

Eurobonds Instruction Letter

To:

Clearstream Banking S.A.
42 Avenue J.F. Kennedy
L-1855 Luxembourg

and

Euroclear Bank SA/NV
1 Boulevard du Roi Albert II
B-1210 Brussels

and

The Bank of New York Mellon, London Branch
One Canada Square
London E14 5AL

[date]

Re: Cancellation of the EUR 800,000,000 1.875% Notes due 2025 (ISIN: XS1650590349)

Dear Sir or Madam,

Reference is made to the EUR 800,000,000 1.875% Notes due 2025 (ISIN: XS1650590349) issued by Steinhoff Europe AG (the “**Eurobonds**”) in respect of which Clearstream Banking S.A. and Euroclear Bank SA/NV (together, the “**Clearing Systems**”) are acting as ICSDs.

Reference is further made to the company voluntary arrangement between Steinhoff Europe AG and certain of its creditors, including the holders of the Eurobonds (the “**CVA**”), which stipulates at Clause 4.6.4 of Section 2 (*Terms of the CVA*), that all of the issued and outstanding Eurobonds shall be cancelled by the Clearing Systems with immediate effect upon receipt of this letter.

We hereby confirm that the CVA has become effective and irrevocably instruct the Clearing Systems to cancel all of the issued and outstanding Eurobonds with immediate effect and to take any actions necessary to effect such cancellation in the customary manner.

Yours faithfully,

STEINHOFF EUROPE AG

Name: _____

Position: _____

Name: _____

Position: _____

The Nominees are A R Bloom, A M Hudson and S J Edel of Ernst & Young LLP, 1 More London Place, London, SE1 2AF who act as agents of the Company only and without personal liability.

We may collect, use, transfer, store or otherwise process (collectively, “Process”) information that can be linked to specific individuals (“Personal Data”). We may Process Personal Data in various jurisdictions in accordance with applicable law and professional regulations including (without limitation) the Data Protection Act 1998.