

Press release

10 September 2020

**PUBLIC OFFER TO BUY BACK THE SHARES OF EDIFY  
FOLLOWED BY DELISTING FROM THE LUXEMBOURG STOCK EXCHANGE**

- Proposed public offer by EDIFY to buy back 309,357 shares (ISIN Code : LU1129894801), representing 6.37 % of the share capital at a price of €70 per share and a premium of 43 % compared with the last market price.
- Proposed offer period : 8 October to 12 November 2020.
- Withdrawal and delisting of EDIFY shares from Euro MTF Luxembourg Stock Exchange as of end November 2020.

The Board of Directors of EDIFY has decided to put a number of resolutions to the vote at the Shareholders' General Meeting to be held on 6 October 2020 for the purpose of authorising a public offer to buy back the shares of EDIFY at a price of €70 per share ("the Offer") and withdrawing the shares from trading on Euro MTF and delisting them from the Luxembourg Stock Exchange (the "Delisting").

This decision is based on the low volume of shares traded, resulting from a very small free float, and the fact that there are no plans to raise finance from the market in the short-to-medium term.

The proposed transaction would offer minority shareholders liquidity that is not available to them as things currently stand and would enable them to sell their shares at a price representing a premium of 43 % compared with the last market price.

**Offer acceptance period**

Subject to approval at the Shareholders' General Meeting, the Offer could open at 9:00 a.m. on Thursday, 8 October 2020 and close at 3:00 p.m. on 12 November 2020.

Once agreed by the Luxembourg Stock Exchange, the shares could be delisted with effect from end November 2020. Once the delisting has been completed, the Board of Directors will submit to the shareholders a proposed amendment to the Articles of

Association introducing an approval clause governing the disposal or transfer of EDIFY shares.

### Suspension of trading in EDIFY shares

EDIFY has asked the Luxembourg Stock Exchange to suspend trading from today until the Shareholders' General Meeting convened to approve the Offer and the principle of Delisting.

### Terms and conditions of the Offer

The draft memorandum and the Offer will be governed by Luxembourg law. The Offer falls outside the scope of the Luxembourg Act of 19 May 2006 on takeover bids, as amended.

### Indicative timetable of the Offer and Delisting

Notice convening Shareholders' General Meeting	15 September 2020
Shareholders' General Meeting	6 October 2020
Publication post Shareholders' General Meeting, publication of notice that the Offer has opened and publication of final memorandum	8 October 2020
Start of Offer and acceptance period	8 October 2020
End of Offer and acceptance period	12 November 2020
Final announcement of results and of clearing and settlement	16 November 2020
Response from Luxembourg Stock Exchange (estimated date)	20 November 2020
Offer clearing and settlement	26 November 2020
Delisting (date estimated– the exact date will depend, in particular, on the final decision by the Luxembourg Stock Exchange)	With effect from end November 2020

The above timetable is subject to change.

### Offer documentation

This press release should be read in conjunction with the draft memorandum and its appendices published on the websites of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and EDIFY ([www.edify-investmentpartner.com](http://www.edify-investmentpartner.com)).

All information related to the Offer and the Delisting, including notices, will be published on the above-mentioned websites.

### Corporate profile

*EDIFY is an industrial holding company listed on the Euro-MTF Market of the Luxembourg Stock Exchange.*

*Its portfolio is comprised of majority and minority shareholdings in French, Spanish and Swiss industrial medium-sized businesses and SMEs, namely **Zurflüh-Feller** (accessories and systems for roller shutters and industrial closing mechanisms), **Sirem** (motorised solutions for swimming pool covers, milk tank agitators and aqua fitness equipment), **Pellenc** (portable power tools and machinery for winegrowing, olive growing and green spaces), **Usines Métallurgiques de Vallorbe** (filing tools for the jewellery, watchmaking, forestry, car and aeronautical industries), **de Buyer** (items and utensils for cookery and patisserie), **Thermo-Technologies** (surface coating with precious metals using chemical or electrolytic processes and high-tech wires), **Gaviota-Simbac** (components and motors for awnings and roller shutters), **Ligier Group** (microcars for unlicensed drivers), and **Lacroix Emballages** (packaging for solid dairy products).*

### CALENDAR

Release of 2020 half-year results : 24 September 2020

### CONTACTS

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