

# EP Global Commerce

## Press Release

### Acceptance period for voluntary public takeover offer to shareholders of METRO AG started

- Acceptance period from 1 October 2020 until 29 October 2020
- Offer provides for a cash payment of EUR 8.48 per ordinary share and EUR 8.89 per preference share
- No minimum acceptance threshold
- Goal is to give EP Global Commerce more flexibility

**Grünwald, 1 October 2020** - Today, EP Global Commerce GmbH (“EP Global Commerce”) published the offer document for its voluntary public takeover offer to the shareholders of METRO AG for the acquisition of all outstanding non-par value ordinary and preference shares not directly held by it (“Offer”) following approval by the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*, “BaFin”).

The acceptance period for the Offer begins upon publication of the offer document on 1 October 2020 and ends on 29 October 2020, 24:00 hrs. (Frankfurt am Main local time) / 19:00 hrs. (New York local time).

The cash offer price for the ordinary shares (ISIN DE000BFB0019) is EUR 8.48 per share and the cash offer price for the preference shares (ISIN DE000BFB0027) is EUR 8.89 per share.

By the Offer, EP Global Commerce aims to increase its investment in METRO AG above 30 percent to give itself more flexibility in the future. There is no minimum acceptance threshold. EP Global Commerce does not expect to hold more than 50 percent of the voting rights of METRO AG following settlement of the Offer. Nevertheless, the Offer enables all shareholders of METRO AG to monetize their investment in METRO AG at the offered prices. The Offer is subject to regulatory clearances and other customary conditions.

METRO shareholders who wish to accept the offer should contact their custodian bank or custodian investment service providers with any questions they may have about acceptance of the offer and the technical aspects of settlement. Custodian banks with registered office or branch in Germany will be also separately informed about the modalities for acceptance and

settlement of the offer and asked to inform customers who hold METRO shares in their securities deposit accounts about the offer and the steps necessary to accept it.

The ultimate shareholders of EP Global Commerce are long-term oriented investors who have the goal to support strengthening METRO's position and operating performance as a leading independent food and selected non-food products supplier group with an attractive stationary (cash & carry), service delivery and online offering.

The Offer itself as well as its terms and conditions are set out in detail in the offer document. The offer document (in the German language and a non-binding English translation thereof) and other information relating to the offer are published on the internet at <https://www.epglobalcommerce.com>. Copies of the offer document can be obtained free of charge at BNP Paribas Securities Services S.C.A., Zweigniederlassung Frankfurt, Europa-Allee 12, 60327 Frankfurt am Main, Germany (inquiries by fax to +49 69 1520 5277 or e-mail to [frankfurt.gct.operations@bnpparibas.com](mailto:frankfurt.gct.operations@bnpparibas.com)).

### **About EP Global Commerce**

EP Global Commerce a.s. (EPGC) is an acquisition entity controlled by Daniel Křetínský, with current shareholding of 53 percent, who is acting in concert with other shareholder Patrik Tkáč, who currently holds 47 percent in EPGC. It was founded in April 2016 and is headquartered in Prague. EPGC currently indirectly owns 29.99 percent of the ordinary shares and voting rights in METRO AG.

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### **Legal Disclaimer**

This announcement is neither an offer to purchase nor a solicitation of an offer to sell shares in METRO AG. The Offer itself as well as its terms and conditions and further provisions concerning the Offer are published in the offer document which has been approved by BaFin. Investors and shareholders of METRO AG are strongly advised to thoroughly read the offer document and all other relevant documents regarding the Offer upon their availability since they will contain important information.

The Offer as published in the offer document is subject to the laws of the Federal Republic of Germany and certain applicable provisions of securities law of the United States of America. Any agreement that is entered into as a result of accepting the Offer will be exclusively governed by the laws of the Federal Republic of Germany and is to be interpreted in accordance with such laws.