



**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART,  
DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA OR  
JAPAN**

**THIS PRESS RELEASE IS FOR INFORMATION PURPOSES ONLY AND DOES NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY SECURITIES. THIS PRESS RELEASE DOES NOT CONTAIN ALL OF THE INFORMATION THAT IS MATERIAL TO AN INVESTOR. INVESTORS WILL NEED TO BASE THEIR INVESTMENT DECISION ON THE PROSPECTUS AND PARTICULARLY THE RISK FACTORS AS DESCRIBED IN THE PROSPECTUS, INCLUDING RISKS RELATED TO THE FACT THAT THE COMPANY IS ACTIVE IN VARIOUS COUNTRIES AND WOULD BE EXPOSED IF IMPORTANT EXPORT MARKETS OF THE COMPANY, SUCH AS THE US (28% OF TOTAL PF 2016 SALES) OR THE UK (22% OF TOTAL PF 2016 SALES), BECAME SUBJECT TO ECONOMIC SLOWDOWN OR TRADE RESTRICTIONS AND RISKS RELATED TO LEVERAGE AND DEBT OBLIGATIONS OF THE COMPANY, WHEREBY THE COMPANY AIMS FOR A POST-IPO LEVERAGE RATIO OF 2.5:1 UPON A SUCCESSFUL OFFERING INCLUDING A MINIMUM PRIMARY TRANCHE OF 137.6 MIO EUR NET PROCEEDS. THE PROSPECTUS AS APPROVED BY THE FSMA CAN BE OBTAINED AT THE OFFICES OF BALTA AND ON [WWW.BALTAINVESTORS.COM](http://WWW.BALTAINVESTORS.COM). PROSPECTIVE INVESTORS SHOULD BE ABLE TO BEAR THE ECONOMIC RISK OF AN INVESTMENT IN THE OFFER SHARES AND SHOULD BE ABLE TO SUSTAIN A PARTIAL OR A TOTAL LOSS OF THEIR INVESTMENT.**

## **Balta Group NV announces book-building update**

**Sint-Baafs-Vijve, Belgium (9 June 2017) – Balta Group NV (“Balta” or the “Company”) announces today that, in relation to the offering to institutional investors, the order book for the planned initial public offering (the “IPO” or the “Offering”) on Euronext Brussels is fully covered on the Offer Shares (as defined below).**

- Balta launched its IPO on Wednesday 31 May 2017. As detailed in the press release published on the same date and the prospectus, this is an offering (i) by the Company of such number of newly issued ordinary shares of the Company as is necessary to raise gross proceeds of approximately €145 million (the “**Primary Tranche**”) (representing a maximum of 10,943,396 shares based on the low end of the Price Range) and (ii) by LSF9 Balta Holdco S.à r.l., a Lone Star entity (the “**Selling Shareholder**”), of up to 6,265,625 existing shares (based on the high end of the price range) (the “**Secondary Tranche**”) (the “**Offering**”). The shares being offered by the Company and the Selling Shareholder are referred to as the “**Offer Shares**”.
- Depending on demand, the aggregate number of Offer Shares sold in the Secondary Tranche may be increased by up to 15% of the aggregate number of Offer Shares initially offered (the “**Increase Option**”). Any decision to exercise the Increase Option will be announced, simultaneously with the announcement of the offer price (“**Offer Price**”) and the allocation to retail investors in Belgium, which is currently expected to be on or around 13 June 2017.
- The Selling Shareholder is expected to grant Deutsche Bank AG, London Branch, as stabilization manager, on behalf of itself and the Banks (named below), an option to purchase additional shares in an aggregate amount equal to up to 15% of the number of Offer Shares sold in the Offering (including pursuant to any effective exercise of



**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART,  
DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA OR  
JAPAN**

the Increase Option) at the Offer Price to cover over-allotments or short positions, if any, in connection with the Offering (the “**Over-allotment Option**”).

- The offering period (the “**Offering Period**”) is expected to end no later than 1:00 pm (CET) on 13 June 2017, subject to early closing, provided that the Offering Period will in any event be open for at least six business days from the availability of the Prospectus. However, the Company expects the subscription period for the retail offering in Belgium to end no later than 4:00 pm (CET) on 12 June 2017.
- Based on the minimum and maximum Price Range, and assuming full exercise of the Over-allotment Option (excluding any exercise of the Increase Option), the size of the Offering will range between €246 million and €282 million, the market capitalization of the Company post-closing of the Offering will range between €476 million and €545 million. Dependent on the exercise of the Over-allotment Option and the Increase Option, the free float will range between 45% and 60%.

