

Communiqué de presse

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Publicité ad hoc

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Le Bell Food Group publie le résultat intermédiaire définitif de l'offre publique d'achat pour toutes les actions au porteur en mains du public de Hügli Holding Aktiengesellschaft.

Après expiration du délai de l'offre publique d'achat pour toutes les actions au porteur en mains du public de Hügli Holding Aktiengesellschaft («Hügli») le 25 avril 2018, Bell Food Group SA («offrante» ou «Bell Food Group») dispose au total de 59,73% de l'ensemble des actions au porteur de Hügli cotées à cette date («actions au porteur Hügli») sous réserve de l'exécution.

Le 26 février 2018, Bell Food Group a publié le prospectus de l'offre publique d'achat pour toutes les actions au porteur Hügli en mains du public au prix de l'offre de CHF 915.00 net en espèces par action, déduction faite du montant brut des éventuels effets de dilution susceptibles d'intervenir jusqu'au moment de l'exécution.

Jusqu'à l'expiration du délai de l'offre le 25 avril 2018, 16h00 (HAEC), Bell Food Group a apporté dans le cadre de l'offre publique d'achat 106'081 actions au porteur Hügli, soit 48,48% des actions au porteur sur lesquelles porte l'offre d'achat (taux de réussite). En outre, Bell Food Group a acquis en Bourse, depuis le 26 février 2018 jusqu'à l'expiration du délai de l'offre, 20'003 actions au porteur Hügli. Dans l'hypothèse de l'exécution de l'offre d'achat, y compris l'ensemble des 410'000 actions nominatives et 61'169 actions au porteur détenues à l'expiration du délai de l'offre par Bell Food Group et les personnes agissant en concertation avec elle, la participation de Bell Food Group et des personnes agissant en concertation avec elle se monterait au total à 410'000 actions nominatives et 167'250 actions au porteur, soit 83,66% des droits de vote et 76,75% du capital-actions de Hügli (taux de participation).

Le délai supplémentaire de dix jours boursiers pour les actionnaires de Hügli en vue de l'acceptation de l'offre d'achat commence le 3 mai 2018 et prend fin le 17 mai 2018, 16h00 (HAEC). L'exécution de l'offre d'achat aura probablement lieu le 25 mai 2018.

Comme précisé dans le prospectus de l'offre, l'offrante envisage de faire décoter les actions au porteur de Hügli par SIX Swiss Exchange après exécution de l'offre. Au cas où l'offrante détiendrait au moins 90% des droits de vote de Hügli, l'offre prévoit d'indemniser les actionnaires minoritaires restants au moyen d'un règlement en espèces. Pour autant que l'offrante détient après l'exécution moins de 90% des droits de vote, elle envisage une fusion de Hügli avec l'offrante (voir section E.3. «Intentions de Bell concernant Hügli» et section K.6. «Annulation et décotation» du prospectus de l'offre).

L'offre est soumise aux restrictions figurant dans le prospectus de l'offre du 26 février 2018.

Si vous souhaitez en savoir plus sur l'offre d'achat, veuillez consulter l'adresse www.bellfoodgroup.com/publictenderoffer.

A propos de Bell Food Group

Bell Food Group compte parmi les principaux transformateurs européens de viande et de produits Convenience. L'offre comprend de la viande, de la volaille, de la charcuterie, des produits des gammes Seafood et Convenience ainsi que des salades précoupées. Les marques Bell, Hilcona et Eisberg permettent au groupe de répondre à des attentes diversifiées. Les clients représentent notamment le commerce de détail, le Food Service ainsi que l'industrie alimentaire. Un effectif de plus de 10 000 personnes a réalisé un chiffre d'affaires de CHF 3,6 milliards. Bell Food Group est coté à la Bourse suisse.

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