



PRESS RELEASE

Rekeep S.p.A. signed a binding agreement to acquire the Polish company Naprzod, taking a new step in the Group's path to internationalization

- **Purchase price of approximately 18.3 million Euro for 80% of the shareholders' equity (Equity Value) of the Polish leader in the healthcare facility management sector;**
- **Naprzod reported a consolidated turnover of around 92 million Euro in 2018 and a Compounded Average Growth Rate (CAGR) of 28% over the three year period 2015 - 2018, and employs a workforce of approximately 8,000 employees;**
- **Rekeep's international growth intensifies after the first positive outcomes in France and Turkey: this transaction enables the Group to exceed in 2019 the 10% of the total revenues generated abroad.**

Zola Predosa (Bologna), September 25, 2019 – **Rekeep S.p.A.** ("Rekeep"), the holding company of the leading Italian integrated facility management group, announces the signing of a contract for the acquisition of 80% of the shareholders' equity of Naprzod SA (the "**Company**"), the Polish leader in the health care facility management sector, from the holding company owned by the four founders.

The purchase price is of approximately 18.3 million Euro for 80% of the equity, which will be partially paid with cash on hand (*i.e.* 10.1 million Euro) at the closing, expected to occur by the end of October 2019, and with a second tranche (*i.e.* 8.2 million Euro) to be paid 12 months after the closing of the transaction.

Radoslaw Maraszek, Naprzod's current CEO, will retain a 20% stake in the Company as well as his position as CEO.

As a result, Rekeep's international growth intensifies after the first positive outcomes in France and Turkey: the acquisition of Naprzod, in 2019, enables the Group to exceed 10% of its total revenues generated abroad for the fiscal year 2019, therefore consolidating the goal of geographical diversification, through contract awards and local partnerships with enterprises whose management is well recognized in each country, and strengthening the positioning in the health care market.

As of 31 December 2018, Naprzod reported Revenues of 92 million Euro, EBITDA of 6.3 million Euro and Net Profits of 1.9 million Euro, with a Compounded Average Growth Rate (CAGR) of 28% in the three year period 2015 - 2018. The group also employs a workforce of approximately 8,000 employees.

Naprzod mainly operates in the healthcare sector providing: **facility management services** - in particular cleaning and disinfection, including hospital specialized services for the maintenance of areas and medical instruments, and assistance to patients in the setup of beds, transportation, operations and medical procedures; **catering services** - such a meal preparation and distribution to patients, and management of hospital cafeterias; **medical transportation services** - including outsourcing, ambulance rentals, security during mass events, and transportation of disabled people.



This transaction is strategic for Rekeep Group, which – thanks to its expertise – will foster Naprzod's entrance in ancillary services that the Company does not currently provide (maintenance, heat management, laundering and sterilization, etc.), thus enabling Naprzod to position itself as the leader in Poland in the integrated facility management sector.

In addition, the acquisition entails significant value creation through synergies, cross-selling opportunities and operational efficiencies between the two Groups, in light of which Rekeep will immediately position itself as the leader in Poland in the health care facility management sector.

Since 2010, Poland has been the European country with the highest economic growth and its GDP is expected to further grow by 3.3% until 2020. For instance, Poland classifies higher than Italy, France and Spain in The World Bank's "Doing Business" ranking. Polish government is also committed to ensure access to public health services for all citizens, also through an increase in the public expenditure.

"Naprzod is the Polish leader in the facility management sector, a fast-growing market, and operates mainly in the healthcare and public segments, with dynamics comparable to Rekeep's own dynamics. This is a win-win transaction for both Groups, a key prospect for future development already in the medium term, which proves, once more, our determination in pursuing a strategy aimed at confirming Rekeep's increasingly significant role as an international player" – commented **Giuliano Di Bernardo, Chairman and Chief Executive Officer of Rekeep S.p.A.**

The closing of the transaction is conditional upon the satisfaction of a number of conditions precedent, including obtaining the clearance from the Polish Office of Competition and Consumer Protection (UoKiK).

In the framework of this transaction, **Vitale & Co.** and **Trigon** acted as financial advisors to Rekeep, whereas **Gatti Pavesi Bianchi** and **Wolf Theiss** acted as Rekeep's legal advisors.

Latham & Watkins assisted the Company in respect of the transaction's financing aspects, **EY** in the financial due diligence, **Facchini, Rossi e Michelutti** in tax aspects and **Bain & Company** in the business and commercial due diligence.

Conference Call

The transaction will be presented in depth on **Thursday, 26 September at 17:00** during a dedicated conference call held by the top management and addressed to bondholders.

The procedure to attend the call will be provided on the website www.rekeep.com under the "Investors" area, where the relevant presentation will also be made available ahead of the start of the conference call.

Rekeep S.p.A.

Rekeep S.p.A. ("Rekeep") is the leading Italian operator and one of the main European players in the Integrated Facility Management sector, i.e., it manages and provides integrated services targeted at properties, the environment and in support of healthcare services. Specifically, the services provided by the MFM Group are divided into two main business areas: Integrated Facility Management – property management and maintenance services (environmental hygiene, technical and maintenance services, landscaping, logistics, auxiliary services, heat management, lighting, document management, fire prevention and video surveillance systems) delivered also through specialized companies; 2. Laundering & Sterilization – linen rental and industrial laundering services and linen and surgical



instruments sterilization for healthcare operations, delivered through the subsidiary Servizi Ospedalieri S.p.A. MFM's headquarter is located in Zola Predosa (Bologna), it has offices all over Italy and employs more than 17,000 people throughout Italy.

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