

21 January 2015

# Offer period for Lucas Bols IPO to start today, first trading expected on 4 February

## Indicative price range set at €13.50 to €18.00 per share

Amsterdam, the Netherlands - Lucas Bols Holding B.V. ("Lucas Bols" or the "Company"), a 440 year old leading global spirits player, today announces the price range for, and the start of the subscription period in relation to, its planned initial public offering (the "IPO" or the "Offering") on Euronext Amsterdam with listing intended for 4 February 2015.

## Offering highlights

- Indicative price range set at €13.50 to €18.00 per share, valuing Lucas Bols at a post IPO equity value of approximately €187 to €207 million<sup>1</sup>
- Offer and subscription period for institutional and retail investors commences at 9.00 a.m.
  CET today and is expected to end at 1.00 p.m. CET on 3 February 2015. Publication of the prospectus in relation to the IPO will also take place today
- Listing and first trading in the shares (on an "as-if-and-when- delivered" basis) on Euronext Amsterdam under the symbol "BOLS" are expected to commence on 4 February 2015
- Offering of up to 9,437,390 ordinary shares (excluding exercise of the over-allotment option), consisting of
  - Up to 9,332,390 new ordinary shares to raise approximately €125 million of primary gross proceeds
  - A secondary offering of up to 105,000 existing ordinary shares currently held by entities owned by (senior) management corresponding to 10% of each of their holdings to repay financing and related costs incurred in connection with their investment in the shares in the 2006 buy-out
- Over-allotment option of up to 15% of the offered shares which will consist of existing ordinary shares by AAC Capital and Black Diamond Capital Management LLC
- Based on the mid-point of the price range and assuming full exercise of the over-allotment option, the Offering is valued at approximately €147 million
- Up to 10% of the Offering is reserved for preferential allocation to retail investors in the Netherlands and each retail investor will be allocated the first 350 ordinary shares, which may be reduced pro rata in case the retail demand exceeds 10% of the Offering

## **Company highlights**

- Lucas Bols is a global spirits player with unique heritage dating back to 1575, with more than 20 brands across a range of spirits products, sold globally in more than 110 countries
- Diversified portfolio of premium and super-premium global brands (including Bols Liqueurs and Bols Genever), complemented with strong regional brands (including Pisang Ambon and Bokma)

<sup>&</sup>lt;sup>1</sup> Assuming the shares issued under the Extraordinary Share Award are based on the lower and upper end of the price range

- Lucas Bols has the number one position in liqueur ranges worldwide (excluding the US) and is the world's largest player in the genever segment
- Strong focus on innovation and strategic marketing with the aim to lead the developments in the cocktail market
- A strong position in the international bartending community with market or category-leading positions in various geographic markets
- Positive underlying market trends providing opportunities for growth in mature as well as developing cocktail markets
- Asset-light business model with large portion of production process (blending and bottling) outsourced to strategic partners
- Attractive financial performance with strong EBIT margin and cash generation, allowing for a target dividend of at least 50% of the Company's net profit

Huub van Doorne, CEO Lucas Bols: "We are pleased to announce the launch of our IPO today, another major step in the 440 year history of Lucas Bols. We have successfully completed all preparations and are ready to become a listed company. The level of interest we have seen in the investment community is very encouraging. We are excited to meet prospective investors and share with them our plans to further accelerate the growth of our brands and lead the development in the global cocktail market."

### The Offering

The Offering is expected to consist of up to 9,437,390 ordinary shares (excluding the exercise of the over-allotment option) consisting of an issue of up to 9,332,390 new ordinary shares by the Company to raise approximately €125 million of primary gross proceeds plus a sale compromising in total up to 105,000 existing ordinary shares by the management board of the Company and certain of its other managers through DreamSpirit B.V. and LB2 B.V. representing 10% of each of their holdings to repay financing and related costs incurred in connection with their investment in the 2006 buy-out.

The Offering will be made to the public in the Netherlands and to certain qualified investors in various other jurisdictions pursuant to Regulation S under the US Securities Act of 1933 as amended (the "Securities Act") and in the United States to qualified institutional buyers pursuant to Rule 144A under the Securities Act.

