior to the day on which the first Fallback Index Cessation Event with respect to EuroSTR occurs) and ending on the TARGET Settlement Day immediately preceding the day on which the Fallback Index Cessation Event with respect to Fallback Rate (EuroSTR) occurs (or, if later, the TARGET Settlement Day immediately preceding the day on which the first Fallback Index Cessation Event with respect to EuroSTR occurs); or
- (B) if a Fallback Index Cessation Event with respect to the ECB Recommended Rate occurs, the arithmetic mean of the daily difference between the ECB Recommended Rate and the Eurosystem Deposit Facility Rate over an observation period of 30 TARGET Settlement Days starting 30 TARGET Settlement Days prior to the day on which the Fallback Index Cessation Event with respect to the ECB Recommended Rate occurs and ending on the TARGET Settlement Day immediately preceding the day on which that Fallback Index Cessation Event occurs.

**GBP-LIBOR-BBA** (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be Sterling LIBOR for the period of time designated as such in the relevant Confirmation (the "Designated Maturity") which appears on the Reuters screen LIBOR01 Page at 11:55 a.m., London time (which reflects publication as of 11:00 a.m., London time) (or any amended publication time as specified by the Sterling LIBOR benchmark administrator in the Sterling LIBOR benchmark methodology), on that Floating Rate Determination Date.

*No Index Cessation Effective Date with respect to Sterling LIBOR*

If, by 11:55 a.m., London time (or the amended publication time for Sterling LIBOR, if any, as specified by the Sterling LIBOR benchmark administrator in the Sterling LIBOR benchmark methodology), on that Floating Rate Determination Date, Sterling LIBOR for a period of the Designated Maturity in respect of such day has not been published on the Reuters screen LIBOR01 Page and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be Sterling LIBOR for a period of the Designated Maturity in respect of such day, as provided by the administrator of Sterling LIBOR and published by an authorized distributor or by the administrator of Sterling LIBOR itself. If by 4:00 p.m., London time (or four hours and five minutes after the amended publication time for Sterling LIBOR), on that Floating Rate Determination Date, neither the administrator of Sterling LIBOR nor an authorized distributor has provided or published Sterling LIBOR for a period of the Designated Maturity in respect of such day and an Index Cessation Effective Date has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of Sterling LIBOR; or
- (B) a rate formally recommended for use by the supervisor which is responsible for supervising Sterling LIBOR or the administrator of Sterling LIBOR,

in each case, during the period of non-publication of Sterling LIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in sub-paragraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for Sterling LIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with trading volumes in derivatives or futures referencing Sterling LIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to Sterling LIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring on or after the Index Cessation Effective Date will be determined as if references to GBP-LIBOR-BBA were references to Fallback Rate (SONIA) for the 'Original IBOR Rate Record Day' that corresponds to the Original GBP Fixing Date, as most recently provided or published as at 11:30 a.m., London time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (SONIA) for that 'Original IBOR Rate Record Day' at, or prior to, 11:30 a.m., London time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA) has not occurred, then the rate for the

Floating Rate Determination Date will be Fallback Rate (SONIA) as most recently provided or published at that time for the most recent ‘Original IBOR Rate Record Day’, notwithstanding that such day does not correspond to the Original GBP Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (SONIA), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA) will be the Sterling Overnight Index Average (“SONIA”) rate administered by the Bank of England (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA), referred to in the definition of “Fallback Rate (SONIA)” after making such adjustments to SONIA as are necessary to account for any difference in term structure or tenor of SONIA by comparison to Fallback Rate (SONIA) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to SONIA*

If neither the administrator nor authorized distributors provide or publish SONIA and a Fallback Index Cessation Effective Date with respect to SONIA has not occurred, then, in respect of any day for which SONIA is required, references to SONIA will be deemed to be references to the last provided or published SONIA.

*Fallback Index Cessation Effective Date with respect to SONIA*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (SONIA) and SONIA, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA) (or, if later, the Fallback Index Cessation Effective Date with respect to SONIA) will be the GBP Recommended Rate, to which the Calculation Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA), referred to in the definition of “Fallback Rate (SONIA)” after making such adjustments to the GBP Recommended Rate as are necessary to account for any difference in term structure or tenor of the GBP Recommended Rate by comparison to Fallback Rate (SONIA) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to GBP Recommended Rate*

If there is a GBP Recommended Rate before the end of the first London Business Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA) (or, if later, the end of the first London Business Day following the Fallback Index Cessation Effective Date with respect to SONIA) but neither the administrator nor authorized distributors provide or publish the GBP Recommended Rate and a Fallback Index Cessation Effective Date with respect to it has not occurred, then, in respect of any day for which the GBP Recommended Rate is required, references to the GBP Recommended Rate will be deemed to be references to the last provided or published GBP Recommended Rate.

