

**ABPCI Direct Lending Fund CLO XII Ltd**  
**Notice of intended merger**

In accordance with Article 127FC of the Companies (Jersey) Law 1991, as amended (the "**Law**"), ABPCI Direct Lending Fund CLO XII Ltd (the "**Company**") gives notice that:

1. the Company intends to merge with a Cayman corporate body, ABPCI Direct Lending Fund CLO I Ltd, whereby the Company will be the survivor company (the "**Merger**") pursuant to Part 18B of the Law;
2. the merger agreement is available to creditors from the Company, free of charge, on request;
3. any creditor of the Company may:
  - (a) object to the Merger under Article 127FE(2)(a) of the Law; or
  - (b) require the Company to notify the creditor if any other creditor of the Company applies to the court under Article 127FE(2)(b) of the Law.

Dated: 1 May 2025

By order of the board of ABPCI Direct Lending Fund CLO XII Ltd

Registered office: 2nd Floor Sir Walter Raleigh House, 48-50 Esplanade, St Helier, Jersey JE2 3QB