

Form 21-3 (Article 246-5)

(letter)

Explanatory document for the 4th term

From: 01/01/2025
To: 12/31/2025

Date: 04/30/2026

Name of Business: H.I.G. Bayside Loan Advisors VII
(Europe-Euro), S.à r.l.

Address or location: (Principal Business Office)
c/o H.I.G. Bayside Loan Advisors VII
(Europe-Euro), S.à r.l.
35-37, Avenue de la Liberté
L-1931 Luxembourg
Grand Duchy of Luxembourg

(Registered Office)
35-37, Avenue de la Liberté
L-1931 Luxembourg
Grand Duchy of Luxembourg

Name Dumitru Ionut-Alexandru, Class A
Manager

(Name and Title of the Representative
in the case that applicant legal status is corporation)

(Note)

A person who has changed his/her surname may quote his/her former name next to the current full name in parenthesis in the "Name" section.

1. Operational status of business

(1) Date of notification

① Notification in accordance with Financial Instruments and Exchange Act (hereafter "FIEA") Article 63(2) or Article 63-3(1)

Date: 09/23/2024

② Notification in accordance with Article 48(2), (4) or (6) of the Supplementary Provisions of the Act to Partially Amend the Securities and Exchange Act (Act No. 65 of 2006)

Date: mm/dd/yyyy

(2) Types of businesses currently being operated

Specially permitted business for qualified institutional investors, etc. (private placement and investment management)

(3) Overview of the current term

H.I.G. Bayside Loan Advisors VII (Europe-Euro), S.à r.l. acts as the general partner of H.I.G. Bayside Loan Opportunity Feeder Fund VII (Europe-Euro), SCSp (the "Fund"). The Fund will invest substantially all of its capital in H.I.G. Bayside Loan Opportunity Fund VII (Europe-Euro), SCSp (the "Main Fund"). In seeking to provide investors with equity-like returns, the Main Fund will make non-control investments in Europe, primarily in existing stressed or distressed senior debt obligations and new special situation loans.

(4) Status of corporate officers and employees

① Number of corporate officers and employees

	Corporate officers	of which part-time officers	Employees	Total
	Total	3		

② Status of corporate officers

Positions	Names

③ Status of performance-linked remuneration for corporate officers

Status of performance-linked remuneration for corporate officers
Not applicalbe.

(5) Status of the principal business office, and business offices where Specially Permitted Businesses for Qualified Institutional Investors, etc. ("SPBQII") are operated

Name	Location	Number of Corporate officers and employees
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Principal Business Office	c/o H.I.G. Bayside Loan Advisors VII (Europe-Euro), S.à r.l. 35-37, Avenue de la Liberté L-1931 Luxembourg Grand Duchy of Luxembourg	3
Registered Office	35-37, Avenue de la Liberté L-1931 Luxembourg Grand Duchy of Luxembourg	0
Total <u> 1 </u> locations		Total <u> 3 </u>

(6) Status of external auditing

Name or business name of the certified public accountant or auditing firm	Details of auditing

(Note)

1. Operational status of business

(2) Types of businesses currently being operated

In relation to businesses currently under operation, **(1)**enter "private placement" if they include businesses relating to acts specified under FIEA Article 63(1)(i); **(2)**enter "investment management" if they include those relating to acts specified under (ii) of the same Paragraph; **(3)**if they include those specified under the provisions of Article 17-13(2) of the Enforcement ordinance of the Financial Instruments and Exchange Act as businesses that especially require the protection of investors among those specified under (9) of the same Article, please indicate thus; and **(4)**if there are other businesses, please enter the types of such businesses. In addition, if there have been changes in such businesses during the term, please indicate them.

(3) Overview of business operations in the current term

Please give an overview of the business activities, business performance, and important events that have affected operating performance during the current term.

(4) Status of corporate officers and employees

① Number of corporate officers and employees

Enter the numbers of corporate officers and employees (limited to corporate officers and employees engaged in SPBQII; the same applies in ② below) as at the end of the current term.

② Status of corporate officers

Create a table and indicate all corporate officers as at the end of the current term. Note, however, that foreign corporations do not need to indicate representatives in Japan (i.e., persons specified under FIEA Article 63(7)(i)(d)).