In addition, there will be an over-allotment option of up to 15% of the offered shares which will consist of existing ordinary shares held by AAC Capital and several GSC funds under the management of Black Diamond Capital Management LLC.

Assuming full exercise of the over-allotment option and based on the mid-point of the price range, the post IPO free float is expected to be approximately 74.7%. In that case, the post IPO shareholdings of AAC Capital, DreamSpirit B.V. and LB2 B.V. are expected to be approximately 16.6%, 6.1% and 1.5% respectively<sup>2</sup>.

The Company, DreamSpirit B.V. and LB2 B.V. have agreed with the Joint Global Coordinators to a 360-day lock-up and AAC Capital has agreed to a 180 day lock-up period starting at settlement of the IPO, subject to certain exceptions.

Kempen & Co and Rabobank are the Joint Global Coordinators and Joint Bookrunners for the IPO.

### Preferential retail allocation

There will be a preferential allocation of up to 10% of the Offering to retail investors in the Netherlands. Each retail investor in the Netherlands will be allocated the first 350 (or fewer) ordinary shares for which such investor subscribes, provided that if the total number of ordinary shares

<sup>&</sup>lt;sup>2</sup> Including the shares issued under the Extraordinary Share Award

allocated to retail investors exceeds 10% of the total number of offered ordinary shares, the preferential allocation to each retail investor may be reduced pro rata.

## **Prospectus**

The Offering is being made only by means of a prospectus, approved by the Netherlands Authority for the Financial Markets (the "AFM"). Copies of which may, subject to applicable securities law restrictions, be obtained free of charge by contacting Kempen & Co by e-mail (kas@kempen.com) or in writing (Kempen & Co, attn. Operational Services, Beethovenstraat 300, 1077 WZ Amsterdam). The prospectus is also, subject to applicable securities law restrictions, electronically available via the website of Lucas Bols (<a href="www.lucasbols.com">www.lucasbols.com</a>) or, for Dutch citizens only, via the website van de AFM (<a href="www.afm.nl">www.afm.nl</a>).

# Financial track record and use of proceeds

In FY 2013/2014<sup>3</sup> Lucas Bols generated € 78.7 million in revenue, with a gross profit of € 47.6 million. EBIT for FY 2013/14 amounted to € 22.0 million. The gross margin as a percentage of revenue was 60.4% while the EBIT margin was 28.0%.

The current outstanding debt and the preference shares are expected to be refinanced through the primary proceeds from the IPO and new debt facilities. Any additional primary proceeds will be used for general corporate purposes. Assuming a post-IPO financial debt of €68.2 million, the envisaged leverage is approximately 3x EBITDA upon listing. Assuming stable cash flows, the Company has a target mid-term leverage structure of maximum 2x EBITDA.

### Supervisory board

The Company announces the nomination of Ms Marina Wyatt as member of the Supervisory Board. Ms Marina Wyatt is expected to join the Supervisory Board at settlement of the Offering and she will replace current Supervisory Board member Mr Paul Hugenholtz to align Supervisory Board representation with the shareholder structure after settlement of the IPO. Ms Marina Wyatt is currently the CFO of TomTom N.V. and non-executive Director of Shanks Group PLC. As a seasoned financial expert with an international profile the Company is pleased that Ms Marina Wyatt will join the Supervisory Board of Lucas Bols. The Company would like to thank Mr Paul Hugenholtz for his great contribution as Supervisory Board member as of 2006.

#### **Timetable**

Subject to acceleration or extension, the timetable below sets forth certain expected key dates for the Offering:

- The Offer Period commences today, 21 January 2015 at 9.00 a.m. and is expected to end at 1.00 p.m. CET on 3 February 2015
- Pricing and allocation are expected to take place on 3 February 2015
- The listing and first trading on an "as-if-and-when- delivered" basis is expected to commence on 4 February 2015
- Delivery of and payment for the Offer Shares is expected to take place on 6 February 2015

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<sup>&</sup>lt;sup>3</sup> Lucas Bols' financial year starts at 1 April and ends at 31 March.

