

**PRESS RELEASE**

# **Greenyard Foods: Extraordinary Shareholders Meeting approves business combination with Univeg and Peatinvest**

*Gent, Belgium, 19th of June 2015*

Today Greenyard Foods held an Extraordinary Shareholders Meeting. All present and represented shareholders, who jointly own more than 75 % of Greenyard Foods' outstanding share capital, have approved the business combination between Greenyard Foods, Univeg & Peatinvest. Because of this historical event, a global leader in fruit and vegetables has been created. The listed company Greenyard Foods (Euronext Brussels: GRYFO) remains the parent company of the newly formed group.

The combination was realised through a contribution of 100% of the shares of FieldLink NV (Univeg), on the one hand as a partial demerger of its parent company De Weide Blik NV (holding 95.4% in Univeg) and on the other hand as a contribution in kind of 4.6% of FieldLink NV (Univeg), and through a contribution of 100% of Peatinvest NV. In return, 25,513,065 million shares of Greenyard Foods have been issued to the shareholders of Univeg and Peatinvest. These shares will be listed and the company has published an information document on its website for this purpose. After the combination and the exercise of warrants by Gimv-XL, the relative weight in the share capital is as follows: 42.5% for existing Greenyard Foods shareholders, 49.6% for existing Univeg shareholders and 7.9% for existing Peatinvest shareholders, for a grand total of 44,372,585 shares.

On the company's website ([www.greenyardfoods.com](http://www.greenyardfoods.com)) the decisions of the Extraordinary Shareholders Meeting can be consulted in full. Here is an overview:

- I. First capital increase by way of a contribution in kind of all 1,207,118 Fieldlink shares by STAK Fieldlink
- II. Second capital increase by way of a contribution in kind of 15,570 Peatinvest shares by all shareholders in Peatinvest NV
- III. Third capital increase resulting from the partial demerger of De Weide Blik NV and the contribution in kind of the demerged assets to the share capital of the company
- IV. Fourth capital increase by incorporation of the paid-up share premiums into the share capital of the company
- V. Adaptation of article 5 of the articles of associations to the above mentioned capital increases
- VI. Renewal of the authorisation of the Board of Directors to increase the share capital
- VII. Other modifications to the articles of association
- VIII. Ratification of the appointment of an independent director
- IX. Dismissal and (re)appointment of several directors
- X. Other decisions relating to the coordination of the articles of association and powers of attorney to the board of directors.

Also today, Greenyard Foods convened a General Meeting for Bondholders, which could not take any decisions as the legally required quorum was not reached. The Board of Directors will set a date for a second Bondholders Meeting, and a new invitation will be published.

### **Financial calendar**

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|--|-------------------------------|
| - 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](http://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 5,550 staff (after carve-out of The Fruit Farm Group) across operations in 27 countries, on five continents. ([www.univeg.com](http://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](http://www.peltracom.be))