③ Status of performance-linked remuneration for corporate officers

If remuneration, etc. (meaning the remuneration, bonus or other property benefit provided from the company as compensation for execution of operation, which is pertaining to the latest business year, or whose amount of paid or expected to be paid has been clarified in the latest business year (excluding those indicated in the business reports for any business years prior to the latest business year); hereinafter the same applies in ③) for corporate officers includes performance-linked remuneration (meaning remuneration, etc. calculated based on an indicator related to profits accrued by transactions performed as management of investment assets; hereinafter the same applies in ③), indicate the following.

- (a) If a policy regarding the decision of payment rate for performance-linked remuneration and other remuneration is determined, indicate the details.
- (b) Provide the indicator related to performance-linked remuneration, reason for selecting the indicator, and method for determining the performance-linked remuneration.
- (c) Indicate the total amount of performance-linked remuneration, its ratio to officer's remuneration and number of covered officers for each category of directors (excluding supervisory committee members and outside directors), supervisory committee members (excluding outside directors), company auditors (excluding outside company auditors), executive officers, and outside officers.
- (d) Provide prospects and achievements of the indicator related to performance-linked remuneration. If all or part of remuneration, etc. is non-monetary remuneration, indicate the details.

(5) Status of the principal business office, and business offices where SPBQII are operated

Enter information about the principal business office, as well as each of the business offices where SPBQII are operated ("business offices, etc." hereafter in (5)). In addition, if there have been additions or abolitions of business offices, etc., or changes in the names or addresses of business offices, etc. during the term, please indicate them.

(6) Status of external auditing

Provide relevant information in this section if you have your financial statements externally audited by certified public accountants or auditing firms at least once every year.

Indicate whether the audits are statutory or voluntary, and describe specifically and succinctly the details of the audit results in the "Details of auditing."

(7) Status of the fund (excluding Electronically Recorded Transferable Rights That Must Be Indicated on Securities, etc.)

Names of the Invested Business Equity	H.I.G. Bayside Loan Opportunity Feeder Fund VII (Europe-Euro), SCSp	
Details of the Invested Business		
Types of the Invested Business Equity	Rights based on laws and regulations of a foreign state	
Location of the accounts into which investment money is paid		
Flow of funds		
Duration		
Status of investors	Types of investors	Number of investors
	Qualified Institutional Investors ("QIIs")	1
	of whom individuals	0
	Investors other than QIIs	0
	of whom individuals	0
	Total	1
Amount of investment by QIIs and its ratio	Amount of investment	yen
	Ratio of investment	%
If persons specified under the items of Article 233-3 are among the counterparty	Existence of persons specified under the items of Article 233-3 ("yes" or "none")	
	Status of audits	Name or business name of the certified

		public accountant or auditing firm	
		Details of audits	

(Note)

1. Create a table and provide information for each of the Invested Business Equity regarding securities equivalents related to FIEA Article 2(2)(v) or (vi). Note, however, that you are only required to provide information in the "Names of the Invested Business Equity," "Types of the Invested Business Equity" and "Status of investors" for securities equivalents relating to (v) or (vi) of the same paragraph in which only professional investors invest.

Please indicate securities equivalents relating to (v) or (vi) of the same paragraph that were privately placed in the past and the expirations of whose duration are set in the current term or later, even if there has been no private placement during the current term.

2. This table must be created based on the end of the current term as the basis. If the accounting period of the fund (referring to assets into which investment or contribution has been made by persons who own securities equivalents relating to FIEA Article 2(2)(v) or (vi); the same applies in 6) and the term of the notifier of SPBQII do not match, make entries based on figures at the end of the last accounting period that came before the end of the current term.
3. In the "Details of the Invested Business" row, enter specific details of businesses that will manage the money and other assets being invested or contributed.
4. Select and enter, in the "Types of the Invested Business Equity" column, from "Partnership contract under the Civil Code," "Silent partnership contract," "Investment Limited Partnership contract," "Limited Liability Partnership contract," "Membership rights of an incorporated association," "Rights based on laws and regulations of a foreign state" and "Other rights." Provide specific details if you select "Other rights." Please also specify the names of laws the rights are based on and their key details if you select "Rights based on laws and regulations of a foreign state."
5. In "Location of the accounts into which investment money is paid," indicate names of the countries or territories where accounts into which customers pay their investment money are located.
6. In the "Flow of funds" section, indicate the names of business or names and roles of persons responsible for transferring, sending, managing or storing money related to the fund.
7. In the "Ratio of investment" row under "Amount of investment by QIIs and its ratio"

section, indicate the percentage of the invested amount by QIIs out of the total invested amount.