*No GBP Recommended Rate or Fallback Index Cessation Effective Date with respect to GBP Recommended Rate*

If:

- (A) there is no GBP Recommended Rate before the end of the first London Business Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA) (or, if later, the end of the first London Business Day following the Fallback Index Cessation Effective Date with respect to SONIA); or
- (B) there is a GBP Recommended Rate and a Fallback Index Cessation Effective Date subsequently occurs with respect to it,

then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA) (or, if later, the Fallback Index Cessation Effective Date with respect to SONIA) or the Fallback Index Cessation Effective Date with respect to the GBP Recommended Rate (as applicable) will be the UK Bank Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SONIA), referred to in the definition of “Fallback Rate (SONIA)” after making such adjustments to the UK Bank Rate as are necessary to account for any difference in term structure or tenor of the UK Bank Rate by comparison to Fallback Rate (SONIA) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

#### *UK Bank Rate*

In respect of any day for which the UK Bank Rate is required, references to the UK Bank Rate will be deemed to be references to the last provided or published UK Bank Rate as at close of business in London on that day.

For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (SONIA) Screen.

#### *Definitions*

For these purposes:

“**Original GBP Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, that Floating Rate Determination Date;

“**Sterling LIBOR**” means the Sterling wholesale funding rate known as Sterling LIBOR (London Interbank Offered Rate) provided by ICE Benchmark Administration Limited, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (SONIA)**” means the term adjusted SONIA rate plus the spread relating to Sterling LIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the

provider of term adjusted SONIA and the spread, on the Fallback Rate (SONIA) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (SONIA) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for Sterling LIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP> <GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time);

“**GBP Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for SONIA by (A) the administrator of SONIA if the administrator of SONIA is a national central bank, or (B) if the national central bank administrator of SONIA does not make a recommendation or the administrator of SONIA is not a national central bank, a committee designated for this purpose by one or both of the Financial Conduct Authority (or any successor thereto) and the Bank of England and as provided by the then administrator of that rate (or a successor administrator) or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor; and

“**UK Bank Rate**” means the official bank rate as determined by the Monetary Policy Committee of the Bank of England and published by the Bank of England from time to time.

#### **GBP-SONIA-COMPOUND** (publication date: 8 January 2021)

The rate calculated in accordance with the formula set forth below, will be the rate of return of a daily compound interest investment (it being understood that the reference rate for the calculation of interest is the Sterling daily overnight reference rate (SONIA)).

“GBP-SONIA-COMPOUND” will be calculated as follows, and the resulting percentage will be rounded, if necessary to the nearest one ten-thousandth of a percentage point (0.0001%):

$$\left[ \prod_{i=1}^{d_0} \left( 1 + \frac{\text{SONIA}_i \times n_i}{365} \right) - 1 \right] \times \frac{365}{d}$$

where:

“**d<sub>0</sub>**”, for any Calculation Period, is the number of London Business Days in the relevant Calculation Period;

“**i**” is a series of whole numbers from one to d<sub>0</sub>, each representing the relevant London Business Days in chronological order from, and including, the first London Business Day in the relevant Calculation Period;

“**SONIA<sub>i</sub>**”, for any day “i” in the relevant Calculation Period, is a reference rate equal to the daily Sterling Overnight Index Average (SONIA) rate as provided by the administrator of SONIA to, and published by, authorized distributors of the rate as of 9:00 a.m., London time, on the London Business Day immediately following that day “i”;

“**n<sub>i</sub>**” is the number of calendar days in the relevant Calculation Period on which the rate is SONIA<sub>i</sub>; and



“d” is the number of calendar days in the relevant Calculation Period.

"**London Business Day**" means any day on which commercial banks in London are open for general business (including dealings in foreign exchange and foreign currency deposits).

**JPY-LIBOR-BBA** (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be Yen LIBOR for the period of time designated as such in the relevant Confirmation (the "**Designated Maturity**") which appears on the Reuters screen 3750 page at 11:55 a.m., London time (which reflects publication as of 11:00 a.m., London time) (or any amended publication time as specified by the Yen LIBOR benchmark administrator in the Yen LIBOR benchmark methodology), on the day that is two London Business Days preceding that Floating Rate Determination Date.

*No Index Cessation Effective Date with respect to Yen LIBOR*

If, by 11:55 a.m., London time (or the amended publication time for Yen LIBOR, if any, as specified by the Yen LIBOR benchmark administrator in the Yen LIBOR benchmark methodology), on that Floating Rate Determination Date, Yen LIBOR for a period of the Designated Maturity in respect of the Original JPY LIBOR Fixing Date has not been published on the Reuters screen 3750 page and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be Yen LIBOR for a period of the Designated Maturity in respect of the Original JPY LIBOR Fixing Date, as provided by the administrator of Yen LIBOR and published by an authorized distributor or by the administrator of Yen LIBOR itself. If by 4:00 p.m., London time (or four hours and five minutes after the amended publication time for Yen LIBOR), on that Floating Rate Determination Date, neither the administrator of Yen LIBOR nor an authorized distributor has provided or published Yen LIBOR for a period of the Designated Maturity in respect of the Original JPY LIBOR Fixing Date and an Index Cessation Effective Date has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of Yen LIBOR; or
- (B) a rate formally recommended for use by a committee officially endorsed or convened by the Bank of Japan for the purposes of recommending an alternative rate for Yen LIBOR (which rate may be produced by the Bank of Japan or another administrator) or any other supervisor which is responsible for supervising Yen LIBOR or the administrator of Yen LIBOR

in each case, during the period of non-publication of Yen LIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in sub-paragraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for Yen LIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with trading volumes in derivatives or futures referencing Yen LIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to Yen LIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring two or more London Business Days after the Index Cessation Effective Date will be determined as if references to JPY-LIBOR-BBA were references to Fallback Rate (TONA) for the

