

**Elia Group SA/NV Announces Results of its Cash Tender Offer for its
€700,000,000 Fixed Rate Reset Undated Subordinated Securities**

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THIS ANNOUNCEMENT RELATES TO THE DISCLOSURE OF INFORMATION THAT QUALIFIED OR MAY HAVE QUALIFIED AS INSIDE INFORMATION WITHIN THE MEANING OF ARTICLE 7(1) OF THE MARKET ABUSE REGULATION (EU) 596/2014

15 March 2023. Elia Group SA/NV (the **Offeror**) announces today the results of its invitation to holders of its outstanding €700,000,000 Fixed Rate Reset Undated Subordinated Securities (ISIN: BE0002597756) (the **Securities**) to tender such Securities for purchase by the Offeror for cash (such invitation, the **Offer**).

The Offer was made on the terms and subject to the conditions contained in the tender offer memorandum dated 7 March 2023 (the **Tender Offer Memorandum**) prepared by the Offeror in connection with the Offer. Capitalised terms used but not otherwise defined in this announcement shall have the meanings given to them in the Tender Offer Memorandum.

The Expiration Deadline for the Offer was 5.00 p.m. (CET) on 14 March 2023. As at the Expiration Deadline, €660,300,000 in aggregate principal amount of the Securities were validly tendered for purchase pursuant to the Offer.

The Offeror announces that it has decided to set the Final Acceptance Amount at €499,400,000 in aggregate principal amount of the Securities. Accordingly, subject to the satisfaction or waiver of the New Issue Condition on or prior to the Settlement Date, it will accept for purchase Securities validly tendered pursuant to the Offer subject to *pro rata* scaling at a Scaling Factor of 77.77 per cent., as further described in the Tender Offer Memorandum, at a cash purchase price equal to 100 per cent. of the principal amount of the relevant Securities together with Accrued Interest.

Subject to the satisfaction or waiver of the New Issue Condition, the expected Settlement Date for the Offer is 17 March 2023. Following settlement of the Offer, €200,600,000 in aggregate principal amount of the Securities will remain outstanding.

BNP Paribas (Telephone: +33 1 55 77 78 94; Attention: Liability Management Group; Email: liability.management@bnpparibas.com); **Citigroup Global Markets Limited** (Telephone: +44 20 7986 8969; Attention: Liability Management Group; Email: liabilitymanagement.europe@citi.com); and **NatWest Markets N.V.** (Telephone: +31 2 04 64 27 55; Attention: Liability Management; Email: liabilitymanagement@natwestmarkets.com) are acting as Dealer Managers and **Kroll Issuer Services Limited** (Telephone: +44 20 7704 0880; Attention: Jacek Kusion; Email: elia@is.kroll.com; Tender Offer Website: <https://deals.is.kroll.com/elia>) is acting as Tender Agent.

This announcement is released by the Offeror and contains information that qualified or may have qualified as inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 (**MAR**), encompassing information relating to the Offer described above. For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made by Siska Vanhoudenhoven, Secretary General at the Offeror.

DISCLAIMER This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire any securities is being made pursuant to this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of the Offeror, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.