

Press Release

Envipco launches private placement of its shares by way of an accelerated bookbuilding process

Amersfoort, The Netherlands – 15 October 2018 - Envipco Holding N.V. ("Envipco", or the "Company"), a leading global provider of recycling systems and Reverse Vending Machine technology, announces the launch of a private placement of up to 383,760 new ordinary shares representing up to 10% of the Company's outstanding ordinary share capital (the "Placement"). The shares will be offered to selected (qualified) institutional investors in Europe. Existing shareholders of the Company will not have pre-emptive rights in relation to the new shares to be issued. The new shares will rank pari passu in all respects with the currently outstanding ordinary shares.

The proceeds from the Placement will be primarily used for working capital purposes for the anticipated market opportunities in new countries that are considering and/or implementing Container Deposit Systems as part of their strategy on the circular economy, as well as general corporate purposes.

The new shares will be placed with institutional investors through an accelerated bookbuilding process and the subscription price and the number of shares to be issued in the Placement will be determined through this process. The Board of Directors has amended its authorisation regarding conditions for a capital increase in view of market conditions. The bookbuilding process will commence immediately and is expected to end later tonight, subject to acceleration or extension. The Company will announce the number of new shares placed and the subscription price in the Placement in a subsequent press release after the completion of the bookbuilding process.

In relation to the Placement, the Company has, subject to customary exemptions, agreed to a lock-up undertaking on future share issuances for a period of 90 calendar days after the settlement date of the Placement. In addition, and also subject to customary exemptions, the members of the Board of Directors and senior management have agreed to a lock-up undertaking for a period of 90 calendar days after the settlement date of the Placement.

NIBC Bank N.V. acts as Sole Bookrunner in the Placement.

For further information please contact:

Floor van Maaren / Eva Lindner Lindner & van Maaren +31 6 29597746 / +31 6 34222831



About Envipco Holding N.V.

Envipco Holding N.V. (Envipco), www.envipco.com, is a Netherlands based holding company listed on Euronext Brussels and Euronext Amsterdam (Symbol ENVI). Envipco, with operations in several countries around the globe, is a recognised leader in the development and operation of reverse vending machines (RVMs), automated technological systems for the recovery of used beverage containers. Envipco's turnkey solutions cover all aspects of beverage container recycling - from recovery, validation, compaction, sorting, transportation and logistics, to accounting for every container, to recycling and processing used beverage containers to prepare for conversion into new containers and consumer products. Known for its innovative technology and market leadership, Envipco holds several intellectual property rights for RVM systems, including but not limited to beverage refund deposit markings, material type identification, compaction and accounting.

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The Company has not authorized any offer to the public of securities in any Member State of the European Economic Area nor elsewhere. With respect to any Member State of the European Economic Area and which has implemented the Prospectus Directive (each a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of securities requiring publication of a prospectus in any Relevant Member State. As a result, the securities may only be offered in Relevant Member States (i) to any legal entity which is a qualified investor as defined in the Prospectus Directive; or (ii) in any other circumstances falling within Article 3(2) of the Prospectus Directive. For the purpose of this paragraph, the expression "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the securities to be offered so as to enable the investor to decide to exercise, purchase or subscribe for the securities, as the same may be varied in that Relevant Member State by any measure implementing the Prospectus Directive in that Relevant Member State and the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU, to the extent



implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State. Notwithstanding the foregoing, in the Netherlands the shares are not and may not be offered other than to persons or entities who or which are qualified investors (*gekwalificeerde beleggers*) as defined in Section 1:1 of the Dutch Financial Supervision Act (*Wet op het financieel toezicht*) and in Belgium the shares may not be offered other than to persons or entities who or which are qualified investors as defined in Article 10§1 of the Belgian law dated 16 June 2006 (*Wet op de openbare aanbieding van beleggingsinstrumenten en de toelating van beleggingsinstrumenten tot de verhandeling op een gereglementeerde markt*).

Solely for purposes of the product governance requirements contained in: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MIFID II"); (b) sections 9 and 10 of the Commission Delegated Directive (EU) 2017/593 supplementing MIFID II; and (c) local implementing measures (together, the "MIFID II PGR"), and disclaiming any all liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MIFID II PGR) may otherwise have with respect thereto, the shares to be placed (the "Placing Shares") have been subject to a product approval process (the "TMA"), which has determined that the Placing Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MIFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MIFID II. Notwithstanding the TMA, distributors should note that: the price of the Placing Shares may decline and investors could lose all or part of their investment; the Placing Shares offer no guaranteed income and no capital protection; and an investment in the Placing Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The TMA is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Offering. For the avoidance of doubt, the TMA does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MIFID II; or (b) a recommendation to any investor or group of investors or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the offering of Placing Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Placing Shares and determining appropriate distribution channels.

Any investment decision in connection with the Placement must be made on the basis of all publicly available information relating to the Company and the Placing Shares. The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness.

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The Company's executive director and CEO Mr. Bhajun Santchurn is responsible for arranging for the release of this announcement on behalf of Envipco Holding N.V.