

**PRESS RELEASE**

**ANNOUNCEMENT ON THE EARLY CONSENT DEADLINE RESULTS**

*Paris (France) – March 11, 2024 - Atalian receives over 90% approval from each series of Existing Notes, for its previously announced Exchange Offer and Consent Solicitation, to implement the proposed transactions described in its Exchange Offer Memorandum, dated February 23, 2024.*

Reference is made to the public announcement issued by Atalian with respect to the launch of the Exchange Offer and Consent Solicitation on February 23, 2024 (the “**February Press Release**”), available on Atalian’s website: <https://atalian.com/investors-area/investors-news/?lang=en>. Defined terms used in this announcement have the meanings given to them in the February Press Release, unless otherwise indicated.

Atalian is pleased to announce the early consent results received for its Exchange Offer and Consent Solicitation by certain Eligible Holders validly tendering their Existing Notes to be exchanged for New Notes and delivering consents in favor of the Proposed Amendments prior to the Early Consent Deadline, in each case, upon the terms and conditions set forth in the Exchange Offer Memorandum, dated February 23, 2024.

According to information provided by Kroll Issuer Services Limited (the “**Exchange and Tabulation Agent**”), as of 5:00 p.m. London time on March 8, 2024 (the “**Early Consent Deadline**”), Atalian received valid tenders and consents from Eligible Holders holding over 97.78% in the aggregate principal amount of each series of the Existing Notes, representing approximately 98.65%, 97.24%, 96.41% of the total outstanding principal amount of the 2024 Notes, the 2025 Euro Notes and the 2025 Sterling Notes, respectively.

With this current level of support, Atalian has received sufficient consents to implement the Proposed 90% Amendments to the Existing Indentures, and the Supplemental 90% Indentures will become effective and operative on the Settlement Date upon the satisfaction of the conditions set forth in the Exchange Offer Memorandum.

Participating Holders who validly tendered their Existing Notes and delivered consents in favor of the Proposed Amendments prior to the Early Consent Deadline and did not validly submit a Withdrawal Notice shall receive the Exchange Offer Principal Repayment, in addition to the New Notes and the Mandatory Cash Paydown. Participating Holders who validly tender their Existing Notes and deliver consents after the Early Consent Deadline but prior to 5:00 p.m. London time on March 22, 2024 (the “**Expiration Time**”) will be issued New Notes, and will receive the Mandatory Cash Paydown, but will not be eligible to receive the Exchange Offer Principal Repayment. Any Noteholder who does not validly tender its Existing Notes will receive the Mandatory Cash Paydown, but its New Notes will be issued to the Holding Period Trustee to be held in trust for the benefit of such Noteholder for a period of 12 months in accordance with the terms of the Holding Period Trust Deed, and such Noteholder will not receive the Exchange Offer Principal Repayment.

As the Withdrawal Deadline has passed, Existing Notes that are validly tendered prior to the Early Consent Deadline may no longer be withdrawn and consents may no longer be revoked by providing an electronic withdrawal notice, unless otherwise provided in the Exchange Offer Memorandum or required by law.

Atalian wishes to remind Eligible Holders that they may still participate in the Exchange Offer and Consent Solicitation by validly submitting an Exchange and Consent Instruction in compliance with the

requirements established by Euroclear Bank SA/NV and Clearstream Banking S.A., in the form described in the Exchange Offer Memorandum, prior to the Expiration Time.

Participating Holders are also required to deliver to the Exchange and Tabulation Agent a tax certificate in a form substantially similar to Form CERFA 12816\*04 (also known as Form 5000) published by the French tax authorities or any other document evidencing the relevant Noteholder right to be exempt from any withholding tax or tax deductions levied by France on payments made to this Noteholder (the “**Tax Certificate**”), by the Tax Certificate Delivery Deadline (currently expected on March 22, 2024). If the Exchange Offer and, consequently, the Expiration Time is extended, re-opened, amended or earlier terminated in accordance with the terms described in the Exchange Offer Memorandum, the Tax Certificate Delivery Deadline will be adjusted accordingly to correspond to four Business Days prior to the new Settlement Date.

If a Noteholder is tax resident in a jurisdiction that does not benefit from a double tax treaty with France, or if a Noteholder is unable to provide the Tax Certificate by the Tax Certificate Delivery Deadline, then it is possible that amounts payable to that Noteholder in respect of the Lock-Up Fee and the Exchange Offer Principal Repayment may be subject to French withholding tax at applicable rates. To the extent that the Issuer is required by law to deduct any amount payable to a Noteholder on withholding tax then, the Issuer will not gross-up any amounts payable to that Noteholder pursuant to the Exchange Offer Memorandum for any deductions that the Issuer is required to make for withholding tax purposes.

Set forth below is a summary of the important dates in connection with the Exchange Offer and Consent Solicitation. The deadlines set by any bank, securities broker or other intermediary through which they hold Existing Notes and the relevant Clearing System for the submission of Exchange and Consent Instructions may be earlier than the relevant deadlines specified below:

- Expiration Time: 5:00 p.m. London time on March 22, 2024 unless extended, re-opened, amended or earlier terminated pursuant to the terms set forth in the Exchange Offer Memorandum.
- Tax Certificate Delivery Deadline: four Business Days prior to the Settlement Date. The Tax Certificate Delivery Deadline is currently expected to be on March 22, 2024. If the Exchange Offer and, consequently, the Expiration Time is extended, re-opened, amended or earlier terminated in accordance with the terms described in the Exchange Offer Memorandum, the Tax Certificate Delivery Deadline will be adjusted accordingly to correspond to four Business Days prior to the new Settlement Date.
- Settlement Date: promptly following the Expiration Time and currently expected on March 28, 2024, provided that all conditions to the occurrence of the Settlement Date have been satisfied or waived.
- Announcement of Completion of the Exchange Offer and Consent Solicitation: promptly following the Settlement Date.