‘Original IBOR Rate Record Day’ that corresponds to the Original JPY LIBOR Fixing Date, as most recently provided or published as at 12:30 p.m., Tokyo time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (TONA) for that ‘Original IBOR Rate Record Day’ at, or prior to, 12:30 p.m., Tokyo time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to Fallback Rate (TONA) has not occurred, then the rate for the Floating Rate Determination Date will be Fallback Rate (TONA) as most recently provided or published at that time for the most recent ‘Original IBOR Rate Record Day’, notwithstanding that such day does not correspond to the Original JPY LIBOR Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (TONA)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (TONA), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (TONA) will be the Tokyo Overnight Average Rate (“TONA”) administered by the Bank of Japan (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (TONA), referred to in the definition of “Fallback Rate (TONA)” after making such adjustments to TONA as are necessary to account for any difference in term structure or tenor of TONA by comparison to Fallback Rate (TONA) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to TONA*

If neither the administrator nor authorized distributors provide or publish TONA and a Fallback Index Cessation Effective Date with respect to TONA has not occurred, then, in respect of any day for which TONA is required, references to TONA will be deemed to be references to the last provided or published TONA.

*Fallback Index Cessation Effective Date with respect to TONA*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (TONA) and TONA, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (TONA) (or, if later, the Fallback Index Cessation Effective Date with respect to TONA) will be the JPY Recommended Rate, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (TONA), referred to in the definition of “Fallback Rate (TONA)” after making such adjustments to the JPY Recommended Rate as are necessary to account for any difference in term structure or tenor of the JPY Recommended Rate by comparison to Fallback Rate (TONA) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to JPY Recommended Rate*

If neither the administrator nor authorized distributors provide or publish the JPY Recommended Rate and a Fallback Index Cessation Effective Date with respect to the JPY Recommended Rate has not occurred, then, in respect of any day for which the JPY Recommended Rate is required, references to

the JPY Recommended Rate will be deemed to be references to the last provided or published JPY Recommended Rate.

For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (TONA) Screen.

#### *Definitions*

For these purposes:

“**Original JPY LIBOR Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, the day that is two London Business Days preceding that Floating Rate Determination Date;

“**Yen LIBOR**” means the Yen wholesale funding rate known as Yen LIBOR (London Interbank Offered Rate) provided by ICE Benchmark Administration Limited, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (TONA)**” means the term adjusted TONA plus the spread relating to Yen LIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the provider of term adjusted TONA and the spread, on the Fallback Rate (TONA) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (TONA) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for Yen LIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP> <GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time); and

“**JPY Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for TONA by a committee officially endorsed or convened by the Bank of Japan for the purpose of recommending a replacement for TONA (which rate may be produced by the Bank of Japan or another administrator) and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor.

#### **USD-LIBOR-BBA** (publication date: 25 January 2021)

The rate for a Floating Rate Determination Date will be U.S. Dollar LIBOR for the period of time designated as such in the relevant Confirmation (the “**Designated Maturity**”) which appears on the Reuters screen LIBOR01 Page at 11:55 a.m., London time (which reflects publication as of 11:00 a.m., London time) (or any amended publication time as specified by the U.S. Dollar LIBOR benchmark administrator in the U.S. Dollar LIBOR benchmark methodology), on the day that is two London Banking Days preceding that Floating Rate Determination Date.

*No Index Cessation Effective Date with respect to U.S. Dollar LIBOR*

If, by 11:55 a.m., London time (or the amended publication time for U.S. Dollar LIBOR, if any, as specified by the U.S. Dollar LIBOR benchmark administrator in the U.S. Dollar LIBOR benchmark methodology), on that Floating Rate Determination Date, U.S. Dollar LIBOR for a period of the Designated Maturity in respect of the Original USD Fixing Date has not been published on the Reuters screen LIBOR01 Page and an Index Cessation Effective Date has not occurred, then the rate for that Floating Rate Determination Date will be U.S. Dollar LIBOR for a period of the Designated Maturity in respect of the Original USD Fixing Date, as provided by the administrator of U.S. Dollar LIBOR and published by an authorized distributor or by the administrator of U.S. Dollar LIBOR itself. If by 4:00 p.m., London time (or four hours and five minutes after the amended publication time for U.S. Dollar LIBOR), on that Floating Rate Determination Date, neither the administrator of U.S. Dollar LIBOR nor an authorized distributor has provided or published U.S. Dollar LIBOR for a period of the Designated Maturity in respect of the Original USD Fixing Date and an Index Cessation Effective Date has not occurred, then, unless otherwise agreed by the parties, the rate for that Floating Rate Determination Date will be:

