

SYCOMORE CORPORATE FINANCE ACTS AS INDEPENDENT ADVISOR TO KAPLA HOLDING S.A.S. (KILOUTOU) FOR THE ISSUANCE OF €200M SENIOR SECURED FLOATING RATE NOTES DUE 2027

Paris, 1st February 2023

Kapla Holding announces the Closing of the Offering of its €200.0 million Senior Secured Floating Rate Notes due 2027

Kapla Holding S.A.S. (the "Issuer"), announces today that it has successfully completed an offering of €200.0 million in aggregate principal amount of its Senior Secured Floating Rate Notes due 2027 (the "Notes").

The Notes were issued at an issue price of 96.000%. Interest on the Notes accrues at a rate equal to three-month EURIBOR (subject to a 0% floor) plus 5.5% per annum, reset quarterly.

The proceeds of the offering were used to repay all amounts outstanding under the €150.0 million loan used to fund the acquisition of GSV on April 7, 2022, fund cash to the balance sheet and pay certain fees, costs and expenses in connection with the offering and are expected to be used to repay drawings under its Revolving Credit Facility.

Sycomore Corporate Finance acted as Independent advisor to Group Kiloutou for the issuance of the Notes.

The advising team comprised Mofdi Gassoumi and Augustin Delayer.

The full press release of the group is available on <https://www.kiloutou-group.com/>

CAUTIONARY STATEMENTS

This announcement does not constitute an offer to sell or the solicitation of an offer to buy the Notes in the United States or in any jurisdiction in which, or to any persons to whom, such offering, solicitation or sale would be unlawful.

The Notes and the related guarantees thereof have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold within the United States or to U.S. persons except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state or local securities laws. Accordingly, the Notes and the related guarantees are being offered and sold in transactions that are exempt from the registration requirement of the U.S. Securities Act.

Promotion of the Notes in the United Kingdom is restricted by the Financial Services and Markets Act 2000 (the "FSMA"), and accordingly, the Notes are not being promoted to the general public in the United Kingdom. This announcement is only addressed to and directed at persons who (i) are outside the United Kingdom, (ii) have professional experience in matters relating to investments (being investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Financial Promotion Order")), (iii) fall within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Financial Promotion Order, or (iv) to the extent that doing so does not prejudice the lawful distribution of the announcement to the foregoing, are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) in connection with the issue or sale of any Notes may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). The Notes are only available to relevant persons and this announcement must not be acted on or relied on by anyone who is not a relevant person.

In addition, if and to the extent that this announcement is communicated in, or the offer of securities to which it relates is made in, any EEA member state that has implemented Regulation (EU) 2017/1129 or in the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 (the "Prospectus Regulation"), this announcement and the offering of any securities described herein are only addressed to and directed at persons who are "qualified investors" as defined in the Prospectus Regulation and must not be acted on or relied on by other persons.

INFORMATION TO DISTRIBUTORS

Manufacturer target market (MIFID II product governance; UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs or UK PRIIPs key information document (KID) for offering or selling the Notes or otherwise making them available to retail investors in the European Economic Area or the United Kingdom, respectively, has been prepared.

FORWARD-LOOKING STATEMENTS

This announcement contains certain forward-looking statements with respect to certain of our current expectations and projections about future events. These statements reflect management's beliefs, have not been audited, reviewed or verified, and expectations and involve a number of risks, uncertainties and assumptions that could cause actual outcomes to differ materially from any expected future outcomes expressed or implied by the forwardlooking statement. The information contained in this announcement is subject to change without notice and, except as required by applicable law, we do not assume any responsibility or obligation to update publicly or review any of the forward looking statements contained in it. Readers should not place undue reliance on forward-looking statements, which speak only as at the date of this announcement.