



AUTHORISATION OF THE DELISTING TAKEOVER BID FOR BORGES AGRICULTURAL & INDUSTRIAL NUTS, S.A. SUBMITTED BY BORGES INTERNATIONAL GROUP, S.L.U.

Tuesday, 29 April 2025

On 29 April 2025, the Board of the Spanish National Securities Market Commission (CNMV) adopted the following resolution:

“Authorise the delisting takeover bid of Borges Agricultural & Industrial Nuts, S.A., submitted by Borges International Group, S.L.U. on 5 March 2025, as it considers that the terms of the bid comply with the applicable regulations and that the content of the prospectus is sufficient following the latest amendments incorporated on 24 April 2025.

The bid is addressed to the 100% of the share capital of Borges Agricultural & Industrial Nuts, S.A. represented by 23,140,460 shares, listed on the Madrid and Barcelona Stock Exchanges and traded on the Automated Quotation System, excluding 20,644,805 shares, representing 89.22% of the share capital, which have been immobilised by the offeror and the company itself. Consequently, the bid effectively covers the acquisition of 2,495,655 shares, representing 10.78% of its share capital.

The bid price is 3.48 euros per share and has been set by Borges Agricultural & Industrial Nuts, S.A. in accordance with the provisions of Article 65 of the Spanish Act 6/2023, of 17 March, on the Securities Markets and Investment Services and Article 10 of the Spanish Royal Decree 1066/2007, of 27 July, on takeover bids.

In accordance with the provisions of paragraph 7 of Article 10 of the aforementioned Royal Decree, the shares will be delisted when the transaction has been settled. In the event of the circumstances of Article 116 of the aforementioned Act, regarding squeeze-outs and sell-outs, the shares will be delisted when the last of the possible squeeze or sell-out transactions has been settled or the deadline to demand them has expired, in accordance with the provisions of the aforementioned article and related regulations.”

The CNMV shall make the period for acceptance of the bid public once the offeror publishes the first of the announcements required under Article 22 of Spanish Royal Decree 1066/2007.

The above paragraphs are a translation of the original resolution in Spanish for information purposes only.