

Orgon, 4 September 2024 - 5:45 pm

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ID LOGISTICS GROUP LAUNCHES A C. €125M CAPITAL INCREASE TO SUPPORT ITS GROWTH

ID Logistics Group (the “Company”) (ISIN: FR0010929125, Mnemo: IDL), European leader in contract logistics, today announces the launch of a capital increase of approximately 125 million euros through the issuance of new shares (the “New Shares”) without shareholders’ preferential subscription rights via an accelerated bookbuilding (the “Capital Increase”).

TRANSACTION RATIONALE AND USE OF PROCEEDS

Over the last years, ID Logistics has experienced a strong development phase by combining targeted acquisitions (Kane Logistics in the US in 2022 and more recently Spedimex in Poland in 2023) and organic growth, accompanying its blue-chip customers on new geographical markets (Italy and United Kingdom). This positive growth momentum has accelerated in the first half of 2024 with the start of new operations, in particular in the United States which recorded like-for-like revenue growth of +34.8% since the beginning of the year. The commercial activity remains strong with numerous new contract wins. For example, by the end of the year, ID Logistics will launch its 3rd site for a global e-commerce leader in the United States and open a new 50,000 sq.m. site in the United Kingdom for a global leader in the fashion industry.

The Capital Increase illustrates the willingness of the Company to strengthen its balance sheet, in order to enhance its financial agility and ability to be ready to seize the multiple growth opportunities ahead, in particular in Europe and in the US.

The net proceeds of the Capital Increase will mostly be allocated to the refinancing of the recent acquisitions in order to increase ID Logistics’ investment capabilities.

Eric Hémar, Co-founder, Chairman and CEO of ID Logistics declared: *“This transaction is consistent with ID Logistics’ willingness to seize all opportunities to fuel its rapid, profitable growth. Fully committed to the Group’s development, I will participate to the transaction and maintain my shareholding to a minimum of 50% while expanding ID Logistics’ free-float and liquidity of the shares. I am pleased that this capital increase gives our Group the means to further accelerate its growth.”*

SHAREHOLDERS’ INTENTIONS

Eric Hémar, Co-founder, Chairman and CEO of the Company, who holds, indirectly, 1,978,289 shares of the Company through IMMOD and, directly, 1,296,460 shares of the Company, representing an aggregate number of 3,274,749 shares (i.e., 53.05% of the share capital of the Company), irrevocably committed to subscribe to 7% of the total amount of the Capital Increase.

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MAIN TERMS OF THE CAPITAL INCREASE

The Capital Increase will be carried out without shareholders' preferential subscription rights pursuant to the authorization granted by the combined general meeting of shareholders of the Company held on May 31, 2023 (19th resolution) and in accordance with the provisions of Article L.411-2, 1° of the French Monetary and Financial Code.

The New Shares will be offered exclusively to institutional investors in a private placement by way of an accelerated bookbuilding process.

The subscription price of the New Shares and the final number of New Shares to be issued will be determined at the end of such accelerated bookbuilding process by the Chairman and CEO acting pursuant to a sub-delegation given by the Board of Directors. In accordance with the 21st resolution of the general meeting referred to above, the subscription price of the New Shares will be at least equal to the weighted average share price of the last 3 trading sessions preceding its determination less a maximum discount of 15%. The New Shares will carry dividend rights and will be immediately assimilated to the existing shares of the Company. The New Shares will be admitted to trading under the same ISIN code as the existing shares, FR0010929125, on the regulated market of Euronext in Paris ("Euronext Paris").

The subscription price of the New Shares and the results of the Capital Increase are expected to be announced no later than the start of trading on Euronext Paris on 5 September 2024. Settlement and delivery of the Capital Increase is expected to take place on 9 September 2024.

INDICATIVE TIMETABLE OF THE CAPITAL INCREASE

The indicative timetable of the Capital Increase is as follows:

- 4 September 2024 (after markets close): publication by the Company of a press release announcing the launch of the Capital Increase and accelerated bookbuilding
- 5 September 2024 (before markets open): publication by the Company of a press release announcing the determination of the offering price of the Capital Increase
- 5 September 2024: publication by Euronext Paris S.A. of the notice relating to the admission to trading of the New Shares
- 9 September 2024: settlement-delivery and start of trading of the New Shares

LOCK-UP UNDERTAKINGS

As part of the Capital Increase, the Company has agreed to a lock-up period of 180 calendar days following the settlement and delivery date of the Capital Increase, subject to customary exceptions.

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Eric Hémar¹ has agreed to a lock-up period of 180 calendar days following the settlement and delivery date of the Capital Increase, subject to customary exceptions.

Christophe Satin² has agreed to a lock-up period of 90 calendar days following the settlement and delivery date of the Capital Increase, subject to customary exceptions.