Any Existing Notes that are outstanding following the completion of the Exchange Offer and Consent Solicitation will be retired and canceled on the Settlement Date for no additional consideration.

Further announcements and updates in relation to the Exchange Offer and Consent Solicitation will be provided to investors in due course.

### **Additional Information**

The full details, including terms and conditions, of the Exchange Offer and Consent Solicitation are provided in the Exchange Offer Memorandum.

The Exchange Offer Memorandum will continue to be made available to all Eligible Holders through the Exchange and Tabulation Agent:

Kroll Issuer Services Limited

Address: The Shard, 32 London Bridge Street, London SE1 9SG, United Kingdom

Email: [atalian@is.kroll.com](mailto:atalian@is.kroll.com)

Telephone: +44 20 7704 0880

Website: <https://deals.is.kroll.com/atalian>

Attention: Thomas Choquet and Alessandro Zorza

If you have any questions on financial matters relating to the Exchange Offer and Consent Solicitation, you should contact:

Rothschild & Co

Arnaud Joubert

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Email: [vincent.danjoux@rothschildandco.com](mailto:vincent.danjoux@rothschildandco.com)

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For other information, please contact:

La Financière Atalian S.A.S

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**About Atalian**

With a turnover of approximately €2 billion, more than 65,000 employees and a presence in 19 countries, Atalian is an independent European leading provider of outsourced business services. The Group has over 20,000 customers in the tertiary sector and industries. Its services are organized around several business lines: Facility Management, Cleaning, Security & Safety, Multi-Technical Maintenance & Energy Management, Hospitality.

For more information, please visit [www.atalian.com](http://www.atalian.com).

**Important notice**

This document is not an offer of securities to U.S. Persons or in the United States. The securities referred to herein have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons, except pursuant to an applicable exemption from registration. No public offering of securities is being made in the United States.

This announcement, the Exchange Offer Memorandum and any other documents or materials relating to the Exchange Offer are not being made, and such documents and/or materials have not been approved, by an authorized person for the purposes of section 21 of the Financial Services and Markets Act 2000, as amended (the “FSMA”). Accordingly, such documents and/or materials are not being

distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials is exempt from the restriction on financial promotions under section 21 of the FSMA on the basis that it is only directed at and may only be communicated to (1) persons who have professional experience in matters relating to investments, being “investment professionals” as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “**Order**”); (2) persons who fall within Article 43(2) of the Order; (3) high net worth companies, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order; or (4) any other persons to whom these documents and/or materials may lawfully be communicated. Any investment or investment activity to which the Exchange Offer Memorandum relates is available only to such persons or will be engaged in only with such persons and other persons should not rely on it.

In addition, if and to the extent that this announcement is communicated in, or the offer of securities to which it relates is made in any EEA member state, this announcement and the offering of any securities described herein are only addressed to and directed at persons in that member state of the EEA who are “qualified investors” within the meaning of Regulation (EU) 2017/1129 (as amended, the “**EU Prospectus Regulation**”) (or who are other persons to whom the offer may lawfully be addressed) and must not be acted on or relied on by other persons in that member state of the EEA. The offer and sale of the Notes will be made pursuant to an exception under the EU Prospectus Regulation from the requirement to produce a prospectus for offers of securities. This announcement does not constitute a prospectus within the meaning of the EU Prospectus Regulation or an offer to the public.

If and to the extent that this announcement is communicated in, or the offer of securities to which it relates is made in the United Kingdom, this announcement and the offering of any securities described herein are only addressed to and directed at persons in the United Kingdom who are “qualified investors” within the meaning of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK Prospectus Regulation**”) (or who are other persons to whom the offer may lawfully be addressed) and must not be acted on or relied on by other persons in the United Kingdom. The offer and sale of the Notes will be made pursuant to an exception under the UK Prospectus Regulation from the requirement to produce a prospectus for offers of securities. This announcement does not constitute a prospectus within the meaning of the UK Prospectus Regulation or an offer to the public.

The distribution of the Exchange Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession the Exchange Offer Memorandum comes are required by the Issuer and the Trustee to inform themselves about, and to observe, any such restrictions.

### **Forward-looking statements**

This announcement may include “forward-looking statements” which involve risks and uncertainties. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms “believe”, “expect”, “may”, “assume”, “should”, “seek”, “approximately”, “intend”, “plan”, “estimate”, or “anticipate” or similar expressions and or, in each case, their negative, or other variations or comparable terminology that relate to Atalian’s strategy, plans or intentions. 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. Although Atalian has based these forward-looking statements on its current views and assumptions about future events, Atalian’s actual results may differ materially from those that it expected. While Atalian believes that these assumptions are reasonable, Atalian cautions that it is difficult to accurately predict the impact of known factors and that undue reliance should not be placed on these forward-looking statements which speak only as at the date hereof. The forward-looking statements included in this announcement should not be regarded as a representation by Atalian that its plans and objectives will be achieved nor as guarantees of Atalian’s future performance. In addition, even if Atalian’s future performance, results of operation, financial condition and liquidity are consistent with the forward-looking statements contained in this announcement, those results or developments may not be indicative of results or developments in subsequent periods. Atalian undertakes no obligation to

publicly update or revise any forward-looking statements, whether as a result of new information or future events or otherwise.