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PRESS CONFERENCE TODAY AT 10.30 AM CET – SEE BELOW FOR DETAILS

16 June 2014

IMCD Group announces price range for IPO and publication of Prospectus

Rotterdam, The Netherlands - IMCD Group ("IMCD" or "Company"), a leading international speciality chemicals-focused distributor, today announces the price range for, and the publication of the prospectus in relation to, its planned Initial Public Offering (the "IPO" or the "Offering") on Euronext Amsterdam.

Offering highlights

- Expected price range set at between €19.00 and €23.00 per Ordinary Share, valuing IMCD Group at a post IPO equity value of € 950 million to € 1,150 million;
- The Offering will consist of the issue of up to 14,214,684 New Offer Shares by the Company to raise approximately €270 million of primary gross proceeds, and the sale of up to 8,257,435 Existing Offer Shares by its current shareholders. The total number of Shares offered (excluding over-allotment option) will amount to up to 20,000,000;



- In addition, the Offering will include an over-allotment option of up to an additional 15% of the total number of Offer Shares issued and transferred in the Offering. The over-allotment option consists of Existing Offer Shares only;
- Within the expected price range, the Offering is valued at up to €380 - €460 million excluding the over-allotment option and at up to €437 - € 529 million assuming full exercise of the over-allotment option;
- Post IPO, IMCD's total share capital will consist of 50 million Ordinary Shares. As a result, the Offering represents up to 40.0% of IMCD's total issued share capital excluding the over-allotment option and up to 46.0% assuming full exercise of the over-allotment option following the closing of the Offering;
- The Offering will be made to institutional and retail investors in the Netherlands and to certain institutional investors internationally;
- Offer and subscription period commences at 9:00 a.m. CET today and is expected to end at 2:00 p.m. CET on 26 June 2014;
- Final offer price and determination of the exact number of Shares offered is expected to be announced and allocation is expected to take place on or about 26 June 2014 (subject to acceleration or extension of the timetable of the Offering); and
- Listing of and trading in the ordinary shares (on an "if-and-when-delivered basis") on Euronext Amsterdam under the symbol "IMCD" are expected to commence on 27 June 2014.

Key investment highlights

- Strong sales, marketing and distribution platform offering value through expertise.
- Diversified and resilient business model based on strong supplier relations and sales force.
- Demonstrated ability to deliver organic and M&A-led growth.
- Strong focus on profitability and cash generation.
- Demonstrated success of management team in building the Company since establishment.

Piet van der Slikke, IMCD's CEO: *"The launch of our IPO today is another step in the process we embarked upon some time ago. We have successfully finished all preparations and the company is fully prepared for life as a listed company. The level of interest we have seen in the investment community is very encouraging, and we look forward to meeting prospective investors and share with them our plans to continue our ambitious growth path. Our goal is to be recognised as a reliable and highly regarded partner for specialty chemicals distribution in our target markets. We believe that our strategy will deliver long-term benefits to all of our stakeholders."*





Prospectus

The Company has appointed Deutsche Bank AG, London Branch and Goldman Sachs International as Joint Global Coordinators and Joint Bookrunners, and HSBC Bank plc and Rabobank International as Joint Bookrunners. Rothschild is acting as the financial adviser to the Company.

The offering of these securities is being made only through means of a prospectus, copies of which will be, amongst others, available free of charge as of 16 June 2014, via Rabobank International GFM Equity Syndicate, by emailing: prospectus@rabobank.com. The prospectus is also electronically available via the website of IMCD (www.imcdgroup.com/intended-listing) or, for Dutch citizens only, via the website of Euronext Amsterdam N.V. (www.euronext.com).

Offering

The Offering consists of a public offering to institutional and retail investors in the Netherlands and a private placement to certain qualified investors in various other jurisdictions in compliance with Regulation S under the US Securities Act of 1933 (the "Securities Act") and, in the United States, to "qualified institutional buyers" as defined in, and in reliance on, Rule 144A under the Securities Act. The Offering will consist of up to 14,214,684 New Offer Shares to raise approximately € 270 million of primary gross proceeds and up to 8,257,435 Existing Offer Shares held by its current shareholders. The total number of Shares offered (excluding over-allotment option) will amount to up to 20,000,000. In addition, there will be an over-allotment option of up to 15% of the total Offer Shares. Post IPO, IMCD's total share capital will consist of 50 million Ordinary Shares. As a result, the Offering represents up to 40.0% of IMCD's total issued share capital excluding the over-allotment option and up to 46.0% assuming full exercise of the over-allotment option following the closing of the Offering.

