

THE CNMV AUTHORISES THE TAKEOVER BID FOR PARQUES REUNIDOS SERVICIOS CENTRALES, S.A. LAUNCHED BY PIOLIN BIDCO, S.A.U.

24 July 2019

The Board of the Spanish National Securities Market Commission (CNMV) has authorised, at its meeting held today, the voluntary takeover bid for the shares of Parques Reunidos Servicios Centrales, S.A. submitted by Piolin Bidco, S.A.U. (an investment vehicle of EQT Group).

The bid is aimed at 100% of the share capital of Parques Reunidos, represented by 80,742,044 shares. However, after deducting 42,843,979 shares immobilised, representing 53.06% of the share capital, currently held by the offeror or owned by the Corporación Financiera Alba and Groupe Bruxelles Lambert groups (Alba and GBL, respectively), which have undertaken not to accept the offer, the takeover bid is for 37,898,065 shares, representing 46.94% of the share capital.

The price offered is 13.753 euros per share and has been set by the bidder in accordance with the provisions on equitable price and the valuation criteria laid down in Articles 9 and 10 of the Spanish Royal Decree on takeover bids.

The takeover bid is not subject to any conditions.

As a guarantee for the bid, the offeror has provided five bank guarantees totalling 521,212,087.95 euros, granted by Morgan Stanley Bank International Limited (€208,484,835.18), JP Morgan AG (€182,424,230.78), Banco Santander, S.A. (€52,121,208.79), ING Bank NV, Sucursal en España (€39,090,906.60) and BNP Paribas S.A., Sucursal en España (€39,090,906.60).

The period for accepting the offer will be 43 calendar days from the trading day following the publication of the first announcement with the essential details of the bid.

The offeror will promote the delisting of Parques Reunidos shares by invoking the delisting takeover bid exception under Article 11(d) of the Spanish Royal Decree on takeover bids, and for such purpose, it has

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submitted a valuation report, prepared by an independent expert, which forms part of the supporting documentation of the bid.

Bearing in mind the commitment of Alba and GBL to not accept the takeover bid (44.21% of the share capital), the acceptance will not be able to achieve the 90% of the total shares subject to the bid, hence the requirements for the squeeze-out and sell-out will not be fulfilled.

The prospectus and supporting documents, which will be incorporated into the CNMV's public registers, may be consulted at least from the trading day following the publication of the first announcement with the essential information on the bid.

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