

Compagnie Chargeurs Invest announces that it has entered into an exclusive negotiations agreement regarding a contemplated sale of Novacel

- **Through the contemplated divestment of Novacel, Compagnie Chargeurs Invest intends to capitalize on the value creation already achieved, while retaining a 25% stake to support Novacel's future growth trajectory.**
- **Compagnie Chargeurs Invest and KPS Capital Partners, LP ("KPS Capital Partners" or "KPS") have entered into exclusive negotiations regarding the contemplated sale of a controlling stake in Novacel**
 - Signing of an exclusivity agreement relating to the proposed sale of a controlling interest in Novacel, with Compagnie Chargeurs Invest intending to continue its involvement in the business as a minority investor and partner with a 25% stake
 - At this preliminary stage, the parties have not entered into any binding agreement for the divestment but are in negotiations on a potential transaction that could be completed in the first half of 2026
- **A transaction to be carried out entirely in cash, aligned with the Group's long-term investor and operator strategy**
 - The proceeds from the disposal will significantly strengthen the Group's equity capital, support the acceleration of its development, substantially reduce its financing needs and financial expenses, and potentially enable the payment of an exceptional dividend

Following the receipt of several attractive, serious and qualified expressions of interest, and the conduct of a competitive process to assess current valuation potential and the candidate partners' ability to support future development, Compagnie Chargeurs Invest:

- is considering the disposal of a majority stake in Novacel to a reputable and qualified partner with strong industrial and financial solidity, with the aim of amplifying Novacel's growth and global success and providing its clients with an even more innovative and differentiated offering;
- intends to remain a 25% shareholder of Novacel in order to support its future development;
- announces that it has entered into exclusive discussions with KPS Capital Partners, a highly successful US investor specialized in developing high-potential industrial assets;
- will enter into a put option agreement with KPS Capital Partners, if the additional due diligence process and the negotiation of the definitive contractual and shareholder agreements are

successfully completed; the effective completion of the transaction could take place during the first half of 2026;

- reminds that the contemplated divestment project will, in due course, be submitted for consultation with employee representative bodies and any required regulatory approvals; and
- will allocate the cash proceeds of the disposal to strengthening its equity capital, which would record a substantial capital gain; to significantly reducing its debt, which would then become very limited; to accelerating the development of its other business platforms; and, finally, to paying a special dividend rewarding the loyalty of its shareholders.

Michaël Fribourg, Chairman and CEO of Compagnie Chargeurs Invest, stated:

“Novacel’s trajectory reflects the long-term support provided by Compagnie Chargeurs Invest, which—together with talented and disciplined management teams—has turned it into a highly profitable global leader with strong development potential.

Entering exclusive negotiations with KPS marks an important milestone in the process of divesting Novacel, which we intend to continue supporting as a shareholder alongside KPS, with whom we preliminarily share a common strategic vision for the asset and its potential for consolidation and technological, industrial, and geographic diversification. We will pursue discussions in the coming weeks in a rigorous and constructive manner, while emphasizing that, at this stage, neither party is committed to completing the transaction.

Should an agreement be finalized, it would be fully aligned with our long-term investor-operator strategy. If the ongoing discussions ultimately succeed, Compagnie Chargeurs Invest—which does not exclude bringing in first-tier minority partners to support the development of certain other assets—will reaffirm its culture of value creation within its portfolio and the preparation of a new chapter of growth. Compagnie Chargeurs Invest—also supported over the long term by the Fribourg Family Group and its institutional and family partners—would indeed enjoy very significant operational and financial flexibility to pursue its future investments and strategic ambitions as expressed in its strategic program.”

ABOUT COMPAGNIE CHARGEURS INVEST

Compagnie Chargeurs Invest is a mixed industrial and financial company with a role as an operator and developer of global champions in industry and services, and as an investor with a culture of active portfolio management of high value-added businesses. Active in nearly 100 countries with around 2,600 employees, Compagnie Chargeurs Invest relies on the long-term commitment of Groupe Familial Fribourg, a committed controlling shareholder, and on its portfolio of assets, to meet the major challenges of its markets. Compagnie Chargeurs Invest achieved revenues of €729.6 million in 2024.

The share is listed on Euronext Paris and is PEA-PME eligible.

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