

THIS ANNOUNCEMENT IS NOT FOR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD BE PROHIBITED BY APPLICABLE LAW NOR FOR DISTRIBUTION TO ANY U.S. PERSON.



## PRESS RELEASE

---

### La Financière ATALIAN S.A.S.

#### Launch of an Offering of €610 million equivalent in aggregate principal amount of Senior Notes (in a combination of euro and pound sterling)

**Paris, April 23, 2018** – La Financière ATALIAN S.A.S. (the “Company”), a leading independent provider of outsourced building services, announced today the offering (the “Offering”) by Atalian Finances, a *société à responsabilité limitée* incorporated under the laws of the Grand Duchy of Luxembourg of €610 million equivalent in aggregate principal amount of temporary notes due 2025 denominated in euro (the “Temporary Euro Notes”) and of temporary notes due 2025 denominated in pound sterling (the “Temporary Sterling Notes”) and, together with the Temporary Euro Notes, the “Temporary Notes”), to finance, in part, the contemplated acquisition by Atalian Global Services UK 2 Limited, a wholly-owned subsidiary of the Company, of the entire share capital of Servest Limited (the “Acquisition”). The Senior Notes will be guaranteed by Atalian S.A.S.U., Atalian Europe S.A. and Atalian Global Services UK 2 Limited. Concurrently with the issuance of the Senior Notes, Atalian Europe S.A. and Atalian Global Services UK 2 Limited will also enter into supplemental indentures and provide a guarantee of the Company’s existing €625 million senior notes due 2024.

Pending completion of the Acquisition, the proceeds of the Temporary Notes will be deposited into separate escrow accounts. Upon completion of the Acquisition, the Temporary Euro Notes and the Temporary Sterling Notes will be automatically exchanged for an equal aggregate principal amount of senior notes denominated in euro (the “Senior Euro Notes”) and pound sterling (the “Senior Sterling Notes”, together with the Senior Euro Notes, the “Senior Notes”, and the Senior Notes together with the Temporary Notes, the “Notes”), respectively, to be issued by the Company. The Temporary Notes will be cancelled upon exchange for the Senior

Notes. If the Acquisition is not consummated for any reason on or prior to May 30, 2018, or upon the occurrence of certain other events, the Temporary Notes will be subject to a special mandatory redemption.

Upon release of the proceeds from escrow, the Company expects to use the proceeds from the Offering (i) to fund the cash consideration for the Acquisition, (ii) to refinance substantially all existing debt of Servest Limited, (iii) to pay fees and expenses related to the Offering, and (iv) for general corporate purposes, including acquisitions.

Application will be made to have the Senior Notes admitted to listing on the Official List of Euronext Dublin and to be admitted to trading on the Global Exchange Market of Euronext Dublin.

### **About ATALIAN:**

ATALIAN is a leading international provider of facility services operating in 31 countries on 4 continents (Europe including France, Asia, Africa and the US), with total consolidated revenue of €2.0 billion for the twelve months ended December 31, 2017. With 72,000 employees, ATALIAN serves a diverse range of more than 28,000 customers in the private and public sector, offering a broad range of services including cleaning, technical maintenance and facility management, security, reception, landscaping and energy management.

### **Important Regulatory Notice**

This press release is for information purposes only and does not constitute a prospectus or an offer to sell or the solicitation of an offer to buy any security in the United States of America or in any other jurisdiction. Securities may not be offered or sold in the United States of America absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The Notes have not been and will not be registered under the Securities Act and will be offered and sold in the United States only to qualified institutional buyers in reliance on Rule 144A under the Securities Act and outside the United States to non-US persons in offshore transactions in reliance on Regulation S under the Securities Act. This communication is only being distributed to and is only directed at, persons who (i) are investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Financial Promotion Order"), (ii) are persons falling within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the Financial Promotion Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement

to engage in investment activity (within the meaning of section 21 of the United Kingdom Financial Services and Markets Act 2000 (“FSMA”)) in connection with the issue or sale of any Notes may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “relevant persons”).

### **Forward Looking Statements**

This press release includes forward looking statements. These forward looking statements can be identified by the use of forward looking terminology, including the terms as “anticipate,” “believe,” “continue,” “ongoing,” “estimate,” “expect,” “intend,” “may,” “plan,” “potential,” “predict,” “project,” “target,” “seek” or, in each case, their negative, or other variations or comparable terminology. These forward looking statements include all matters that are not historical facts and include statements regarding the Company and its subsidiaries (the “Atalian Group”) or any of their affiliates’ intentions, beliefs or current expectations concerning, among other things, the Atalian Group’s or any of its affiliates’ results of operations, financial condition, liquidity, prospects, growth, strategies and the industries in which they operate. By their nature, forward looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Readers are cautioned that forward looking statements are not guarantees of future performance and that the Atalian Group’s or any of its affiliates’ actual results of operations, financial condition and liquidity, and the development of the industries in which they operate may differ materially from those made in or suggested by the forward looking statements contained in this press release. In addition, even if the Atalian Group’s or any of its affiliates’ results of operations, financial condition and liquidity, and the development of the industries in which they operate are consistent with the forward looking statements contained in this press release, those results or developments may not be indicative of results or developments in subsequent periods.

*Press contact: Anne Kassubeck - [annekassubeck@gmail.com](mailto:annekassubeck@gmail.com) - M.: +33 6 86 99 53 26*