Emma (BC) Holding S.C.A., an entity indirectly controlled by the investment funds managed by Bain Capital Investors, LLC ("Bain Capital") and the current major shareholder in the Company, will remain the Company's largest shareholder after the Offering. The selling shareholders have agreed to a lock-up of 180 days from the closing date of the IPO, subject to certain exceptions. The Offering of New Offer Shares is intended to allow the Company to strengthen its financial position by enabling it to repay current outstanding debt and provide the Company with increased financial flexibility, suitable for the Company's current profile and maturity. Furthermore, the Group expects that a listing will enable it to continue to pursue attractive acquisitions consistent with its growth strategy, provide access to the capital markets and provide a quoted, liquid acquisition currency which may be used as consideration for future acquisitions.

Financial track record

In 2013, IMCD generated revenue of €1,233 million with an average growth rate over the past two years of close to 10%. Its asset light business model enables IMCD to realise attractive conversion margins and cash generation. In 2013, gross margin amounted to 21.2% and IMCD achieved an operating EBITA of €97 million. The current outstanding debt is expected to be refinanced through new debt facilities and the primary proceeds from the IPO, while this will at the same time provide the Company with increased financial flexibility. After completion of the IPO, the refinancing is expected to become effective and the Company expects its leverage ratio to be approximately 2.5x LTM EBITDA.

Competitive strengths

The main asset of IMCD is its more than 1,400 employees worldwide operating in over 30 countries across Europe, Africa, Asia Pacific and in Brazil. Approximately 70% of IMCD's employees are part of



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the specialised and experienced sales force, the vast majority of whom have a technical or commercial background from a related industry. This sales force is critical to IMCD's ability to maintain and expand its relationships with suppliers and customers.

The Company has a diversified and resilient business model, operating in each of the life science end markets, including food and nutrition, pharmaceutical, and personal care, as well as the industrial end markets, including coatings, lubricants, plastics and rubber, and synthesis. It markets, sells and distributes a broad range of products, sourced from approximately 1,580 suppliers to approximately 27,000 customers.

Investment proposition

IMCD's management team has worked together for approximately 18 years demonstrating success in building the company since its establishment in 1995. Based on its strong track record of outperforming market growth and playing a leading role as an industry consolidator through numerous successful acquisitions, the Company has a clear strategy for future profitable growth and offers investors an attractive investment proposition with a target annual dividend of 25 – 35% of adjusted net income.

INFORMATION FOR EDITORS: PRESS CONFERENCE

Piet van der Slikke, CEO of IMCD Group and Hans Kooijmans, CFO of IMCD Group, will discuss the announcements made today at a press conference at 10:30 CET. Journalists are invited to join the conference:

Conservatorium Hotel
Van Baerlestraat 27
1071 AN Amsterdam
The Netherlands

Photos of IMCD Group are available on the website (www.imcdgroup.com/media/press-kit) or can be requested by contacting Denis Engin or Marina Kaptein at IMCD - tel: + 31 10 - 290 86 40 / 290 86 22 or per email: denis.engin@imcdgroup.com / marina.kaptein@imcdgroup.com

FOR FURTHER INFORMATION

Citigate First Financial
Claire Verhagen / Uneke Dekkers
Mobile: + 31 (0) 6 50 51 63 25 / + 31 (0) 6 50 26 16 26
Email: claire.verhagen@citigateff.nl / uneke.dekkers@citigateff.nl



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About IMCD Group

With a passion for excellence, extensive industry knowledge and a commitment to creating value through expertise, IMCD is a market-leader in the sales, marketing and distribution of speciality chemicals and food ingredients.

Its dedicated local experts provide market-focused solutions across Europe, Africa and Asia-Pacific, with business units offering a range of comprehensive product portfolios, including innovative formulations that embrace industry trends.

Currently turning over € 1.2 billion, IMCD has built a dedicated team of more than 1400 technical and commercial experts that work in close partnership to tailor best in class solutions for customers and producers in more than 30 countries.

To find out more about IMCD Group, please visit www.imcdgroup.com, or contact Communications Manager Marina Kaptein by calling +31 10 290 86 22, or emailing marina.kaptein@imcdgroup.com

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