

## Delivering meaningful growth

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION IN WHICH OFFERS OR SALES WOULD BE PROHIBITED BY APPLICABLE LAW. THIS ANNOUNCEMENT IS NOT AN OFFER OF SECURITIES FOR SALE IN ANY JURISDICTION, INCLUDING THE UNITED STATES, CANADA, SOUTH AFRICA, AUSTRALIA OR JAPAN. NEITHER THIS ANNOUNCEMENT NOR ANYTHING CONTAINED HEREIN SHALL FORM THE BASIS OF, OR BE RELIED UPON IN CONNECTION WITH, ANY OFFER OR COMMITMENT WHATSOEVER IN ANY JURISDICTION**

### **GBL launches the sale of up to approximately 18.1 million shares of Mowi ASA**

Groupe Bruxelles Lambert SA (“**GBL**”), an investment holding company listed on Euronext Brussels, through its wholly-owned subsidiary Owen Capital S.à.r.l., announces the launch of an accelerated bookbuilding process to institutional investors of up to approximately 18.1 million ordinary shares (the “**Offering**”) of Mowi ASA (“**Mowi**”). The Offering corresponds to approximately 3.5% of Mowi’s share capital.

The transaction would represent the disposal of approximately 50% of GBL’s stake in Mowi and is part of the group’s ongoing portfolio rotation strategy.

The accelerated bookbuilding process will start immediately. The sale price as well as the total number of shares sold will be announced upon completion of the Offering, which is expected prior to market opening on June 22, 2022. Following the settlement of the Offering, GBL expects to hold approximately 18.1 million Mowi shares, equivalent to 3.5% of the company’s share capital.

In the context of the Offering, GBL intends to enter into a lock-up agreement relating to its remaining Mowi shares, lock-up of which is expected to end after a period of 90 calendar days from the settlement date of the Offering, subject to certain exceptions or waiver by the Bookrunner.

Goldman Sachs Bank Europe SE is acting as Sole Bookrunner of the transaction.

For more information, please contact:

**Xavier Likin**

Chief Financial Officer  
Tel: +32 2 289 17 72  
[xlikin@gbl.be](mailto:xlikin@gbl.be)

**Alison Donohoe**

Head of Investor Relations  
Tel: +32 2 289 17 64  
[adonohoe@gbl.be](mailto:adonohoe@gbl.be)

## **About Groupe Bruxelles Lambert**

Groupe Bruxelles Lambert (“**GBL**”) is an established investment holding company, with over sixty years of stock exchange listing, a net asset value of EUR 21.3 billion and a market capitalization of EUR 14.7 billion at the end of March 2022. GBL is a leading investor in Europe, focused on long-term value creation and relying on a stable and



supportive family shareholder base. GBL is both a responsible company and investor and perceives ESG factors as being inextricably linked to value creation.

GBL strives to maintain a diversified high-quality portfolio of listed and private assets as well as alternative investments (through Sienna Investment Managers, the group's alternative investment platform), composed of global companies that are leaders in their sector, to which it can contribute to value creation by being an active professional investor.

GBL is focused on *delivering meaningful growth* by providing attractive returns to its shareholders through a combination of growth in its net asset value, a sustainable dividend and share buybacks.

GBL is listed on Euronext Brussels (Ticker: GBLB BB; ISIN code: BE0003797140) and is included in the BEL20 index.

## **CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION**

This release may contain certain forward-looking statements relating to the group's future business, development and economic performance. Such statements may be subject to a number of risks, uncertainties and other important factors, such as but not limited to force majeure, competitive pressures, legislative and regulatory developments, global, macroeconomic and political trends, the group's ability to attract and retain the employees that are necessary to generate revenues and to manage its businesses, fluctuations in currency exchange rates and general financial market conditions, changes in accounting standards or policies, delay or inability in obtaining approvals from authorities, technical developments, litigation or adverse publicity and news coverage, each of which could cause actual development and results to differ materially from the statements made in this release. GBL assumes no obligation to update or alter forward-looking statements whether as a result of new information, future events or otherwise.

## **IMPORTANT REGULATORY NOTICE**

This announcement is not for publication, distribution or release, directly or indirectly, in or into the United States of America (including its territories and possessions, any state of the United States of America and the District of Columbia), Canada, South Africa, Australia or Japan or any other jurisdiction where such an announcement would be unlawful. The distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The securities referred to herein will be offered only to qualified institutional buyers in reliance on Section (4)(a)(1½) of the U.S. Securities Act of 1933, and to non-U.S. persons outside the United States pursuant to Regulation S under the Securities Act, subject to prevailing market and other conditions. There is no assurance that the offering will be completed or, if completed, as to the terms on which it is completed. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, and may not be offered or sold in the United States without registration thereunder or pursuant to an available exemption therefrom. Neither this document nor the information contained herein constitutes or forms part of an offer to sell, or the solicitation of an offer to buy, securities in the United States. There will be no public offer of any securities in the United States or in any other jurisdiction. This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful.

In member states of the European Economic Area, this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" within the meaning of the Prospectus Regulation ("Qualified Investors"), and does not constitute and shall not, in any circumstances, constitute an invitation to the public in connection with any offer or constitute any offer to the public, each within the meaning of the Prospectus Regulation. The offer and sale of the securities referred to herein will be made pursuant to an exemption under the Prospectus Regulation from the requirement to produce a prospectus for offers of securities. For these purposes, the expression "Prospectus Regulation" means Regulation (EU) 2017/1129, as amended.



In the United Kingdom this announcement is directed exclusively at “qualified investors” (as defined in Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “UK Prospectus Regulation”)) (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “Order”) or (ii) who fall within Article 49(2)(A) to (D) of the Order, and (iii) to whom it may otherwise lawfully be communicated (all such persons together being referred to as “relevant persons”); any other persons in the United Kingdom should not take any action on the basis of this announcement and should not act on or rely on it. In the United Kingdom, any investment activity and the securities to which this announcement relates are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, relevant persons. This announcement does not constitute and shall not, in any circumstances, constitute an invitation to the public in connection with any offer or constitute any offer to the public, each within the meaning of the UK Prospectus Regulation. The offer and sale of the securities referred to herein will be made pursuant to an exemption under the UK Prospectus Regulation from the requirement to produce a prospectus for offers of securities.

No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by the banks (each, a “Bank”) or by any of their respective affiliates or agents as to, or in relation to, the accuracy or completeness of this announcement or any other written or oral information made available to or publicly available to any interested party or its advisers, and any liability therefore is expressly disclaimed.

In connection with the offering of the shares of Mowi ASA (the “Shares”), each Bank and any of its respective affiliates acting as an investor for their own account may take up as a proprietary position any Shares and in that capacity may retain, purchase or sell for their own account such Shares. In addition, each Bank or its respective affiliates may enter into financing arrangements and swaps with investors in connection with which any Bank (or its affiliates) may from time to time acquire, hold or dispose of Shares. The Banks do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

The information contained in this announcement is for background 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. This announcement does not purport to identify or suggest the risks (direct or indirect) which may be associated with an investment in the Shares. Any investment decision in connection with the Shares must be made solely on the basis of all publicly available information relating to the Shares (which has not been independently verified by the Banks).

The Banks are acting on behalf of the selling shareholder and no one else in connection with any offering of the Shares and will not be responsible to any other person for providing the protections afforded to clients of the Banks nor for providing advice in relation to any offering of the Shares.