



**Important Notice**  
The Depository Trust Company

<b>B #:</b>	B21760-25
<b>Date:</b>	February 4, 2026
<b>To:</b>	All Participants
<b>Category:</b>	Underwriting
<b>From:</b>	Underwriting Operations
<b>Attention:</b>	Managing Partner/Officer; Cashier, Operations, Data Processing, and Underwriting Managers
<b>Subject:</b>	Section 3 (c) (7) restrictions for owners of the following issue: CEDAR FDG XIX CLO LTD / CEDAR FDG XIX CLO LLC

(A) CUSIP Number(s):

Class X Notes	15033CAA0
Class A1 Notes	15033CAC6
Class AJ Notes	15033CAE2
Class B Notes	15033CAG7
Class C Notes	15033CAN2
Class D1 Notes	15033CAJ1
Class DJ Notes	15033CAL6

(B) Security Description(s):

- Class X Amortizing Senior Secured Floating Rate Notes due 2038
- Class A1 Senior Secured Floating Rate Notes due 2038
- Class AJ Senior Secured Floating Rate Notes due 2038
- Class B Senior Secured Floating Rate Notes due 2038
- Class C Secured Deferrable Floating Rate Notes due 2038
- Class D1 Secured Deferrable Floating Rate Notes due 2038
- Class DJ Secured Deferrable Fixed Rate Notes due 2038

(C) Offering Amount(s):

Class X Notes	U.S. \$4,000,000
Class A1 Notes	U.S. \$156,000,000
Class AJ Notes	U.S. \$8,000,000
Class B Notes	U.S. \$40,000,000
Class C Notes	U.S. \$24,000,000
Class D1 Notes	U.S. \$24,000,000
Class DJ Notes	U.S. \$4,000,000

(D) Managing Underwriter: Jefferies LLC

(E) Paying Agent: Citibank, N.A

(F) Closing Date: January 14, 2025

**Special Instructions:**

**Refer to the attachment for important instructions from the Issuer.**

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**Cedar Funding XIX CLO, Ltd.**

c/o Appleby Global Services  
 (Cayman) Limited  
 71 Fort Street  
 PO Box 500  
 Grand Cayman KY1 1106  
 Cayman Islands

**Cedar Funding XIX CLO, LLC**

c/o Puglisi & Associates  
 850 Library Avenue, Suite 204  
 Newark, Delaware 19711

Class X Amortizing Senior Secured Floating Rate Notes due 2038  
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The Co-Issuers and Jefferies LLC (the “Initial Purchaser”) are putting Participants on notice that they are required to follow these purchase and transfer restrictions with regard to the above-referenced securities.

In order to qualify for the exemption provided by Section 3(c)(7) under the Investment Company Act of 1940, as amended (the “Investment Company Act”), and the exemption provided by Rule 144A under the Securities Act of 1933, as amended (the “Securities Act”), offers, sales and resales of the securities listed above (the “Co-Issued Notes”) within the United States or to U.S. Persons may only be made in minimum denominations of U.S.\$100,000 and integral multiples of U.S.\$1 in excess thereof to “qualified institutional buyers” (“QIBs”) within the meaning of Rule 144A that are also “qualified purchasers” (“QPs”) within the meaning of Section 2(a)(51)(A) of the Investment Company Act or entities owned exclusively by QPs. Each purchaser of Co-Issued Notes (1) represents to and agrees with the Co-Issuers and the Initial Purchaser that (A) (i) the purchaser is either a QIB who is a QP or is owned exclusively by QPs (a “QIB/QP”); (ii) the purchaser is not a broker-dealer which owns and invests on a discretionary basis less than \$25 million in securities of unaffiliated issuers; (iii) the purchaser is not a participant-directed employee plan, such as a 401(k) plan; (iv) the QIB/QP is acting for its own account, or the account of another QIB/QP; (v) the purchaser is not formed for the purpose of investing in the Co-Issuers; (vi) the purchaser, and each account for which it is purchasing, will hold and transfer at least the minimum denomination of Co-Issued Notes; (vii) the purchaser understands that the Co-Issuers may receive a list of participants holding positions in its securities from one or more book-entry depositories; and (viii) the purchaser will provide notice of the transfer restrictions to any subsequent transferees; or (B) it is not a U.S. Person and is purchasing the Co-Issued Notes outside the United States and (2) acknowledges that the Co-Issuers have not been registered under the Investment Company Act and the Co-Issued Notes have not been registered under the Securities Act and represents to and agrees with the Co-Issuers and

the Initial Purchaser that, for so long as the Co-Issued Notes are outstanding, it will not offer, resell, pledge or otherwise transfer the Co-Issued Notes in the United States or to a U.S. Person except to a QIB/QP in a transaction meeting the requirements of Rule 144A. Each purchaser further understands that the Co-Issued Notes will bear a legend with respect to such transfer restrictions. See “Transfer Restrictions” in the final Offering Circular, dated as of January 10, 2025, relating to the Co-Issued Notes and other classes of notes issued solely by the Issuer.

The charter, bylaws, organizational documents or securities issuance documents of the Co-Issuers provide that the Co-Issuers will have the right to (i) require any holder of Co-Issued Notes that is a U.S. Person who is determined not to be a QIB/QP to sell the Co-Issued Notes to a QIB/QP or (ii) redeem any Co-Issued Notes held by such a holder on specified terms. In addition, the Co-Issuers have the right to refuse to register or otherwise honor a transfer of Co-Issued Notes to a proposed transferee that is a U.S. Person who is not a QIB/QP. As used herein, the terms “United States” and “U.S. Person” have the meanings given such terms in Regulation S under the Securities Act.

The restrictions on transfer required by the Co-Issuers (outlined above) will be reflected under the notation “3c7” in DTC’s User Manuals and DTC’s Reference Directory.

Any questions or comments regarding this subject may be directed to the Issuer.