

Company name ETPCAP2 DAC  
Headline Notice to Noteholders of Series 419

25 February 2026

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**THIS NOTICE CONTAINS IMPORTANT INFORMATION OF INTEREST TO THE OWNERS OF THE NOTES. IF APPLICABLE, ALL DEPOSITARIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUESTED TO PASS THIS NOTICE TO SUCH OWNERS IN A TIMELY MANNER.**

**If you are in any doubt as to the action you should take, you are recommended to seek your own financial, legal or other advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser.**

**If you have recently sold or otherwise transferred your entire holding(s) of the Notes referred to below, you should immediately forward this document to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.**

## **NOTICE FROM THE ISSUER TO NOTEHOLDERS**

**ETPCAP2 DAC**  
(the “**Issuer**”)

Participant Capital Growth Fund, LP - Distributing Liquidity  
(Series 419) Notes due 2040  
ISIN: XS2193958761 COMMON CODE: 219395876  
(the “**Notes**” or the “**Series**” and the holders thereof the “**Noteholders**”)

Capitalised terms used but not otherwise defined in this Notice shall have the meanings ascribed to them in the Series Memorandum dated 26 June 2020, and as further amended, restated or supplemented from time to time.

## **BACKGROUND**

The Charged Assets consist principally of Class Z distributing units of limited partner interests (the “**LP Interests**”) in Participant Capital Growth Fund, LP, an exempted limited partnership organized under the laws of the Cayman Islands (the “**Partnership**”). The LP Interests are described in a Confidential Private Placement Memorandum of the Partnership, dated 6 November 2018, as supplemented by the supplement no. 3, dated 24 November 2020, and by the supplement

no. 2 thereto, dated 11 May 2020 (the “**Private Placement Memorandum**”). Participant Capital Advisors, LLC, a Delaware limited liability company registered in the Cayman Islands serves as the investment manager of the Partnership (the “**Investment Manager**”).

## **INFORMATION FROM THE PARTNERSHIP**

The appended document from the Partnership (the “**FAQ**”) provides an update regarding the current status of the Fund, including recent developments affecting its operations, net asset value, portfolio projects, refinancing activities, and overall liquidity outlook.

Among other matters, the FAQ addresses the ongoing refinancing process for the Legacy Hotel & Residences project, the expected timing for potential remobilization of construction, and the anticipated impact on the timing of potential liquidity events.

## **PROPOSED ACTION**

This notice is for informational purposes only and Noteholders are not required to take any action at this time.

## **Further Information**

For further information, please contact the Calculation Agent at [operations@flexfunds.com](mailto:operations@flexfunds.com), or reach out to the Partnership directly at [investor.relations@participantcapital.com](mailto:investor.relations@participantcapital.com), which is the preferred method for the most efficient response. The Partnership may also be contacted by phone at (800) 581-7227.

## **ANNEX I**

### **Q4 2025 FREQUENTLY ASKED QUESTIONS**

## FREQUENTLY ASKED QUESTIONS - UPDATED Q4 2025

We hope this FAQ helps address common questions regarding the current status and outlook of the Fund and its key projects.

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### 1. Why was there a drop in the NAV?

Overall, the Fund has been a strong and stable component of investors' portfolios since inception, maintaining consistent performance over more than 60 months. The recent shift in NAV observed in 2025 does not represent a major negative impact. It should be noted that Legacy Hotel & Residences represents a significant portion of the portfolio and is currently undergoing a refinancing process. This has temporarily affected the project's valuation until construction resumes. While the land has appreciated, the true value realization will occur once development restarts.

In addition, certain other projects within the portfolio may be experiencing short-term pricing adjustments that reflect differences between prior appreciation-based valuations and current market conditions. These adjustments are market-driven in nature and do not reflect a deterioration in asset quality or long-term value potential.

### 2. Does a decrease in NAV indicate a deterioration in the underlying assets?

No. A periodic decrease in NAV due to accrued expenses does not reflect a decline in the quality or long-term potential of the underlying assets. Rather, it reflects the timing of expenses during the development or stabilization phase of the projects. It is important to remember that our strategy is to maximize value over time, and market conditions—such as changes in interest rates or funding availability—can temporarily influence valuations.

### 3. When can investors expect to see liquidity?

The Developer, RPC, is currently on a clear path toward securing a new construction loan for Legacy Hotel & Residences that will allow it to remobilize the project and complete development. This process is complex, but once financing is secured, they anticipate a construction timeline of approximately two years from remobilization to completion. For this reason, we want to set realistic expectations: investors should not anticipate major liquidity events within the next 24 months as it pertains to Legacy Hotel & Residences. The Investment Manager continues to explore opportunities to enhance liquidity, including alternative capital sources that could replace a portion of the equity and support potential liquidity; however, these outcomes cannot be guaranteed at this stage.

Separately, certain other projects within the Fund's portfolio are progressing toward operational phases that are expected to generate cash flow in the near to medium term. As these opportunities emerge, the Investment Manager will evaluate potential liquidity options on a project-by-project basis, which may include cash flow distributions, recapitalizations, or other strategic alternatives, subject to market conditions and the Fund's governing documents.

### 4. Once the Fund has liquidity, how will it be distributed—by redemption year or *pari passu*?

The Fund's redemption process will be carried out in full accordance with the provisions outlined in the Fund's Private Placement Memorandum (PPM). Importantly, there have been no changes to the Fund's existing structure. As the Fund moves closer to a liquidity event, the General Partner is thoughtfully evaluating the available redemption methodologies to determine the approach that best serves the Fund and its investors as a whole. An update confirming the redemption method to be implemented will be communicated within the coming month. The Fund remains committed to a fair, transparent, and orderly redemption process, and investors will be kept fully informed as decisions are finalized.

### 5. What is the status of the Legacy construction financing?

RPC has secured a committed construction loan to remobilize the Legacy project and is actively engaged in the closing process. The lender, development team, and all counterparties are working collaboratively toward finalizing the transaction. We will continue to update investors as material milestones are achieved.

### 6. When will construction activity resume?

Following the receipt of refinancing proceeds by the developer, construction is expected to resume within approximately 30 to 60 days. The Fund will promptly notify investors once funding has been received and construction activities have formally recommenced.

### 7. What is the current legal status between Monarch and RPC?

An agreement has been reached between the parties permitting the continuation of the project's refinancing process, which is now actively underway. RPC is currently engaged in ongoing discussions with prospective lenders, and the process continues to advance. Any material developments will be communicated in due course.

#### **Please direct all inquiries to our main office:**

Phone: (800) 581-7227

Email: [investor.relations@participantcapital.com](mailto:investor.relations@participantcapital.com)

***(Email is preferred for the most efficient response.)***