

**Venture 44 CLO, Limited**

c/o Walkers Fiduciary Limited  
190 Elgin Avenue  
George Town, Grand Cayman  
KY1-9008, Cayman Islands

**Informational Notice with Respect to Potential Optional Redemption  
of Certain Classes of Secured Notes**

November 26, 2024

To: The Holders of the Notes\* described below and the parties listed on Schedule I hereto

**Venture 44 CLO, Limited  
Venture 44 CLO, LLC**

	Rule 144A Global		Regulation S Global		Certificated	
	CUSIP	ISIN	CUSIP	ISIN	CUSIP	ISIN
Class X Notes	92332KAA9	US92332KAA97	G9470LAA6	USG9470LAA64	92332KAB7	US92332KAB70
Class A-1N Notes	92332KAC5	US92332KAC53	G9470LAB4	USG9470LAB48	92332KAD3	US92332KAD37
Class A-1F Notes	92332KAE1	US92332KAE10	G9470LAC2	USG9470LAC21	92332KAF8	US92332KAF84
Class A-2 Notes	92332KAG6	US92332KAG67	G9470LAD0	USG9470LAD04	92332KAH4	US92332KAH41
Class B Notes	92332KAJ0	US92332KAJ07	G9470LAE8	USG9470LAE86	92332KAK7	US92332KAK79
Class C Notes	92332KAL5	US92332KAL52	G9470LAF5	USG9470LAF51	92332KAM3	US92332KAM36
Class D-1 Notes	92332KAN1	US92332KAN19	G9470LAG3	USG9470LAG35	92332KAP6	US92332KAP66
Class D-2 Notes	92332QAA6	US92332QAA67	G94705AA1	USG94705AA19	92332QAB4	US92332QAB41
Class E Notes	92332QAC2	US92332QAC24	G94705AB9	USG94705AB91	92332QAD0	US92332QAD07
Subordinated Notes	92332QAE8	US92332QAE89	G94705AC7	USG94705AC74	92332QAF5	US92332QAF54

\* No representation is made as to the correctness of CUSIP or ISIN information either as printed on the Notes or as contained in this notice. Such numbers are included solely for the convenience of the Holders.

Reference is made to the Indenture, dated as of September 16, 2021 (as amended, restated, supplemented or otherwise modified from time to time, the "**Indenture**"), among Venture 44 CLO, Limited, as Issuer, Venture 44 CLO, LLC, as Co-Issuer, and Citibank, N.A., as Trustee. **Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Indenture.**

The purpose of this notice is to inform all Holders of Notes issued by the Co-Issuers or the Issuer, as applicable, that certain Holders or beneficial owners of Subordinated Notes have entered into discussions with respect to the potential optional redemption of certain Classes of Secured Notes from Refinancing Proceeds.

**This notice is solely intended to notify you that the Collateral Manager is exploring the possibility of such a transaction. This informational notice DOES NOT QUALIFY AS OR CONSTITUTE a notice of redemption by the Co-Issuers, or the Trustee on behalf of the Co-Issuers, pursuant to Section 9.4(a) of the Indenture.**

**NOTE: THIS NOTICE CONTAINS IMPORTANT INFORMATION THAT IS OF INTEREST TO THE REGISTERED HOLDERS AND BENEFICIAL OWNERS OF THE NOTES. IF APPLICABLE, ALL DEPOSITORIES, CUSTODIANS, AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE**

**REQUESTED TO EXPEDITE RE-TRANSMITTAL TO THE REGISTERED HOLDERS AND BENEFICIAL OWNERS OF THE NOTES IN A TIMELY MANNER.**

By this Issuer Order, the Issuer hereby directs the Trustee to deliver this notice to the Holders of Notes and to post such notice on the Trustee's applicable website and with the Cayman Islands Stock Exchange, Ltd., in the name and at the expense of the Co-Issuers.

Should you have any questions, please contact Kentay Miller from MJX Asset Management LLC (tel.: 212-705-5315, email: [kentay.miller@mjaxam.com](mailto:kentay.miller@mjaxam.com)).

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**VENTURE 44 CLO, LIMITED**, as Issuer

By:                     *Ae Ky*                    

Name: Aoife Kenny  
Title: Director

**Schedule I**

Venture 44 CLO, LLC  
c/o Puglisi & Associates  
850 Library Avenue, Ste. 204  
Newark, Delaware 19711  
Attention: Donald J. Puglisi

Citibank, N.A., as Trustee  
388 Greenwich Street  
New York, New York 10013  
Attention: Agency & Trust – Venture 44 CLO

MJX Asset Management LLC  
12 East 49th Street, 38<sup>th</sup> Floor  
New York, NY 10017  
Attention: Hans L. Christensen

The Cayman Islands Stock Exchange, Ltd.  
P.O. Box 2408  
Grand Cayman, KY1-1105, Cayman Islands  
Telephone: +1 345-945-6060  
Email: listing@csx.ky

Virtus Group, LP  
347 Riverside Avenue  
Jacksonville, Florida 32202  
Attention: Venture 44 CLO, Limited