- (A) a rate formally recommended for use by the administrator of U.S. Dollar LIBOR; or
- (B) a rate formally recommended for use by the Federal Reserve Board or the Federal Reserve Bank of New York or any other supervisor which is responsible for supervising U.S. Dollar LIBOR or the administrator of U.S. Dollar LIBOR,

in each case, during the period of non-publication of U.S. Dollar LIBOR and for so long as an Index Cessation Effective Date has not occurred. If a rate described in sub-paragraph (A) is available, that rate shall apply. If no such rate is available but a rate described in sub-paragraph (B) is available, that rate shall apply. If neither a rate described in sub-paragraph (A) nor a rate described in sub-paragraph (B) is available, then the Agent shall determine a commercially reasonable alternative for U.S. Dollar LIBOR, taking into account any rate implemented by central counterparties and/or futures exchanges, in each case with trading volumes in derivatives or futures referencing U.S. Dollar LIBOR that the Agent considers sufficient for that rate to be a representative alternative rate.

*Index Cessation Effective Date with respect to U.S. Dollar LIBOR*

Upon the occurrence of an Index Cessation Event, the rate for a Floating Rate Determination Date occurring two or more London Banking Days after the Index Cessation Effective Date will be determined as if references to USD-LIBOR-BBA were references to Fallback Rate (SOFR) for the ‘Original IBOR Rate Record Day’ that corresponds to the Original USD Fixing Date, as most recently provided or published as at 10:30 a.m., New York City time on the related Fallback Observation Day. If neither Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time) provides, nor authorized distributors publish, Fallback Rate (SOFR) for that ‘Original IBOR Rate Record Day’ at, or prior to, 10:30 a.m., New York City time on the related Fallback Observation Day and a Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR) has not occurred, then the rate for the Floating Rate Determination Date will be Fallback Rate (SOFR) as most recently provided or published at that time for the most recent ‘Original IBOR Rate Record Day’, notwithstanding that such day does not correspond to the Original USD Fixing Date.

*Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR)*

Upon the occurrence of a Fallback Index Cessation Event with respect to Fallback Rate (SOFR), the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on

or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR) will be the Secured Overnight Financing Rate (“**SOFR**”) administered by the Federal Reserve Bank of New York (or any successor administrator), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR), referred to in the definition of “Fallback Rate (SOFR)” after making such adjustments to SOFR as are necessary to account for any difference in term structure or tenor of SOFR by comparison to Fallback Rate (SOFR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to SOFR*

If neither the administrator nor authorized distributors provide or publish SOFR and a Fallback Index Cessation Effective Date with respect to SOFR has not occurred, then, in respect of any day for which SOFR is required, references to SOFR will be deemed to be references to the last provided or published SOFR.

*Fallback Index Cessation Effective Date with respect to SOFR*

If a Fallback Index Cessation Effective Date occurs with respect to each of Fallback Rate (SOFR) and SOFR, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR) (or, if later, the Fallback Index Cessation Effective Date with respect to SOFR) will be the Fed Recommended Rate, to which the Calculation Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR), referred to in the definition of “Fallback Rate (SOFR)” after making such adjustments to the Fed Recommended Rate as are necessary to account for any difference in term structure or tenor of the Fed Recommended Rate by comparison to Fallback Rate (SOFR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to Fed Recommended Rate*

If there is a Fed Recommended Rate before the end of the first U.S. Government Securities Business Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR) (or, if later, the end of the first U.S. Government Securities Business Day following the Fallback Index Cessation Effective Date with respect to SOFR) but neither the administrator nor authorized distributors provide or publish the Fed Recommended Rate and a Fallback Index Cessation Effective Date with respect to it has not occurred, then, in respect of any day for which the Fed Recommended Rate is required, references to the Fed Recommended Rate will be deemed to be references to the last provided or published Fed Recommended Rate.

*No Fed Recommended Rate or Fallback Index Cessation Effective Date with respect to Fed Recommended Rate*

If:

- (A) there is no Fed Recommended Rate before the end of the first U.S. Government Securities Business Day following the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR) (or, if later, the end of the first U.S. Government Securities Business Day following the Fallback Index Cessation Effective Date with respect to SOFR); or

- (B) there is a Fed Recommended Rate and a Fallback Index Cessation Effective Date subsequently occurs with respect to it,

then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR) (or, if later, the Fallback Index Cessation Effective Date with respect to SOFR) or the Fallback Index Cessation Effective Date with respect to the Fed Recommended Rate (as applicable) will be the Overnight Bank Funding Rate, as provided by the Federal Reserve Bank of New York (or a successor administrator) on the New York Fed's Website ("**OBFR**") or, if OBFR is not provided by the Federal Reserve Bank of New York (or a successor administrator), published by an authorized distributor, to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR), referred to in the definition of "Fallback Rate (SOFR)" after making such adjustments to OBFR as are necessary to account for any difference in term structure or tenor of OBFR by comparison to Fallback Rate (SOFR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to OBFR*

If neither the administrator nor authorized distributors provide or publish OBFR and a Fallback Index Cessation Effective Date with respect to OBFR has not occurred, then, in respect of any day for which OBFR is required, references to OBFR will be deemed to be references to the last provided or published OBFR.

