Madrid, 6 July 2021

## INFORMATION OF KERRY IBERIA TASTE & NUTRITION, S.L.U. ON THE SQUEEZE-OUT OF BIOSEARCH, S.A.'S SHARES

For the purposes provided for in article 227 of the consolidated text of the Securities Market Law, approved by Royal Decree 4/2015, of 23 October and article 48 of Royal Decree 1066/2007, on public takeover bids, Kerry Iberia Taste & Nutrition, S.L.U. (the "Offeror") hereby informs you of the following information relating to the squeeze-out of Biosearch, S.A.'s ("Biosearch") shares:

Yesterday, the Spanish National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) ("**CNMV**") made public the result of the takeover bid for Biosearch's shares made by the Offeror (the "**Offer**").

The Offer has been accepted by shareholders holding 52,121,923 shares, representing 90.33% of the shares to which the Offer was addressed. The Offer has therefore been successful, having fulfilled all the conditions to which it was subject at the time of its formulation.

The settlement date of the Offer will be two business days after the publication of the result in the Listing Bulletins of the Stock Exchanges, which is expected to take place today.

Likewise, it is noted that the conditions for the exercise of the squeeze-out set out in article 136 of the consolidated text of the Securities Market Law and in article 47 of Royal Decree 1066/2007 have been met. Therefore, in accordance with what has already been stated in the prospectus explaining the Offer (the "**Prospectus**"), the Offeror shall proceed to demand the compulsory sale of all the Biosearch's shares that it does not hold for the same consideration offered in the Offer (i.e. 2.20 euros for each of Biosearch's share). The sale and the squeeze-out will be carried out in accordance with the procedures described in section 3.6 of the Prospectus, being 27 July 2021 the date of the squeeze-out transaction ("**Transaction Date**"). As indicated in the Prospectus, the delisting of Biosearch will become effective upon settlement of the squeeze-out transaction.

For the correct execution and settlement of the squeeze-out, the Offeror shall request the CNMV to suspend the trading of Biosearch's shares on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges after the closing of the stock market on 15 July 2021, and that the listing of Biosearch's shares shall remain suspended from then until the definitive delisting takes place.

Biosearch's shareholders who wish to sell their shares to the Offeror before the Transaction Date may do so in accordance with articles 136 of the Consolidated Text of the Securities Market Law and article 48 of Royal Decree 1066/2007, as indicated in the Prospectus. However, the shareholders of Biosearch are reminded that in the squeeze-out all the expenses derived from the sale, purchase and settlement shall be borne by the Offeror and that in the event that they exercise the sell-out they shall bear the expenses derived from the sale, purchase and settlement.

This is a loose translation for information purposes only. In case of discrepancies with the Spanish version, the latter shall prevail. This translation has not been revised by the CNMV.

Finally, you are hereby informed that, as soon as possible and within the five business days following this date, the Offeror shall publicly and generally disclose the characteristics and conditions for the exercise of the squeeze-out right in accordance with the provisions of article 48 of Royal Decree 1066/2007 and the provisions of the Prospectus. The text of the announcement is annexed to this document.

[Signing page follows]

Kerry Iberia Taste & Nutrition, S.L.U.		
Mr Ronan Deasy		

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### <u>ANNEX</u>

# ANNOUNCEMENT OF THE PROCEEDING FOR THE SQUEEZE-OUT FOLLOWING THE VOLUNTARY PUBLIC TENDER OFFER FOR BIOSEARCH, S.A.'S SHARES MADE BY KERRY IBERIA TASTE & NUTRITION, S.L.U.

This announcement is made public pursuant to the provisions of article 48.5 of Royal Decree 1066/2007, of 27 July, on the rules governing takeover bids for securities (the "Royal Decree 1066/2007"), and contains the proceeding for the squeeze-out resulting from the voluntary takeover bid made by Kerry Iberia Taste & Nutrition, S.L.U. for all of the shares representing the share capital of Biosearch, S.A., authorised by the National Securities Market Commission (*Comisión Nacional del Mercado de Valores*) ("CNMV") on 27 May 2021 (the "Offer"). The result of the Offer was published by the CNMV on 5 July 2021.