8. In the "Existence of persons specified under the items of Article 233-3" column: Specify "yes" in the case of private placement of Invested Business Equity with persons specified under the Paragraphs of Article 233-3 as the counterparty, or management of money and other assets invested or contributed by persons other than QIIs; otherwise enter "none."
9. Indicate whether the external audits are statutory or voluntary and describe specifically and succinctly the details of the audit results in the "Details of audits."
10. If there are circumstances that need reporting but do not fit anywhere in this table, you can indicate this using similar forms within such a scope that they do not cause misunderstanding.

(7–2) Status of the fund (limited to Electronically Recorded Transferable Rights That Must Be Indicated on Securities, etc.)

Not applicable

Names of the Invested Business Equity		
Details of the Invested Business		
Types of the Invested Business Equity		
Location of the accounts into which investment money is paid		
Flow of funds		
Duration		
Status of investors	Types of investors	Number of investors
	Qualified Institutional Investors ("QIIs")	
	of whom individuals	
	Investors other than QIIs	
	of whom individuals	
	Total	

Amount of investment by QIIs and its ratio	Amount of investment		yen
	Ratio of investment		%
If persons specified under the items of Article 233-3 are among the counterparty	Existence of persons specified under the items of Article 233-3 (“yes” or “none”)		
	Status of audits	Name or business name of the certified public accountant or auditing firm	
		Details of audits	

2. Status of accounts

Notifier is required to create balance sheets and profit and loss statements.

If the notifier is a corporation other than large companies prescribed under Article 2(vi) of the Companies Act (Act No. 88 of 2005), it is not required to submit profit and loss statements, but it is required to include net profit/loss in the balance sheets.

If the notifier has made its notification as a member of a partnership, etc., that does not have judicial personality, it is required to prepare balance sheets and profit and loss statements of the partnership, etc. However, partnerships, etc., other than those that have booked 500 million yen or more in investment money, etc. or those that have booked a total 20 billion yen or more in the liabilities section in the balance sheet for the last fiscal year do not need to prepare a profit and loss statement but are required to include net profit/loss in the balance sheets.

Notifiers who are individuals are not required to prepare balance sheets or profit and loss statements.

Annual Accounts Helpdesk :

Tel. : (+352) 247 88 494
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RCSL Nr. : B259388 Matricule : 20212469980

ABRIDGED BALANCE SHEET

Financial year from 01 01/01/2025 **to** 02 31/12/2025 (in 03 EUR)

H.I.G. Bayside Loan Advisors VII (Europe-Euro), S.à r.l.

Avenue de la Liberté, 35

L-1931 LUXEMBOURG

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid			
I. Subscribed capital not called	1101 _____	101 _____	102 _____
II. Subscribed capital called but unpaid	1103 _____	103 _____	104 _____
	1105 _____	105 _____	106 _____
B. Formation expenses	1107 _____	107 _____	108 _____
C. Fixed assets	1109 _____ 3	109 _____ 2,00	110 _____ 2,00
I. Intangible assets	1111 _____	111 _____	112 _____
II. Tangible assets	1125 _____	125 _____	126 _____
III. Financial assets	1135 _____ 3.1	135 _____ 2,00	136 _____ 2,00
D. Current assets	1151 _____	151 _____ 25.209,51	152 _____ 8.185,41
I. Stocks	1153 _____	153 _____	154 _____
II. Debtors	1163 _____ 2.2.1-4	163 _____ 15.442,38	164 _____ 470,00
a) becoming due and payable within one year	1203 _____ 4.1	203 _____ 15.442,38	204 _____ 470,00
b) becoming due and payable after more than one year	1205 _____	205 _____	206 _____
III. Investments	1189 _____	189 _____	190 _____
IV. Cash at bank and in hand	1197 _____	197 _____ 9.767,13	198 _____ 7.715,41
E. Prepayments	1199 _____	199 _____	200 _____
TOTAL (ASSETS)		201 _____ 25.211,51	202 _____ 8.187,41