*Fallback Index Cessation Effective Date with respect to OBFR*

If (A) there is no Fed Recommended Rate, or there is a Fed Recommended Rate and a Fallback Index Cessation Effective Date subsequently occurs with respect to it, and (B) a Fallback Index Cessation Effective Date also occurs with respect to OBFR, then the rate for a Floating Rate Determination Date which relates to a Calculation Period (or any compounding period included in that Calculation Period) in respect of which the Fallback Observation Day occurs on or after the Fallback Index Cessation Effective Date with respect to OBFR (or, if later, the Fallback Index Cessation Effective Date with respect to the Fed Recommended Rate, SOFR or Fallback Rate (SOFR), as applicable) will be the short-term interest rate target set by the Federal Open Market Committee and published on the Federal Reserve's Website or, if the Federal Open Market Committee does not target a single rate, the mid-point of the short-term interest rate target range set by the Federal Open Market Committee and published on the Federal Reserve's Website (calculated as the arithmetic average of the upper bound of the target range and the lower bound of the target range, rounded, if necessary) (the "**FOMC Target Rate**"), to which the Agent shall apply the most recently published spread, as at the Fallback Index Cessation Effective Date with respect to Fallback Rate (SOFR), referred to in the definition of "Fallback Rate (SOFR)" after making such adjustments to the FOMC Target Rate as are necessary to account for any difference in term structure or tenor of the FOMC Target Rate by comparison to Fallback Rate (SOFR) and by reference to the Bloomberg IBOR Fallback Rate Adjustments Rule Book.

*No Fallback Index Cessation Effective Date with respect to FOMC Target Rate*

If neither the administrator nor authorized distributors provide or publish the FOMC Target Rate and a Fallback Index Cessation Effective Date with respect to the FOMC Target Rate has not occurred, then, in respect of any day for which the FOMC Target Rate is required, references to the FOMC Target Rate will be deemed to be references to the last provided or published FOMC Target Rate.



For the purposes of this definition and references to Fallback Observation Day in this definition, references to “Business Days” will be to those Business Days applicable for the purposes of the payment obligation which is calculated by reference to this definition and references to an “Original IBOR Rate Record Day” are to that term as used on the Fallback Rate (SOFR) Screen.

#### *Definitions*

For these purposes:

“**Original USD Fixing Date**” means, in respect of a Floating Rate Determination Date and unless otherwise agreed, the day that is two London Business Days preceding that Floating Rate Determination Date;

“**U.S. Dollar LIBOR**” means the U.S. Dollar wholesale funding rate known as U.S. Dollar LIBOR (London Interbank Offered Rate) provided by ICE Benchmark Administration Limited, as the administrator of the benchmark, (or a successor administrator);

“**Fallback Rate (SOFR)**” means the term adjusted SOFR plus the spread relating to U.S. Dollar LIBOR, in each case, for a period of the Designated Maturity provided by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time), as the provider of term adjusted SOFR and the spread, on the Fallback Rate (SOFR) Screen (or by other means) or provided to, and published by, authorized distributors;

“**Fallback Rate (SOFR) Screen**” means the Bloomberg screen corresponding to the Bloomberg ticker for the fallback for U.S. Dollar LIBOR for a period of the Designated Maturity accessed via the Bloomberg screen <FBAK> <GO> page (or, if applicable, accessed via the Bloomberg screen <HP> <GO>) or any other published source designated by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA from time to time); and

“**Fed Recommended Rate**” means the rate (inclusive of any spreads or adjustments) recommended as the replacement for SOFR by the Federal Reserve Board or the Federal Reserve Bank of New York, or by a committee officially endorsed or convened by the Federal Reserve Board or the Federal Reserve Bank of New York for the purpose of recommending a replacement for SOFR (which rate may be produced by the Federal Reserve Bank of New York or another administrator) and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor.

#### **USD-SOFR-COMPOUND** (publication date: 8 January 2021)

The rate, calculated in accordance with the formula set forth below, will be the rate of return of a daily compound interest investment (it being understood that the reference rate for the calculation of interest is the Secured Overnight Financing Rate (SOFR)).

Upon the occurrence of a SOFR Index Cessation Event, the rate for each day in a Calculation Period occurring on or after the SOFR Index Cessation Effective Date will be determined as if references to SOFR were references to the rate (inclusive of any spreads or adjustments) recommended as the replacement for SOFR by the Federal Reserve Board and/or the Federal Reserve Bank of New York, or by a committee officially endorsed or convened by the Federal Reserve Board and/or the Federal Reserve Bank of New York for the purpose of recommending a replacement for SOFR (which rate may be produced by the Federal Reserve Bank of New York or another administrator).

