

**ADVEO GROUP INTERNATIONAL, S.A.** (hereafter the “Company”), in accordance with Article 228 of the Royal Legislative Decree 4/2015, dated October 23rd approving the Stock Exchange Law, proceeds, through this report, to communicate the following,

## RELEVANT FACT

The financial entities Banco Bilbao Vizcaya Argentaria, S.A., Banco de Sabadell, S.A., CaixaBank, S.A., Banco Santander, S.A., Banco Popular Español, S.A., Bankia, S.A. and Kutxabank, S.A. (hereafter, the Entities), holders of all the financial debt of the Company (hereafter, the Financial Debt) have informed the Company that they have received from an international industrial investor (hereafter, the Offeror) a Non-Binding Offer on all their Financial Debt under terms and conditions that have not been disclosed.

Additionally, the Entities have requested the Company to release all the required information for the execution of a Due Diligence that would lead to a Binding Offer.

On the other side, the Offeror has formally informed the Company of its initial intention to acquire the Financial Debt in order to capitalize it as share capital, in non-specified economic terms, but they have anticipated that such capitalization will imply a material and relevant dilution for the shareholders. This capitalization would be subject to the acquisition public offer exemption set forth in Article 8.1 of Royal Decree 1066/2007, of 27 July, regarding the securities acquisition public offer regime.

The Board, taking all that into consideration, has decided, in the best interest of the Company, to accept the requests of the Entities and the Offeror, without prejudice to the analysis of the specific terms and conditions of the transaction once they are provided, as the case may be, by the Entities and the Offeror, once these are duly informed to the Board.

Such a transaction would imply the elimination of the Financial Debt, which would definitively solve the structural debt problem that the Company was dragging, and contribute to build a multichannel leading group in Europe in the workspace solutions area, in line with our declared strategy.

Moreover, this eventual transaction would lead to a business concentration subject to EU regulations and to the Spanish Securities Market regulations and would require the completion of all procedures and the signing of agreements that would be necessary for its execution, both by the Entities and the Offeror, and by the Company.



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The Board and the Management Committee will continue working in the best interest of the Company and its shareholders and will keep the Markets informed of any new developments

Madrid, September 5, 2018.

**COMISIÓN NACIONAL DEL MERCADO DE VALORES  
MADRID**