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Azelis Group NV is a limited liability company (*naamloze vennootschap / société anonyme*) organized under the laws of Belgium with its registered office at Posthofbrug 12, box 6, B-2600 Antwerp, Belgium and registered with the Register of Legal Entities (Antwerp, division Antwerp) under number 0769.555.240. References in this announcement to the "Group" or "Azelis" refer to Azelis Group NV and its consolidated subsidiaries.



## **Azelis announces the end of the stabilization period and the full exercise of the over-allotment option in connection with its initial public offering**

Antwerp (Belgium), September 30, 2021 – Azelis, a leading global innovation service provider for the specialty chemicals and food ingredients industry, today announces that the stabilization period for the initial public offering of the Company's shares (the "**Offering**") on Euronext Brussels ended on September 29, 2021 and the Over-Allotment Option (as defined below) was concurrently exercised in full.

Within the framework of the Offering, Goldman Sachs Bank Europe SE (the "**Stabilization Manager**"), acting on behalf of the underwriters, was granted by the principal selling shareholders an option to subscribe for 8,886,386 shares of the Company at the final offering price of €26.00 per share in order to cover any over-allotments or short positions in relation to the Offering (the "**Over-Allotment Option**"). On September 29, 2021, the Stabilization Manager exercised the Over-Allotment Option in full.

The settlement of the Over-Allotment Option will take place on October 1, 2021. As a result of the full exercise of the Over-Allotment Option, the total number of shares sold in the Offering, including the Over-Allotment Option, amounts to 68,128,963 shares, which represents approximately 29.1% of the Company's 233,846,153 issued shares.

The Stabilization Manager had the option to undertake stabilization transactions for a period of 30 calendar days following the Listing Date (which occurred on September 17, 2021). No stabilization within the meaning of Article 3.2(d) of the Market Abuse Regulation (EU/596/2014) was undertaken by the Stabilization Manager in the Company's shares.

The terms and conditions for execution of stabilization transactions were presented in the section 19.3 (*Plan of Distribution—Over-Allotment Option and Price Stabilization*) of the Prospectus. For an overview of the dilution resulting from the Offering, reference is made to section 5 (*Dilution*) of the Prospectus.

**- Ends -**

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This announcement contains forward-looking statements. These statements are based on the current views, expectations, assumptions and information of the management of the Group. Forward-looking statements should not be construed as a promise of future results and developments and involve known and unknown risks and uncertainties. Various factors could cause actual future results, performance or events to differ materially from those described in these statements, and neither the Group nor any other person accepts any responsibility for the accuracy of the opinions expressed in this announcement or the underlying assumptions. Moreover, it should be noted that all forward looking statements only speak as of the date of this announcement and that the Group, without prejudice to its obligations under applicable law in relation to disclosure and ongoing information, does not assume any obligations to update any forward-looking statements. Goldman Sachs Bank Europe SE, J.P. Morgan AG, Barclays Bank Ireland PLC, BNP Paribas Fortis SA/NV, HSBC Continental Europe, ING Belgium SA/NV, Coöperatieve Rabobank U.A. and Landesbank Baden-Württemberg (together, the "**Underwriters**") or their respective affiliates as defined under Rule 501(b) of Regulation D under the Securities Act ("**affiliates**") expressly disclaim any obligation or undertaking to update, review or revise any of the forward-looking statements contained in this announcement whether as a result of new information, future developments or otherwise.

Before investing in the shares, persons viewing this announcement should ensure that they fully understand and accept the risks which are set out in the Prospectus. The information in this announcement is for background

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purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness.

The process and timing, including date of Admission, may be influenced by a range of circumstances such as market conditions. There is no guarantee that Admission will occur and investors should not base investment decisions on the Group's intentions in relation to Admission at this stage. Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing all or part of the amount invested. Persons considering making such investments should consult an authorized person specializing in advising on such investments. This announcement does not constitute a recommendation concerning the Offering or the Admission. The value of shares can decrease as well as increase. A professional advisor will have to assess the suitability of the offering for the potential investors concerned.

The Underwriters are acting exclusively for the Group and no-one else in connection with the Offering. They will not regard any other person as their respective clients in relation to the Offering and will not be responsible to anyone other than the Group for providing the protections afforded to its clients, nor for providing advice in relation to the Offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

In connection with the Offering, the Underwriters and their respective affiliates may take up a portion of the shares offered in the Offering as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such shares and other securities of the Group or related investments in connection with the Offering or otherwise. Accordingly, references in the Prospectus to the shares being offered, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or acquisition, placing or dealing by, the Underwriters and their respective affiliates acting in such capacity. In addition, the Underwriters and their respective affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Underwriters and their respective affiliates may from time to time acquire, hold or dispose of shares of the Group. The Underwriters do not intend to disclose the extent of any such investment or transactions, other than in accordance with any legal or regulatory obligations to do so.

None of the Underwriters or any of their respective affiliates or any of their or any of their affiliates' respective directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this release (or whether any information has been omitted from the release) or any other information relating to the Group, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available, or for any loss howsoever arising from any use of this release or its contents or otherwise arising in connection therewith.