#### 1. SQUEEZE-OUT

In accordance with the provisions of article 48.3 of Royal Decree 1066/2007 and section 3.6 of the prospectus of the Offer (the "**Prospectus**"), Kerry Iberia Taste & Nutrition, S.L.U. communicated by means of other relevant information (*otra información relevante*) dated 6 July 2021 the fulfilment of the requirements for the exercise of the squeeze-out and that it will exercise it, which will allow it to acquire those shares representing the share capital of Biosearch, S.A. that it does not own.

#### 2. CONSIDERATION OF THE OFFER

The consideration will be paid in cash and will be equal to the consideration offered in the Offer (€2.20 per Biosearch share). Settlement of the transaction will be made within the same period as set out in the Prospectus, counted from the date of the transaction.

#### 3. DATE OF THE TRANSACTION

The date for the squeeze-out transaction will be 27 July 2021.

#### 4. GUARANTEE

Kerry Iberia Taste & Nutrition, S.L.U., in accordance with the provisions of article 47.4 of Royal Decree 1066/2007, shall submit to the CNMV the documentation of the guarantee that ensures compliance with its payment obligations resulting from the exercise of the forced sale sufficiently in advance of the date of section three. Said guarantee consists of a first demand guarantee issued by BNP Paribas, Sucursal en España for an amount of 12,270,717.8 euros.

#### 5. PROCEDURE FOR THE EXECUTION OF THE SQUEEZE-OUT

All depositary entities of Biosearch, S.A. shares shall execute the sale of the shares to Kerry Iberia Taste & Nutrition, S.L.U. on the date of the transaction in accordance with the procedure established for this purpose by Iberclear. Settlement and payment of the consideration offered shall be carried out in accordance with the provisions of article 48.4 of Royal Decree 1066/2007.

In accordance with the provisions of article 136 of the Securities Market Law (Ley del Mercado de Valores), if the shares of Biosearch, S.A. subject to squeeze-out are seized as a result of administrative

acts or judicial resolutions, or if there is any kind of charge on them, including encumbrances, limited rights in rem or financial guarantees, the aforementioned shares will be sold free of such charges, which will be constituted on the price paid by Kerry Iberia Taste & Nutrition, S.L.U. for the sale and purchase. The depositary of the shares shall be obliged to keep the purchase price in deposit, informing the judicial or administrative authority that has ordered the seizures or the holder of any other charges, of the applications of this procedure. If, once the provisions of this paragraph have been applied, there is a part of the price that is unnecessary for the satisfaction of the obligations secured by the seizure or seizures made, or by the existing charges on the shares, it shall be immediately made available to the holder of the shares.

The acquisitions of the shares subject to compulsory purchase shall be intercepted by Banco de Sabadell, S.A. and settled by BNP Paribas, Sucursal en España, as the market member intervening in the Offer and the entity responsible for the settlement thereof, respectively.

#### 6. COSTS OF THE SQUEEZE-OUT

The expenses arising from the purchase and sale and settlement of the shares will be for the account of Kerry Iberia Taste & Nutrition, S.L.U.

#### 7. DELISTING OF BIOSEARCH, S.A.

Pursuant to article 48.10 of Royal Decree 1066/2007, the squeeze-out will result in the delisting of the shares of Biosearch, S.A., which will be effective from the settlement of the transaction.

For the correct execution and settlement of the squeeze-out, Kerry Iberia Taste & Nutrition, S.L.U. will request the CNMV to agree to suspend trading in the shares of Biosearch, S.A. as of 15 July 2021, after the closing of the stock market, and that trading in the shares of Biosearch, S.A. will remain suspended from then until the definitive delisting takes place.