



Azerion Group N.V. announces successful placement of new bonds in an amount of EUR 225 million and its intention to voluntarily redeem all its outstanding senior secured bonds

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Azerion Group N.V. announces successful placement of new bonds in an amount of EUR 225 million and its intention to voluntarily redeem all its outstanding senior secured bonds with ISIN N00013017657

Azerion Group N.V. (the "**Company**") has, following a bookbuilding process, successfully placed a senior secured callable bond issue in an amount of EUR 225 million under a framework of EUR 350 million, with a tenor of four (4) years (the "**Bond Issue**" or the "**Bonds**"). The Bonds carry floating rate interest of 3m EURIBOR plus a margin of 5.5 per cent and were placed at 98 per cent of par. The transaction was met with strong demand from new and existing institutional investors.

Sebastiaan Moesman, Chief Strategy Officer Azerion: "*The strong support we have received from our investor base in this Bond Issue underscores confidence in the Company's future. We are focused on capturing current market opportunities to create shareholder value through sustained organic growth and selective acquisitions.*

Settlement of the Bond Issue is expected to be on or about 2 October 2025 (the "**First Issue Date**") and the Company intends to apply for listing of the Bonds on the Open Market of Frankfurt Stock Exchange as soon as practically possible and on a regulated market within 12 months from the First Issue Date.

Proceeds from the Bonds in combination with current cash holdings of the Company will be used to fully redeem and refinance the Company's outstanding EUR 265 million senior secured callable floating rate bonds (ISIN: N00013017657) (the "**Existing Bonds**"). Proceeds from any subsequent bonds will be used to finance general corporate purposes of the Company, including capital expenditure, acquisitions, and transaction costs as well as other purposes.

Therefore, the Company further announces its intention to exercise its right to make an early redemption of the Company's Existing Bonds in accordance with Clause 9.3 (*Voluntary total redemption (call option)*) of the applicable terms and conditions of the Existing Bonds ("**Call Notice**").

The redemption date for the Existing Bonds will be 10 October 2025 (the "**Redemption Date**"). The redemption amount for the Existing Bonds shall be 102.025 per cent. of the nominal amount plus accrued but unpaid interest. The applicable redemption amount will be paid to the bondholders holding the Existing Bond on the relevant record date, being 8 October 2025 (the "**Record Date**").

The Company's obligation to redeem the Existing Bonds on the Redemption Date is conditional upon the successful issue and settlement of the Bonds prior to the Record Date, as well as disbursement of the net proceeds from escrow from the Bonds (the "**Conditions**"). The redemption of the Existing Bonds as described herein, and the giving of the Call Notice, is subject to and conditional upon the satisfaction of the Conditions, and the Company shall not, and shall have no obligation to, redeem the Existing Bonds pursuant to the Call Notice unless the Conditions have been satisfied or waived by the Company (in its sole discretion).

Subject to the above, the Existing Bonds will be de-listed from the corporate bond list of Nasdaq Stockholm and the Open Market of Frankfurt Stock Exchange in connection with the Redemption Date.

Pareto Securities AB and DNB Carnegie Investment Bank AB (publ) acted as joint bookrunners and Roschier Advokatbyrå acted as legal advisor for the Bond Issue.

About Azerion

Founded in 2014, Azerion (EURONEXT: AZRN) is one of Europe's largest digital advertising and entertainment media platforms. We bring global scaled audiences to advertisers in an easy and cost-effective way, delivered through our proprietary technology, in a safe, engaging, and high quality environment, utilizing our strategic portfolio of owned and operated content with entertainment and other digital publishing partners. Having its roots in Europe and with its headquarters in Amsterdam, Azerion has commercial teams based in over 21 cities around the world to closely support our clients and partners to find and execute creative ways to make a real impact through advertising.

For further information please visit: www.azerion.com

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Disclaimer

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This announcement is released by the Company and contains information that qualified or may have qualified as inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 ("MAR"), encompassing information relating to the issuance and future listing of the New Bonds and redemption of the Existing Bonds described above. For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this document is released, on behalf of the Company by the contact person set out above, at 17:45 CEST on 17 September 2025.

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