**For further information, please contact:**

Mathias Christiaens, Balta

tel. + 32 56 622 216

[mathias.christiaens@baltagroup.com](mailto:mathias.christiaens@baltagroup.com)

Jean-Yves Daxhelet, Interel Group

tel. +32 2 213 13 03

[jean-yves.daxhelet@interelgroup.com](mailto:jean-yves.daxhelet@interelgroup.com)

**About Balta:**

Balta is a leading manufacturer of textile floor coverings, selling to over 135 countries worldwide. The Balta divisions are Balta Rugs (woven area rugs), Balta Residential Carpets & Tiles (under the brands Balta and ITC), Balta Commercial Carpets & Tiles (under the brands modulyss, Arc Edition and Bentley), and Balta Non-Woven (under the brand Captiqs). With the addition of Bentley, Balta employs over 3,600 FTEs in 9 manufacturing sites and in distribution centres in Belgium, Turkey and the United States.

**About Lone Star:**

The Selling Shareholder is an entity of the Lone Star group. Lone Star Funds (“**Lone Star**”) is a leading private equity firm that invests globally in real estate, operating companies, credit and other financial assets. Since the establishment of its first fund in 1995, Lone Star has organized seventeen private equity funds with aggregate capital commitments totalling over \$70 billion.

**Banks involved in the Offering**

J.P. Morgan Securities plc and Deutsche Bank AG, London Branch are acting as Joint Global Coordinators; J.P. Morgan Securities plc, Deutsche Bank AG, London Branch and Barclays Bank PLC are acting as Joint Bookrunners, and ING Belgium SA/NV and KBC Securities NV are acting as Joint Lead Managers (together with the Joint Global Coordinators and the Joint Bookrunners, the “**Banks**”) in connection with the Offering.

**Important Regulatory Notice**

*These materials are not for release, distribution or publication, whether directly or indirectly and whether in whole or in part, into or in the United States, Canada, Australia or Japan or*



**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART,  
DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA OR  
JAPAN**

*any (other) jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.*

*These materials are for information purposes only and are not intended to constitute, and should not be construed as, an offer to sell or a solicitation of any offer to buy the securities of Balta (the Company, and such securities, the Securities) in the United States, Canada, Australia or Japan or in any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities laws of such jurisdiction.*

*The Securities are not and will not be 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 has no intention to register any part of the offering in the United States or make a public offering of Securities in the United States. Any securities sold in the United States will be sold only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) in reliance on Rule 144A.*

*In the United Kingdom, this document and any other materials in relation to the Securities is only being distributed to, and is only directed at, and any investment or investment activity to which this document 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) and who are (i) 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) high net worth entities falling within Article 49(2)(a) to (d) of the Order (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 document and should not act or rely on it.*

*The Company has not authorised any offer to the public of Securities in any Member State of the European Economic Area other than Belgium. With respect to any Member State of the European Economic Area, other than Belgium, 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 Securities 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 Securities to be offered so as to enable the investor to decide to exercise, purchase or subscribe for the Securities, 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.*

*No action has been taken by the Company that would permit an offer of Securities or the possession or distribution of these materials or any other offering or publicity material relating to such Securities in any jurisdiction where action for that purpose is required.*



**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART,  
DIRECTLY OR INDIRECTLY, IN THE UNITED STATES, CANADA, AUSTRALIA OR  
JAPAN**

*The release, publication or distribution of these materials in certain jurisdictions may be restricted by law and therefore persons in such jurisdictions into which they are released, published or distributed, should inform themselves about, and observe, such restrictions.*

*This announcement does not constitute a prospectus. An offer to acquire Securities pursuant to the proposed offering 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 Belgium 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.*

*Certain financial data included in this press release are “non-IFRS financial measures.” These non-IFRS financial measures may not be comparable to similarly titled measures presented by other entities, nor should they be construed as an alternative to other financial measures determined in accordance with International Financial Reporting Standards. Although Balta believes these non-IFRS financial measures provide useful information to users in measuring the financial performance and condition of its business, users are cautioned not to place undue reliance on any non-IFRS financial measures or any ratios included in this presentation.*

*This presentation also includes certain unaudited pro forma consolidated financial information. The unaudited pro forma adjustments are based upon available information and certain assumptions that Balta management believes to be reasonable. Neither the assumptions underlying the pro forma adjustments nor the resulting unaudited pro forma combined financial information have been audited or reviewed in accordance with any generally accepted auditing standards.*

*This press release may include projections and other “forward-looking” statements within the meaning of applicable securities laws. Any such projections or statements reflect the current views of the issuer about further events and financial performance. No assurances can be given that such events or performance will occur as projected and actual results may differ materially from these projections.*

*The Banks act exclusively for the Company and no-one else in connection with any offering of Securities and will not be responsible to anyone other than the Company for providing the protections afforded to their respective customers or for providing advice in relation to any offering or any transaction or arrangement referred to herein.*