## For further information

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## **Press conference**

Huub van Doorne, CEO of Lucas Bols and Joost de Vries, CFO of Lucas Bols, will discuss the announcement made today at a press conference at 10:00 CET in the House of Bols Cocktail & Genever Experience, Paulus Potterstraat 14, Amsterdam. Journalists are invited to join this press conference.

For press images: www.lucasbols.com/press/press-kit-downloads

#### IMPORTANT LEGAL INFORMATION

This document includes forward-looking statements that reflect the Company's current views with respect to the future events and financial and operational performance of the Company and its subsidiaries (the "Group"). These statements contain the words "anticipate", "believe", "intend", "estimate", "expect", "may", "plan", "should", "could", "aim", "target", "might" and words of similar meaning. The forward-looking statements are based on the Company's beliefs, assumptions and expectations regarding future events and trends that affect the Group's future performance, taking into account all information currently available to the Group, and are not guarantees of future performance. These beliefs, assumptions and expectations can change as a result of possible events or factors, not all of which are known to the Company or are within the Company's control. If a change occurs, the Group's business, financial condition, liquidity, results of operations, anticipated growth, strategies or opportunities may vary materially from those expressed in, or suggested by, these forward-looking statements. In addition, the forward-looking estimates and forecasts reproduced in this document from third-party reports could prove to be inaccurate. A number of important factors could cause actual results or outcomes to differ materially from those expressed in any forwardlooking statement as a result of risks and uncertainties facing the Group. Any forward-looking statements made by or on behalf of the Group speak only as of the date they are made, and, the Company nor any of its Group companies assumes any obligation to publicly update or revise any forward-looking statements, whether as a result of new information or for any other reason.

Not for release or distribution or publication in whole or in part, directly or indirectly, in or into the United States, Australia, Canada or Japan or any other jurisdisction in wich the distribution or publication would be unlawful. This announcement is not a prospectus and does not contain or constitute an offer for sale or the solicitation of an offer to purchase securities in the United States, Canada, Australia, Japan or any other jurisdiction. These materials are not an offer for sale of securities.

The securities mentioned herein have not been registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States absent registration or an exemption from the registration requirements of the Securities Act. The Company does not intend to register any part of the offering in the United States or to conduct a public offering of securities in the United States. Any offering of securities will be made by means of a prospectus that may be obtained from the issuer or selling security holder and that will contain detailed information about the Company and management, as well as financial statements.

The Company has not authorised any offer to the public of Shares in any Member State of the European Economic Area other than the Netherlands. With respect to any Member State of the European Economic Area, other than the Netherlands, and which has implemented the Prospectus Directive (each a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of Securities requiring publication of a prospectus in any Relevant Member State. As a result, the Shares may only be offered in Relevant Member States (i) to any legal entity which is a qualified investor as defined in the Prospectus Directive; or (ii) in any other circumstances falling within Article 3(2) of the Prospectus Directive. For the purpose of this paragraph, the expression "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the Shares to be offered so as to enable the investor to decide to exercise, purchase or subscribe for the Shares, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State.

This document does not constitute a prospectus within the meaning of the Dutch Financial Markets Supervision Act (Wet op het financiael toezicht) and does not constitute an offer to acquire securities. Any offer to acquire Shares will be made, and any investor should make his investment, solely on the basis of information that will be contained in the prospectus to be made generally available in the

Netherlands in connection with such offering. When made generally available, copies of the prospectus may be obtained at no cost from the Company or through the website of the Company, subject to certain regulatory restrictions.

In the United Kingdom, this communication is only being distributed to, and is only directed at, and any investment or investment activity to which this communication relates is available only to, and will be engaged in only with, "qualified investors" (as defined in section 86(7) of the Financial Services and Markets Act 2000) (i) who are persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"); or (ii) who are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Order, or other persons to whom it may otherwise be lawfully communicated (all such persons together being referred to as "relevant persons"). Persons who are not relevant persons should not take any action on the basis of this communication and should not act or rely on it.