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April 25, 2019

# NYRSTAR NETHERLANDS (HOLDINGS) B.V. ANNOUNCES EXTENSION OF CONSENT SOLICITATIONS AND BOND TIMELY CONSENT DEADLINE

# €340,000,000 8 1/2% Senior Notes due 2019

(ISIN (Regulation S): XS1107268135 / ISIN (Regulation 144A): XS1107268564) (the **2019 Notes**)

## €500,000,000 6.875% Senior Notes due 2024

(ISIN (Regulation S): XS1574789746 / ISIN (Regulation 144A): XS1574790835) (the **2024 Notes** and together with the 2019 Notes, the **Notes**)

issued by Nyrstar Netherlands (Holdings) B.V. (the *Issuer*)

The Notes are admitted to the Official List of the Luxembourg Stock Exchange and to trading on the Euro MTF market thereof.

### **Consent Solicitations**

The Issuer hereby announces extension of the solicitation of consents (the *Consent Solicitations*) from holders of record on April 12, 2019 of the 2019 Notes and the 2024 Notes (*Holders*).

The Consent Solicitations are made on the terms and subject to the conditions set out in the two consent solicitation statements each dated April 15, 2019 (the *Consent Solicitation Statements*).

The Consent Solicitations, previously set to expire at 5:00 p.m., London time on April 25, 2019 have been extended and are now set to expire at 11:59 p.m., London time on May 7, 2019 (subject to the right of the Issuer to amend and/or withdraw the Consent Solicitations).

# **Bond Timely Consent Deadline**

The Issuer also hereby announces that Nyrstar NV has extended the Bond Timely Consent Deadline (defined in Schedule 11 of the Lock-Up Agreement entered into among others between the Issuer and various financial creditors including holders of the Notes) from April 25, 2019 to 11:59 p.m., London time on May 7, 2019.

#### **ENDS**

#### **Further Information**

A complete description of the terms and conditions of the Consent Solicitation is set out in each Consent Solicitation Statement. Capitalized terms used but not defined in this announcement have the same meaning ascribed to them in the Consent Solicitation Statements. A copy of each Consent Solicitation Statement is available to Holders upon request from the Information and Tabulation Agent.

Before making a decision with respect to the Consent Solicitation, Holders should carefully consider all of the information in the relevant Consent Solicitation Statement.

Further details about the transaction can be obtained from:

## **Lucid Issuer Services Limited**

Tankerton Works,
12 Argyle Walk
London WC1H 8HA

Telephone: +44 20 7704 0880

Attention: Oliver Slyfield/Victor Parzyjagla

Email: nyrstar@lucid-is.com

The deadlines set by Euroclear Bank SA/NV or Clearstream Banking, société anonyme for the submission of Consents will be earlier than the Expiration Time. Holders are advised to read carefully the relevant Consent Solicitation Statement for full details of, and information on, the Consent Solicitation.

#### **Disclaimers**

This announcement has been prepared by the Issuer exclusively for information purposes. It does not constitute or include any advice or recommendation by the Issuer (or any other person) regarding the securities of the Issuer or as to the merits of any transaction or the making of any investment decision. It does not constitute or include any confirmation or commitment by the Issuer (or any other person) regarding the present or future value of the business of the Issuer, its securities, its affiliates or any of the Issuer's or their assets.

This announcement does not constitute an offer to sell or a solicitation of an offer to buy any securities of the Issuer or any other person in the United States or any other jurisdiction. This announcement is not directed at, or intended for distribution, publication, availability to or use by, any person or entity that is a citizen or resident or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law or regulation, or which would require any registration or licensing within such jurisdiction. Nothing in this announcement constitutes or contemplates an invitation to participate in the Consent Solicitation by a Holder in any circumstances in which such participation is unlawful.

This announcement includes statements, estimates, opinions and projections with respect to anticipated future performance of the Issuer and/or the Guarantors ("forward-looking statements") which reflect various assumptions concerning anticipated results taken from the Issuer's and/or the Guarantors' current business plan or from public sources, which may or may not prove to be correct. Such forward-looking statements reflect the Issuer's and/or the Guarantors' expectations as of the date of this announcement, based on the Issuer's and/or the Guarantors' then current business plan and various other assumptions and involve significant risks and uncertainties and should not be read as guarantees of future performance or results and will not necessarily be accurate indications of whether or not such results will be achieved.

Although the Issuer believes that the expectations reflected in the forward-looking statements were reasonable at the time they were made, the Issuer can give no assurances that they will materialise or prove to be correct.

Because these statements are based on assumptions or estimates and are subject to risks and uncertainties, the actual results or outcome could differ materially from those set out in the forward-looking statements. It is up to the recipient of this announcement to make its own assessment of the validity of such forward-looking statements and assumptions and no liability is accepted by the Issuer, the Guarantors or any director, officer, employee, agent, partner, affiliate, manager or adviser of the Issuer or any other person in respect of the achievement of such forward-looking statements and assumptions. In particular, the Issuer and/or the Guarantors and any director, officer, employee, agent, partner, affiliate, manager or adviser of the Issuer and/or the Guarantors do not accept any liability whatsoever to any person, regardless of the form of action, including for any lost profits or lost opportunity, or for any indirect, special, consequential, incidental or punitive damages arising from any use of announcement, its contents or preparation or otherwise in connection with it, even if the Issuer and/or the Guarantors or any director, officer, employee, agent, partner, affiliate, manager or adviser of the Issuer and/or the Guarantors has been advised of the possibility of such damages.