If no such rate is recommended within one U.S. Government Securities Business Day of the SOFR Index Cessation Event, then the rate for each day in a Calculation Period occurring on or after the SOFR Index Cessation Effective Date will be determined as if references to SOFR were references to OBFR, references to U.S. Government Securities Business Day were references to New York City Banking Day and references to SOFR Index Cessation Event were references to OBFR Index Cessation Event.

If no such rate is recommended within one U.S. Government Securities Business Day of the SOFR Index Cessation Event and an OBFR Index Cessation Event has occurred, then the rate for each day in a Calculation Period occurring on or after the SOFR Index Cessation Effective Date will be determined as if references to SOFR were references to FOMC Target Rate, references to U.S. Government Securities Business Day were references to New York City Banking Day and references to the New York Fed's Website were references to the Federal Reserve's Website.

"USD-SOFR-COMPOUND" will be calculated as follows, and the resulting percentage will be rounded, if necessary:

$$\left[ \prod_{i=1}^{d_0} \left( 1 + \frac{\text{SOFR}_i \times n_i}{360} \right) - 1 \right] \times \frac{360}{d}$$

where:

"**d**<sub>0</sub>", for any Calculation Period, is the number of U.S. Government Securities Business Days in the relevant Calculation Period;

"**i**" is a series of whole numbers from one to d<sub>0</sub>, each representing the relevant U.S. Government Securities Business Days in chronological order from, and including, the first U.S. Government Securities Business Day in the relevant Calculation Period;

"**SOFR**" is the daily Secured Overnight Financing Rate provided by the Federal Reserve Bank of New York, as the administrator of the benchmark, (or a successor administrator) on the New York Fed's Website;

"**SOFR**<sub>*i*</sub>", for any day "*i*" in the relevant Calculation Period, is a reference rate equal to SOFR in respect of that day as published on or about 8:00 a.m., New York City time, on the U.S. Government Securities Business Day immediately following that day "*i*".

If, by 5:00 p.m., New York City time, on the U.S. Government Securities Business Day immediately following any day "*i*", SOFR in respect of such day "*i*" has not been published and a SOFR Index Cessation Event has not occurred, then SOFR<sub>*i*</sub> for that day "*i*" will be SOFR as published in respect of the first preceding U.S. Government Securities Business Day for which SOFR was published on the New York Fed's Website;

"**n**<sub>*i*</sub>" is the number of calendar days in the relevant Calculation Period on which the rate is SOFR<sub>*i*</sub>;

"**d**" is the number of calendar days in the relevant Calculation Period;

"**SOFR Index Cessation Event**" means the occurrence of one or more of the following events:

- (a) a public statement by the Federal Reserve Bank of New York (or a successor administrator of SOFR) announcing that it has ceased or will cease to provide SOFR permanently or indefinitely, provided that, at that time, there is no successor administrator that will continue to provide SOFR;
- (b) the publication of information which reasonably confirms that the Federal Reserve Bank of New York (or a successor administrator of SOFR) has ceased or will cease to provide SOFR permanently or indefinitely, provided that, at that time, there is no successor administrator that will continue to provide SOFR; or
- (c) a public statement by a regulator or other official sector entity prohibiting the use of SOFR that applies to, but need not be limited to, all Transactions, including Transactions;

**"SOFR Index Cessation Effective Date"** means, in respect of a SOFR Index Cessation Event, the date on which the Federal Reserve Bank of New York (or a successor administrator of SOFR) ceases to publish SOFR or the date as of which SOFR may no longer be used;

**"OBFR"** is the daily Overnight Bank Funding Rate as provided by the Federal Reserve Bank of New York, as the administrator of the benchmark, (or a successor administrator) on the New York Fed's Website;

**"OBFR Index Cessation Event"** means the occurrence of one or more of the following events:

- (a) a public statement by the Federal Reserve Bank of New York (or a successor administrator of OBFR) announcing that it has ceased or will cease to provide OBFR permanently or indefinitely, provided that, at that time, there is no successor administrator that will continue to provide OBFR;
- (b) the publication of information which reasonably confirms that the Federal Reserve Bank of New York (or a successor administrator of OBFR) has ceased or will cease to provide OBFR permanently or indefinitely, provided that, at that time, there is no successor administrator that will continue to provide OBFR; or
- (c) a public statement by a regulator or other official sector entity prohibiting the use of OBFR that applies to, but need not be limited to, all Transactions, including existing Transactions;

**"FOMC Target Rate"** is the short-term interest rate target set by the Federal Open Market Committee and published on the Federal Reserve's Website or, if the Federal Open Market Committee does not target a single rate, the mid-point of the short-term interest rate target range set by the Federal Open Market Committee and published on the Federal Reserve's Website (calculated as the arithmetic average of the upper bound of the target range and the lower bound of the target range, rounded, if necessary).

**"Federal Reserve's Website"** means the website of the Board of Governors of the Federal Reserve System at <http://www.federalreserve.gov>, or any Successor Source.

