



## ANNOUNCEMENT

**Notice to the shareholders of Quilvest, formerly listed on the regulated market of the Luxembourg Stock Exchange under number ISIN LU0011790804, pursuant to article 4(6) of the law of 21<sup>st</sup> July 2012 on the squeeze-out and compulsory buyout of securities of companies which are or have been admitted to trading on a regulated market or having been offered to the public (the "Squeeze-Out Law").**

Luxembourg, 2 November 2018

By announcement dated 20 August 2018, the shareholders acting in concert (the "**Concert Parties**") of Quilvest (the "**Company**"), in their capacity as majority shareholder of the Company as defined in the Squeeze-Out Law, informed the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and the Company of their decision to exercise their right of mandatory squeeze-out on all the 20,714 shares of the Company which they do not own directly or indirectly on the day hereof pursuant to article 4(3) of the Squeeze-Out Law (the "**Squeeze-Out**").

On 2 November 2018, the CSSF informed the Concert Parties and Quilvest of its acceptance of the proposed price of 171.20 USD per share as a fair price and published the price on its website in accordance with article 4(6) of the Squeeze-Out Law.

By this announcement, the Concert Parties inform the shareholders of Quilvest of the final price per share of 171.20 USD (the "**Price**") and the payment process of the Price applicable to the 20,714 shares of Quilvest subject to the squeeze-out.

### **1. Process of payment of the price applicable to the 20,714 shares subject to the squeeze-out**

Payment of the Price will be made on the final payment date on 6 November 2018 to the holders of Quilvest shares subject to the squeeze-out procedure (the "**Final Payment Date**").

*a. Shareholders of Quilvest subject to the squeeze-out and directly registered in the register of shareholders of Quilvest*

On the Final Payment Date, the Concert Parties will pay the Price in cash to the holders of Quilvest shares subject to the squeeze-out and registered in the register of shareholders of Quilvest and for whom Quilvest has updated bank details, by wire transfer to their bank account.

The provisions described below concerning the transfer by operation of law of the 20,714 shares and the consignment of the Price will also apply to shareholders registered in the register of shareholders for whom no updated bank details are available and to whom the Concert Parties were unable to transfer the Price.

*b. Shareholders of Quilvest subject to the squeeze-out and holding their shares in book-entry form*

On the Final Payment Date, the Concert Parties will pay the Price to the holders of Quilvest shares subject to the squeeze-out holding their shares in book-entry form by wire transfer to the *Banque*

*Internationale à Luxembourg, société anonyme ("BIL")*, registered in the register of shareholders of Quilvest in its capacity as common depository acting on behalf of Euroclear Bank S.A./N.V. and Clearstream Banking S.A. BIL will then proceed, through these clearing systems, to the payment of the Price by wire transfers to the accounts of Euroclear Bank S.A./N.V. and Clearstream Banking S.A. Euroclear Bank S.A./N.V. and Clearstream Banking S.A. will then pay those holders of shares of Quilvest subject the squeeze-out.

*c. General information to all the holders of shares of Quilvest subject to the squeeze-out*

The payment of the Price will be made in cash, free of charges, costs or withholding tax as described above.

It is up to the holders of the shares subject to the squeeze-out to consult their advisors on any possible tax consequences or other consequences of the squeeze-out under the laws of their country of citizenship, residence or domicile or any other law which may be applicable to them.

Holders of the shares subject to the squeeze-out to whom payment of the Price could not be made on the Final Payment Date (including due to the lack of updated bank details) are informed that, in accordance with article 4(8) of the Squeeze-Out Law, the shares subject to the squeeze-out not transferred at the latest on the Final Payment Date will be deemed transferred by operation of law to the Concert Parties on 7 November 2018 with consignment of the Price at that date to the Luxembourg State Treasury (*Trésorerie de l'Etat*) (3, rue du Saint-Esprit, L-1475 Luxembourg, Grand-Duchy of Luxembourg, telephone +352 247 8277, fax +352 46 72 62, email: [caisse.consignation@ts.etat.lu](mailto:caisse.consignation@ts.etat.lu)) in accordance with the provisions of the law of 29<sup>th</sup> April 1999 on the consignment with the State for a period of thirty (30) years beginning on the date the consignment is made (i.e. 7 November 2018).

The squeeze-out is not subject to any conditions other than those described in this announcement.

## **2. Methods of communication**

All documents published or to be published in relation to the squeeze-out procedure can be reviewed at any time during the squeeze-out procedure via the internet under the following address: <http://www.quilvest.com/shareholder-information/other>.

Quilvest will ensure that all these documents are sent to all the registered shareholders of Quilvest at the address mentioned in the share register of Quilvest by registered letter with acknowledgment of receipt.

### **Contact**

Jean-Benoît Lachaise  
3, boulevard Royal  
L-2449 Luxembourg  
Tel : +352 47 38 85 42  
Email : [cries@quilvest.com](mailto:cries@quilvest.com)