

**PRESS RELEASE**

**ANNOUNCEMENT OF THE EXPIRATION TIME AND FINAL RESULTS**

*Paris (France) – March 25, 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 announcements 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/>. Defined terms used in this announcement have the meanings given to them in the February Press Release unless otherwise indicated.

Atalian’s previously announced Exchange Offer and Consent Solicitation has expired at the Expiration Time.

Atalian is pleased to announce the final results received 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 Expiration Time, 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 at 5:00 p.m. London time on March 22, 2024, Atalian received valid tenders and consents from Eligible Holders holding over 98.69% in the aggregate principal amount of each series of the Existing Notes, representing approximately 99.13%, 97.30%, 99.54% of the total outstanding principal amount of the 2024 Notes, the 2025 Euro Notes and the 2025 Sterling Notes, respectively.

**The Settlement Date**

The Settlement Date is currently expected to be on March 28, 2024, by which time Atalian expects that all conditions to the Exchange Offer and Consent Solicitation will have been satisfied.

On the Settlement Date, Participating Holders that validly submitted an Exchange and Consent Instruction prior to the Expiration Time and did not validly submit a Withdrawal Notice will receive (a) €616.00 aggregate principal amount of New Notes for each €1,000 in principal amount of 2024 Notes validly tendered and exchanged (and not validly withdrawn); (b) €738.30 aggregate principal amount of New Notes per €1,000 in principal amount of Euro 2025 Notes validly tendered and exchanged (and not validly withdrawn); and (c) €738.30 aggregate principal amount of New Notes per €1,000 (or £860.78, converted at a rate of £0.86078 to €1 (being the ECB rate as of January 16, 2024) after giving effect to rounding) in principal amount of Sterling 2025 Notes validly tendered and exchanged (and not validly withdrawn).

On the Settlement Date, the Issuer will apply the Mandatory Cash Paydown to partially repay the Existing Notes, where €180 million will be used to partially repay the outstanding amount of the 2024 Notes on a pro rata basis and €120 million will be used to partially repay the outstanding amount of the 2025 Notes on a pro rata basis (to the total of the Euro 2025 Notes and the euro-equivalent of the Sterling 2025 Notes), in each case, calculated on the basis of the aggregate principal amount of all the 2024 Notes and all the 2025 Notes outstanding on the Settlement Date, respectively.

Only Participating Holders that validly submit an Exchange and Consent Instruction prior to the Early Consent Deadline will receive the Exchange Offer Principal Repayment on the Settlement Date in the total amount of €100 million of which €60 million will be payable to such Participating Holders of 2024 Notes on a pro rata basis and €40 million will be payable to such Participating Holders of 2025 Notes on a pro rata basis to all Participating Holders of 2024 Notes and 2025 Notes, respectively, that validly tendered on or prior to the Early Consent Deadline. The Exchange Offer Principal Repayment will be in addition to the New Notes and the Mandatory Cash Paydown.

Participating Holders who validly tendered their Existing Notes and delivered consents after the Early Consent Deadline but prior to 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 did not validly tender their Existing Notes by the Expiration Time will only receive the Mandatory Cash Paydown, and their 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.

Noteholders of Existing Notes that will be repaid or exchanged on the Settlement Date in accordance with the terms and conditions of the Exchange Offer and Consent Solicitation, will be eligible to receive accrued and unpaid interest payments for the period from (and including) the interest payment date for the Existing Notes immediately preceding the Settlement Date to (but excluding) the Settlement Date payable in cash.

As the Withdrawal Deadline has passed, Existing Notes that are validly tendered may no longer be withdrawn and consents may no longer be revoked. In addition, as the Tax Certificate Delivery Deadline has passed, Participating Holders may no longer deliver a tax certificate evidencing their right to be exempt from any withholding tax or tax deductions levied by France on payments made to this Noteholder.

On the Settlement Date, the Supplemental 90% Indentures will become effective and operative. 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, and the Existing Indentures will be satisfied and discharged.

#### **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

Email: [arnaud.joubert@rothschildandco.com](mailto:arnaud.joubert@rothschildandco.com)

Vincent Danjoux

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

#### Messier et Associés

Jean-François CIZAIN

Email: [jfc@messier-associes.com](mailto:jfc@messier-associes.com)

Telephone: +44 (0)758 42 46 178

For other information, please contact:

La Financière Atalian S.A.S  
Alexandra Fichelson  
Email: [investorcontact.fr.ags@atalianworld.com](mailto:investorcontact.fr.ags@atalianworld.com)  
Telephone: +33 (0)6 18 26 13 12

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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.