**"New York Fed's Website"** means the website of the Federal Reserve Bank of New York at <http://www.newyorkfed.org>, or any Successor Source.

**"Successor Source"** means, in relation to the Federal Reserve's Website or the New York Fed's Website, the successor display page, other published source, information vendor or provider that has

been officially designated by the Board of Governors of the Federal Reserve System or the Federal Reserve Bank of New York, as the case may be.

"**U.S. Government Securities Business Day**" means any day except for a Saturday, Sunday or a day on which The Bond Market Association recommends that the fixed income departments of its members be closed for the entire day for purposes of trading in U.S. government securities.

## 2. COMMON DEFINITIONS TO IBOR RATES

"**Index Cessation Event**" means, in respect of an Applicable Rate:

- (i) a public statement or publication of information by or on behalf of the administrator of the Applicable Rate announcing that it has ceased or will cease to provide the Applicable Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the Applicable Rate;
- (ii) a public statement or publication of information by the regulatory supervisor for the administrator of the Applicable Rate, the central bank for the currency of the Applicable Rate, an insolvency official with jurisdiction over the administrator for the Applicable Rate, a resolution authority with jurisdiction over the administrator for the Applicable Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Applicable Rate, which states that the administrator of the Applicable Rate has ceased or will cease to provide the Applicable Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the Applicable Rate; or
- (iii) if the Applicable Rate is Sterling LIBOR, Swiss Franc LIBOR, U.S. Dollar LIBOR, Euro LIBOR or Yen LIBOR only, a public statement or publication of information by the regulatory supervisor for the administrator of such Applicable Rate announcing that (A) the regulatory supervisor has determined that such Applicable Rate is no longer, or as of a specified future date will no longer be, representative of the underlying market and economic reality that such Applicable Rate is intended to measure and that representativeness will not be restored and (B) it is being made in the awareness that the statement or publication will engage certain contractual triggers for fallbacks activated by pre-cessation announcements by such supervisor (howsoever described) in contracts.

"**Index Cessation Effective Date**" means, in respect of an Applicable Rate and one or more Index Cessation Events, the first date on which the Applicable Rate is no longer provided or, in respect of a LIBOR Rate, the first date on which the Applicable Rate is either (i) Non-Representative by reference to the most recent statement or publication contemplated in sub-paragraph (iii) of the definition of Index Cessation Event and even if such Applicable Rate continues to be provided on such date or (ii) no longer provided. If the Applicable Rate ceases to be provided on the Relevant Original Fixing Date but it was provided (and, in respect of a LIBOR Rate, is not Non-Representative) at the time at which it is to be observed pursuant to the terms of the relevant rate definition, then the Index Cessation Effective Date will be the next day on which the rate would ordinarily have been published.

"**Applicable Rate**" means, in respect of a Transaction, for the purposes of:

- (i) the definition of GBP-LIBOR-BBA, Sterling LIBOR;
- (ii) the definition of CHF-LIBOR-BBA, Swiss Franc LIBOR;
- (iii) the definition of USD-LIBOR-BBA, U.S. Dollar LIBOR;

- (iv) the definition of EUR-LIBOR-BBA, Euro LIBOR;
- (v) the definition of EUR-EURIBOR-Reuters, EURIBOR; and
- (vi) the definition of JPY-LIBOR-BBA, Yen LIBOR.

“**Fallback Index Cessation Event**” means, in respect of an Applicable Fallback Rate:

- (i) a public statement or publication of information by or on behalf of the administrator or provider of the Applicable Fallback Rate announcing that it has ceased or will cease to provide the Applicable Fallback Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator or provider that will continue to provide the Applicable Fallback Rate; or
- (ii) if the Applicable Fallback Rate is:
  - (A) Fallback Rate (SONIA), Fallback Rate (SARON), Fallback Rate (SOFR), Fallback Rate (EuroSTR) or Fallback Rate (TONA), a public statement or publication of information by the regulatory supervisor for the administrator of the Underlying Rate, the central bank for the currency of the Underlying Rate, an insolvency official with jurisdiction over the administrator for the Underlying Rate, a resolution authority with jurisdiction over the administrator for the Underlying Rate or a court or an entity with similar insolvency or resolution authority over the administrator for the Underlying Rate, which states that the administrator of the Underlying Rate has ceased or will cease to provide the Underlying Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator that will continue to provide the Underlying Rate; or
  - (B) SONIA, the GBP Recommended Rate, SARON, the NWG Recommended Rate, the Modified SNB Policy Rate, SOFR, the Fed Recommended Rate, OBFR, the FOMC Target Rate, EuroSTR, the ECB Recommended Rate, Modified EDFR, TONA or the JPY Recommended Rate, a public statement or publication of information by the regulatory supervisor for the administrator or provider of the Applicable Fallback Rate, the central bank for the currency of the Applicable Fallback Rate, an insolvency official with jurisdiction over the administrator or provider for the Applicable Fallback Rate, a resolution authority with jurisdiction over the administrator or provider for the Applicable Fallback Rate or a court or an entity with similar insolvency or resolution authority over the administrator or provider for the Applicable Fallback Rate, which states that the administrator or provider of the Applicable Fallback Rate has ceased or will cease to provide the Applicable Fallback Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor administrator or provider that will continue to provide the Applicable Fallback Rate.

