

Deprez group and Solum Partners launch, through Garden S.à r.l., voluntary and conditional takeover bid on Greenyard NV

Sint-Katelijne-Waver, Belgium, 20 June 2025

Greenyard NV ("**Greenyard**" or the "**Company**") (Euronext Brussels: GREEN) hereby announces that the Deprez group and Solum Partners ("**Solum**"), through Garden S.à r.l. (the "**Offeror**"), launch their voluntary and conditional takeover bid, as announced on 11 April 2025, on all the shares in Greenyard which are not yet held by the Bidder or by persons affiliated with the Bidder, being Greenyard (the "**Bid**").¹

The initial acceptance period concerning the Bid opens on 23 June 2025 at 9:00 a.m. CEST and closes on 14 July at 4:00 p.m. CEST. The Bid Price is EUR 7,40 per share.

The Board of Directors has unanimously decided to support the Bid. The detailed position of the Board of Directors of Greenyard with respect to the Bid is included in the response memorandum. The response memorandum is annexed to the prospectus relating to the Bid.

Alychlo, Sujajo Investments SA, Mr. Joris Ide, Agri Investment Fund BV and Mr. Marc Ooms (through family holding companies), together holding 15,476,582 shares (approximately 51.99%) of the shares that are subject to the Bid, have committed (subject to the non-occurrence of a valid counterbid) to tender their shares in the Bid at the Bid Price.

The prospectus and the response memorandum with respect to the Bid were approved by the FSMA on 20 June 2025 and are available on the following websites: <https://www.greenyard.group/investor-relations/Dedicated-webpage>, and www.kbc.be/greenyard.

The FSMA's approval of the prospectus and the response memorandum does not imply any judgment of the opportunity or quality of the Bid, nor of the bidder's quality. For more information on the Bid, reference is made to the press release of the Bidder which can be found on the following website: <https://www.greenyard.group/investor-relations/Dedicated-webpage>. This website also contains additional information on the Bid.

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¹ On the date of this press release, Greenyard holds 2,278,584 treasury shares (approximately 4.42%).

Press Release

About Greenyard

Greenyard (Euronext Brussels: GREEN) is a global market leader in fresh, frozen, and prepared fruit & vegetables, flowers & plants. Counting Europe's leading retailers amongst its customer base, Greenyard offers efficient and sustainable solutions to customers and suppliers through best-in-class products, market leading innovation, operational excellence and outstanding service. Its vision is to help people live healthier by helping people enjoy fruit and vegetables at any moment, in an easy, fast and enjoyable way, with respect for nature. Greenyard has approximately 8,600 employees and is active in 21 countries worldwide. Greenyard considers its employees and the relationships with its customers and supplier as its most important assets, enabling it to realise annual sales of approximately € 5.1 billion per annum. www.greenyard.group

This press release is for informational purposes only and does not constitute or form part of an offer to purchase or invitation to sell or issue securities of Greenyard, nor a solicitation by anyone in any jurisdiction in respect of such securities, any vote or approval. This press release may not be published, distributed or disseminated in any country or territory where its publication or content would be illegal or may require registration or any other filing of documents. Anyone in possession of this press release must refrain from publishing, distributing or disseminating it in the countries and territories concerned.

The Intended Offer will not be made, directly or indirectly, in or into the United States or any country or jurisdiction in which it would be considered unlawful or otherwise violate any applicable laws or regulations, or which would require Garden to change or amend the terms or conditions of the Intended Offer in any material way, to make an additional filing with any governmental, regulatory or other authority or take additional action in relation to the Intended Offer. It is not intended to extend the Intended Offer to any such country or jurisdiction. Any such documents relating to the Intended Offer must neither be distributed in any such country or jurisdiction nor be sent into such country or jurisdiction, and must not be used for the purpose of soliciting the purchase of securities of Greenyard by any person or entity resident or incorporated in any such country or jurisdiction.

In particular, the Intended Offer is not being and will not be made, directly or indirectly, in or into, or by the use of the mails or by any means or instrument (including, without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facilities of a national securities exchange of the United States, and the securities subject to the Intended Offer may not be tendered in any such offer by any such use, means, instrument or facility from or within the United States or by persons located or resident in the United States. Accordingly, except as required by applicable law, copies of this announcement and any other documents or materials related to the Intended Offer are not being, and may not be, directly or indirectly mailed or otherwise forwarded, distributed or sent in, into or from the United States or to any person located or resident in the United States. Persons receiving this announcement (including without limitation nominees, trustees or custodians) must not forward, distribute or send it into the United States or to any person located or resident in the United States. Any purported tender of the securities subject to the Intended Offer resulting directly or indirectly from a violation of these restrictions will be invalid and tenders of the securities subject to the Intended Offer made by a person located in the United States or any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States will not be accepted.

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