DILUTION

For illustrative purposes only, a shareholder holding 1% of the Company's share capital as of 4 September 2024, and not subscribing to the Capital Increase, would hold 0.952% on a non-diluted basis of the share capital following the issue of the New Shares pursuant to the Capital Increase, calculated on the basis of an offer price equal to the closing share price on 4 September 2024, i.e., €402 per share.

ADVISORS

BNP Paribas and Natixis are acting as Joint Global Coordinators and Joint Bookrunners.

Hogan Lovells LLP is acting as Legal Advisor to the Company.

White & Case LLP is acting as Legal Advisor to the Joint Global Coordinators and Joint Bookrunners.

NO PROSPECTUS

The Capital Increase is not subject to a prospectus requiring an approval by the French financial markets authority (*Autorité des marchés financiers*) (the "AMF").

RISK FACTORS

The investors' attention is drawn to the risk factors associated with the Company and its business presented in Section 2 of the 2023 Universal Registration Document filed with the AMF on 22 April 2024 under number D.24-0314 (the "Universal Registration Document"). The Universal Registration Document is available free of charges on the website of the Company (<https://www.id-logistics.com/en/investisors/>). The occurrence of all or part of these risks could have a negative impact on the Company's business, financial position, results, development and outlook.

Additionally, investors are invited to consider the following risks specific to this Capital Increase:

- Dilution: existing shareholders who will not participate to the Capital Increase will have their holding in the Company's share capital diluted upon issuance of the shares in the Capital Increase. In the event of a new offering on the market, this would result in additional dilution for the shareholders;
- Volatility and liquidity: the market price and liquidity of the Company's shares may fluctuate significantly and the market price may fall below the subscription price of the New Shares issued in the context of the Capital Increase; and

¹ Directly and indirectly through IMMOD. IMMOD is owned 100% by Comète SARL (the latter acting as lead holding company). Comète SARL is owned 50.25% by Mr. Eric Hémar, the remaining being owned by his spouse and their children.

² Directly and indirectly through Libertad SARL. Libertad SARL is owned 90% by Mr. Christophe Satin and 10% by his spouse.

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- Impact on the stock market price: the sale by the main shareholders of the Company of a large number of the Company's shares, at the expiry of the lock-up, as the case may be, may have a negative impact on the share price of the Company.

NEXT PUBLICATION

Revenues for 3rd quarter 2024: 22 October 2024, after market close.

ABOUT ID LOGISTICS:



ID Logistics, headed by Eric Hémar, is an international contract logistics group with revenues of €2.75 billion in 2023. ID Logistics manages nearly 400 sites in 18 countries, representing more than 8 million m² operated in Europe, America, Asia and Africa, with 38,000 employees.

With a customer portfolio balanced between distribution, e-commerce and consumer goods, ID Logistics is characterized by offers involving a high level of technology. Since its creation in 2001, the Group has developed a social and environmental approach through a number of original projects, and is now firmly committed to an ambitious CSR policy. ID Logistics shares are listed on the Euronext regulated market in Paris and are included in the SBF 120 index (ISIN code: FR0010929125, Mnemo: IDL).

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No communication and no information in respect of the Capital Increase may be distributed to the public in any jurisdiction where a registration or approval is required. No steps have been or will be taken in any jurisdiction where such steps would be required. The issuance by the Company or the subscription of the Shares may be subject to legal and regulatory restrictions in certain jurisdictions. The Company and its advisors, the Joint Global Coordinators and Joint Bookrunners and their advisors take no responsibility for any violation of any such restriction by any person.

This press release is an advertisement and not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017, as amended (the "Prospectus Regulation") and of Regulation (EU) 2017/1129 as it forms part of the United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "UK Prospectus Regulation").

This press release is not an offer to the public other than to qualified investors, or an offer to subscribe or designed to solicit interest for purposes of an offer to the public other than to qualified investors in any jurisdiction, including France.

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With respect to the member States of the European Economic Area (each, a "Member State"), no action has been undertaken or will be undertaken to make an offer to the public of the securities requiring publication of a prospectus in any relevant Member State, including France and Germany. As a result, the securities may only be offered in relevant Member States (i) to qualified investors, as defined by the Prospectus Regulation; or (ii) in any other circumstances, not requiring the Company to publish a prospectus as provided under Article 3(2) of the Prospectus Regulation. These selling restrictions with respect to Member States apply in addition to any other selling restrictions which may be applicable in any Member State.

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With respect to the United Kingdom, no action has been undertaken or will be undertaken to make an offer to the public of the securities referred to herein requiring a publication of a prospectus. As a result, the securities may and will be offered only (i) to qualified investors within the meaning of the UK Prospectus

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Regulation, (ii) to fewer than 150 individuals or legal entities (other than qualified investors as defined in the UK Prospectus Regulation, or (iii) in accordance with the exemptions set forth in Article 1 (4) of the UK Prospectus Regulation or under any other circumstances which do not require the publication by ID Logistics Group of a prospectus pursuant to Article 3 of the UK Prospectus Regulation.

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