If the Applicable Fallback Rate is the Modified SNB Policy Rate or Modified EDFR, references to the administrator or provider of such rate in this definition of “Fallback Index Cessation Event” shall be deemed to be references to the administrator or provider of the index, benchmark or other price source that is referred to in the definition of Modified SNB Policy Rate or Modified EDFR, as applicable.

“**Fallback Index Cessation Effective Date**” means, in respect of a Fallback Index Cessation Event, the first date on which the Applicable Fallback Rate is no longer provided. If the Applicable Fallback Rate ceases to be provided on the same day that it is required to determine the rate for a Floating Rate Determination Date pursuant to the terms of the relevant rate definition but it was provided at the time at which it is to be observed pursuant to the terms of the relevant rate definition (or, if no such time is specified in the relevant definition, at the time at which

it is ordinarily published), then the Fallback Index Cessation Effective Date will be the next day on which the rate would ordinarily have been published. If the Applicable Fallback Rate is the Modified SNB Policy Rate or Modified EDFR, references to the Applicable Fallback Rate in this definition of “Fallback Index Cessation Effective Date” shall be deemed to be references to the index, benchmark or other price source that is referred to in the definition of Modified SNB Policy Rate or Modified EDFR, as applicable.

“**Applicable Fallback Rate**” means, in respect of a Transaction, for the purposes of:

- (i) the definition of GBP-LIBOR-BBA, Fallback Rate (SONIA);
- (ii) the definition of CHF-LIBOR-BBA, Fallback Rate (SARON);
- (iii) the definition of USD-LIBOR-BBA, Fallback Rate (SOFR);
- (iv) the definition of EUR-LIBOR-BBA and EUR-EURIBOR-Reuters, Fallback Rate (EuroSTR); and
- (v) the definition of JPY-LIBOR-BBA, Fallback Rate (TONA);

or, in each case, any other subsequent fallback contemplated within such definition.

“**Underlying Rate**” means, if the Applicable Fallback Rate is: (i) Fallback Rate (SONIA), SONIA; (ii) Fallback Rate (SARON), SARON; (iii) Fallback Rate (SOFR), SOFR; (iv) Fallback Rate (EuroSTR), EuroSTR; and (v) Fallback Rate (TONA), TONA.

“**Relevant Original Fixing Date**” means for the purposes of:

- (i) the definition of GBP-LIBOR-BBA, the Original GBP Fixing Date;
- (ii) the definition of CHF-LIBOR-BBA, the Original CHF Fixing Date;
- (iii) the definition of USD-LIBOR-BBA, the Original USD Fixing Date;
- (iv) the definition of EUR-LIBOR-BBA and EUR-EURIBOR-Reuters, the Original EUR Fixing Date; and
- (v) the definition of JPY-LIBOR-BBA, the Original JPY LIBOR Fixing Date.

“**Non-Representative**” means, in respect of a LIBOR Rate, the regulatory supervisor for the administrator of the Applicable Rate:

- (i) has determined and announced that the Applicable Rate is no longer representative of the underlying market and economic reality it is intended to measure and representativeness will not be restored; and
- (ii) is aware that certain contractual triggers for fallbacks activated by pre-cessation announcements by such supervisor (howsoever described) in contracts have been or are engaged,

provided that such Applicable Rate will be ‘Non-Representative’ by reference to the date indicated in the most recent statement or publication contemplated in subparagraph (iii) of the definition of “Index Cessation Event”.

“**Fallback Observation Day**” means, in respect of a Floating Rate Determination Date and the Calculation Period (or any compounding period included in that Calculation Period) to which that Floating Rate Determination Date relates, the day that is two Business Days preceding the related Payment Date.



“**Bloomberg IBOR Fallback Rate Adjustments Rule Book**” means the IBOR Fallback Rate Adjustments Rule Book published by Bloomberg Index Services Limited (or a successor provider as approved and/or appointed by ISDA<sup>2</sup> from time to time) as updated from time to time in accordance with its terms.

“**LIBOR Rate**” means a definition for which the Applicable Rate is Sterling LIBOR, Swiss Franc LIBOR, U.S. Dollar LIBOR, Euro LIBOR or Yen LIBOR.

### **3. MODIFICATION TO A RATE DEFINITION**

If, in respect of a Transaction, the definition, methodology, formula or other means of calculating the Floating Rate (or, if applicable, the index, benchmark or other price source that is referred to in the Floating Rate) is modified, each Party acknowledges that, unless otherwise specified or agreed, references to that Floating Rate (or the index, benchmark or other price source that is referred to in the Floating Rate) shall be to the Floating Rate (or the index, benchmark or other price source that is referred to in the Floating Rate) as modified.

---

<sup>2</sup> “ISDA” is a registered mark of the International Swaps and Derivatives Association, Inc.