

THIS ANNOUNCEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF THAT JURISDICTION.



October 29, 2020

SELECTA GROUP B.V.

(“Selecta”, the “Company” or the “Issuer” and together with its subsidiaries, the “Group”)

Successful Completion of Recapitalisation

Selecta is delighted to announce the successful completion of the comprehensive recapitalisation of the Group (the “Transaction”) first announced on 8 September 2020.

The successful recapitalisation, which was finalised on 29 October, demonstrates the conviction of the Group’s shareholders, lenders under its revolving credit facility and holders of the Notes in the Company and management team.

Selecta now has the financial strength and flexibility to not only forge a path through the current challenging environment but also to drive future growth, capitalise on new opportunities and come out the other side of the Covid-19 crisis stronger and better. In summary the Transaction:

- (i) provides €175 million of new money from the shareholders by way of a cash funding of €125 million and the settlement of €50 million outstanding under a super senior liquidity provided in March 2020;
- (ii) relieves material cash interest;
- (iii) extends debt maturities through 2026;
- (iv) significantly deleverages the balance sheet at the level of the operating business; and
- (v) demonstrates broad support from all key stakeholders and commitment to Selecta’s future

As a result, the Group will benefit from increased operating flexibility, is in a strong position to execute on the strategic business plan and to work with its clients and its business partners to deliver an industry-leading consumer experience and service.

Joe Plumeri, Executive Chairman of Selecta Group, said: “The completion of the recapitalisation is transformational for Selecta. An improved capital structure and

significant additional liquidity provides a strengthened platform to weather the ongoing impact from Covid-19 and to fuel future growth.

I would like to thank our Noteholders, shareholders and creditors for their support during this process. We are also grateful to our loyal suppliers and clients and the continued commitment of our hard-working colleagues.”

Christan Schmitz, CEO of Selecta Group, commented: “With our renewed financial strength, we have the opportunity to transform our business through our ‘One Selecta’ strategy. By leveraging our market leading position, unique business proposition and strong market fundamentals, Selecta is well positioned for profitable long-term growth.”

Disclaimers

This announcement has been prepared by the Issuer exclusively for information purposes. It does not constitute or include any advice or recommendation by the Issuer (or any other person) regarding the securities of the Issuer or as to the merits of any transaction or the making of any investment decision. It does not constitute or include any confirmation or commitment by the Issuer (or any other person) regarding the present or future value of the business of the Issuer, its securities, its affiliates or any of the Issuer’s or their assets.

This announcement is not an offer to sell or a solicitation of an offer to buy or exchange or acquire securities in the United States or in any other jurisdiction and no offer, tender offer, sale, exchange or acquisition of securities is proposed in a jurisdiction where such offer, tender offer, sale, exchange or acquisition would be illegal. The securities referenced in this announcement may not be offered, sold, exchanged or delivered in the United States absent registration or an applicable exemption from the registration requirement under the U.S. Securities Act of 1933, as amended. The securities mentioned in this announcement are not, and will not be, registered in the United States. This announcement is not directed at, or intended for distribution, publication, availability to or use by, any person or entity that is a citizen or resident or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law or regulation, or which would require any registration or licensing within such jurisdiction. Nothing in this announcement constitutes or contemplates an invitation to participate in the Consent Solicitation by a Holder in any circumstances in which such participation is unlawful.

This announcement may include “forward-looking statements” such as certain statements, estimates, targets and projections provided by the Issuer with respect to the anticipated future performance of the Issuer and the Group. In some cases, these forward-looking statements can be identified by the use of forward-looking terminology, including the words “believes,” “could,” “estimates,” “anticipates,” “aims,” “expects,” “intends,” “may,” “will,” “plans,” “continue,” “ongoing,” “potential,” “predict,” “project,” “target,” “seek,” “should” or “would” or, in each case, their negative or other variations or comparable terminology or by discussions of strategies, plans, objectives, targets, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. By their nature, forward-looking statements involve known and unknown risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not guarantees of future performance. You should not place undue reliance on these forward-looking statements. Such forward-looking statements reflect significant assumptions and subjective judgments

by the Issuer's management concerning anticipated results. These assumptions and judgments may or may not prove to be correct and there can be no assurance that any estimates, targets or projections are attainable or will be realized. Accordingly, neither the Issuer nor any member of the Group (nor any of its or their respective directors, partners, employees or advisers) nor any other person, shall give any representation or warranty as to the achievements or reasonableness of future projections, estimates or targets nor will they be liable for any direct, indirect or consequential loss or damage suffered by any person as a result of relying on any statement in or omission from this announcement; any such liability is expressly disclaimed. Any forward-looking statements are only made as of the date of this announcement, and we do not intend, and do not assume any obligation, to update forward-looking statements set forth in this announcement. You should interpret all subsequent written or oral forward-looking statements attributable to the Issuer or to persons acting on its behalf as being qualified by the cautionary statements in this note. As a result, you should not place undue reliance on these forward-looking statements.

The completion of the Transaction is subject to various conditions, including but not limited to the approval of the Transaction and agreement of its terms by prescribed percentages of the Group's creditors. Notwithstanding the support of a substantial number of the Groups' creditors, there can be no assurance that the Transaction will be completed on the terms currently envisaged, or at all.

No representation, warranty or undertaking, express or implied, is made as to, and no reliance should be placed on, the fairness, accuracy, completeness or correctness of the information or the opinions contained herein. Neither the Group nor any of its advisors or representatives shall have any liability whatsoever (in negligence or otherwise) for any loss howsoever arising from any use of this announcement or its contents. The information contained in this announcement does not constitute investment advice.