CAPITAL, RESERVES AND LIABILITIES
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	Reference(s)	Current year	Previous year
A. Capital and reserves	1301 <u>5</u>	301 <u>15.293,95</u>	302 <u>-8.667,43</u>
I. Subscribed capital	1303 <u>5.1</u>	303 <u>12.000,00</u>	304 <u>12.000,00</u>
II. Share premium account	1305 _____	305 _____	306 _____
III. Revaluation reserve	1307 _____	307 _____	308 _____
IV. Reserves	1309 <u>5.2</u>	309 <u>33,00</u>	310 <u>33,00</u>
V. Profit or loss brought forward	1319 <u>5</u>	319 <u>-20.700,43</u>	320 <u>-100,24</u>
VI. Profit or loss for the financial year	1321 <u>5</u>	321 <u>23.961,38</u>	322 <u>-20.600,19</u>
VII. Interim dividends	1323 _____	323 _____	324 _____
VIII. Capital investment subsidies	1325 _____	325 _____	326 _____
B. Provisions	1331 _____	331 _____	332 _____
C. Creditors	1435 <u>2.2.3-6</u>	435 <u>9.917,56</u>	436 <u>16.854,84</u>
a) becoming due and payable within one year	1453 <u>6.1</u>	453 <u>9.917,56</u>	454 <u>16.854,84</u>
b) becoming due and payable after more than one year	1455 _____	455 _____	456 _____
D. Deferred income	1403 _____	403 _____	404 _____
TOTAL (CAPITAL, RESERVES AND LIABILITIES)		405 <u>25.211,51</u>	406 <u>8.187,41</u>

Annual Accounts Helpdesk :

Tel. : (+352) 247 88 494
Email : centralebilans@statec.etat.lu

RCSL Nr. : B259388 Matricule : 20212469980

ABRIDGED PROFIT AND LOSS ACCOUNT

Financial year from ⁰¹ 01/01/2025 **to** ⁰² 31/12/2025 (in ⁰³ EUR)

H.I.G. Bayside Loan Advisors VII (Europe-Euro), S.à r.l.

Avenue de la Liberté, 35

L-1931 LUXEMBOURG

	Reference(s)	Current year	Previous year
1. to 5. Gross profit or loss	1651	25.509,42	-20.600,19
6. Staff costs	1605	11	
a) Wages and salaries	1607		
b) Social security costs	1609		
i) relating to pensions	1653		
ii) other social security costs	1655		
c) Other staff costs	1613		
7. Value adjustments	1657		
a) in respect of formation expenses and of tangible and intangible fixed assets	1659		
b) in respect of current assets	1661		
8. Other operating expenses	1621		
9. Income from participating interests	1715		
a) derived from affiliated undertakings	1717		
b) other income from participating interests	1719		
10. Income from other investments and loans forming part of the fixed assets	1721		
a) derived from affiliated undertakings	1723		
b) other income not included under a)	1725		
11. Other interest receivable and similar income	1727		
a) derived from affiliated undertakings	1729		
b) other interest and similar income	1731		
12. Share of profit or loss of undertakings accounted for under the equity method	1663		

	Reference(s)	Current year	Previous year
13. Value adjustments in respect of financial assets and of investments held as current assets	1665 _____	665 _____	666 _____
14. Interest payable and similar expenses	1627 _____	627 _____	628 _____
a) concerning affiliated undertakings	1629 _____	629 _____	630 _____
b) other interest and similar expenses	1631 _____	631 _____	632 _____
15. Tax on profit or loss	1635 _____ 7	635 _____ -549,73	636 _____
16. Profit or loss after taxation	1667 _____	667 _____ 24.959,69	668 _____ -20.600,19
17. Other taxes not shown under items 1 to 16	1637 _____ 8	637 _____ -998,31	638 _____
18. Profit or loss for the financial year	1669 _____	669 _____ 23.961,38	670 _____ -20.600,19