

PRESS RELEASE**Greenyard Foods:
Extraordinary Shareholders Meeting on 19 June 2015**

Gent, Belgium, 19th of May 2015

The Board of Directors of Greenyard Foods (Euronext Brussels: GRYFO) is convening an Extraordinary Shareholders Meeting on Friday 19 June 2015. Key point on the agenda is the approval of the business combination between Greenyard Foods, Univeg & Peatinvest to create a global leader in fruit and vegetables. A meeting with bond holders is also being planned.

The combination happens through a contribution of 100% of Univeg, on the one hand as a partial demerger of its parent company, De Weide Blik (holding 95.4% in Univeg) and on the other hand as a contribution in kind of 4.6% of Univeg, and through a contribution of 100% of Peatinvest. In return, 25.5 million new shares of Greenyard Foods will be issued to the shareholders of Univeg and Peatinvest. The company is preparing an equivalent information document for this purpose. After the combination and the exercise of warrants by Gimv-XL, the relative weight in the share capital will be as follows: 42.5% for existing Greenyard Foods shareholders, 49.6% for existing Univeg shareholders and 7.9% for existing Peatinvest shareholders, for a total of 44.4 million shares.

The listed company Greenyard Foods becomes the parent company of the newly formed group.

On the group's website (www.greenyardfoods.com) the following documents can be found: invitation to the Extraordinary Shareholders Meeting, special reports by the Board of Directors, reports by the auditors and legal documentation, as required by article 733, §2, of the Belgian Company Code. We refer to the relevant overview that can also be found on the website.

The transaction remains subject to regulatory approvals, EU Commission competition clearance and approval by the extraordinary Greenyard Foods shareholders meeting.

In order to increase the limited free float after the combination, a private placement of part of the shares held by Gimv-XL and Deprez Holding is being contemplated. The banks' syndicate for this private placement will be led by KBC Securities and ING, complemented by Petercam and Belfius. Deprez Holding remains the strategic reference shareholder for the long term. Other key shareholders will also keep and/or strengthen their holding in the combined company so as to create a stable platform for continued expansion.

The Executive Committee will consist of **Marleen Vaesen** (CEO), **Francis Kint** (COO) and **Koen Sticker** (CFO) and will be supported by a Leadership Team, consisting of the Managing Directors of the various business units (Frozen, Canned, Substrates).

*Quote by **Marleen Vaesen**, CEO Greenyard Foods:*

"Each of the 3 companies has built a strong market position. Together we can strengthen these positions via consumer oriented innovation and category management, allowing us to build on the complementarity of fresh and prepared fruit and vegetables. By doing so, we continue to align our business model to important trends in retail and consumer needs."

Financial calendar

- Extraordinary Shareholders Meeting 19 June 2015 (9h00)
at the registered office of the company, 9042 Gent, Skaldenstraat 7c
- Availability of annual report 2014-2015: 22 July 2015 (17:45 hrs)
- General Assembly 2014-2015: 18 September 2015 (14:00 hrs)

For additional information, please contact Greenyard Foods:

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About Greenyard Foods

Greenyard Foods NV is active predominantly in the processing and commercialization of Fruit and Vegetables and ready-to-eat food, both frozen and canned. The Group has 13 production sites in 5 different countries (Belgium, France, United Kingdom, Poland and Hungary) and subsidiaries and sales offices on five continents. (www.greenyardfoods.com)

About Univeg

Univeg is a worldwide supplier of fresh produce, active in the fields of Fruit & Vegetables, Flowers & Plants, Convenience products, Transport & Logistics. Univeg has operations worldwide and serves a global customer base. Univeg currently employs 4,000 staff (after carve-out of The Fruit Farm Group) across operations in 27 countries, on five continents. (www.univeg.com)

About Peatinvest

Peatinvest and its subsidiaries have been involved in the horticultural sector for 30 years and employ 400 staff. The Peatinvest Group has 9 production sites in 4 countries and supplies growers throughout the world with a wide range of substrates for growing plants, fruit and vegetables marketed under the Peltracom brand for the professional market and Agrofino for the hobby market. (www.peltracom.be)