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**Seagull Bidco Limited**

*(limited company incorporated under the laws of England and Wales with registered number 16361749)*

**Announcement regarding Exchange Offer and New Money Offer**

**Exchange Offer**

**24 JULY 2025.** Seagull Bidco Limited (the “Issuer”, and together with its subsidiaries, “Selecta” or the “Selecta Group”) hereby announces the final results of the Exchange Offer (as defined and described in the Offering and Exchange Offer Memorandum dated June 17, 2025 (the “Memorandum”). Capitalized terms used in this announcement, but not defined, have the meanings given to them in the Memorandum.

<b>Title of Security</b>	<b>ISIN/Common Code</b>	<b>Outstanding Amount</b>	<b>Principal Amount of Existing 30 Notes Accepted for Exchange</b>	<b>Exchange Consideration</b>
Senior Secured Third Out PIK Notes due 2030 issued by the Issuer (the “Existing 30 Notes”)	ISIN: XS3093664681 (Reg S) and XS3093664764 (144A) Common Code: 309366468 (Reg S) and 309366476 (144A)	€247,722,649	€97,660,829	For every €0.85 in aggregate principal amount of Existing 30 Notes validly tendered, €1 in aggregate principal amount of additional Senior Secured First Out PIK Toggle Notes due 2030 (the “Additional 10 Notes”) to be issued by the Issuer under the 10 Notes Indenture, <i>provided that</i> (i) no Exchange Consideration shall be due unless the relevant Exchange Eligible Holder also accepts to surrender all IL Equity held by the Holding Period Trustee on behalf of such Exchange Eligible Holder and (ii) the interest accrued and unpaid until the Exchange Settlement Date (as defined below) in respect of the Existing 30 Notes validly tendered shall be deemed waived and cancelled, it being understood that the Additional 10 Notes issued on the Exchange Settlement Date pursuant to the Exchange Offer shall bear interest from the date of issuance of the 10 Notes issued pursuant to the Private Exchange Offer.

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Existing 3O Notes with total aggregate principal amount of €97,660,829 have been validly submitted and accepted by the Issuer for exchange for the Additional 1O Notes and not withdrawn in accordance with the terms described in the Memorandum.

The Issuer expects to issue Additional 1O Notes in the aggregate principal amount of €115,731,988. Settlement is expected to occur on or about July 29, 2025 (the “Exchange Settlement Date”) and the Additional 1O Notes will be issued on the Exchange Settlement Date. The ISIN / common codes for the Additional 1O Notes are as follows:

	<b>ISIN</b>	<b>Common Code</b>
Additional 1O Notes (Reg. S)	XS3093374687 (temporary)	309337468 (temporary)
	XS3093373440 (permanent)	309337344 (permanent)
Additional 1O Notes (144A)	XS3093373879	309337387

The settlement of the Exchange Offer remains conditional on the satisfaction of the Settlement Conditions described in the Memorandum which are satisfied as of the date hereof and which the Issuer expects to be satisfied on the Exchange Settlement Date.

### **New Money Offer**

The settlement of the New Money Offer is expected to occur on or about July 31, 2025 (the “New Money Settlement Date”) and the Additional 2O New Money Notes will be issued on the New Money Settlement Date.

Any questions and requests about the terms of the Exchange Offer or the New Money Offer must be directed to the Exchange and Tabulation Agent, the contact details for which are as follows:

### **EXCHANGE AND TABULATION AGENT**

#### **Kroll Issuer Services Limited**

Address: The News Building, 3 London Bridge Street, SE1 9SG, London, UK

Telephone: +44 207 704 0880

Email: [selecta@is.kroll.com](mailto:selecta@is.kroll.com)

Attention: Alessandro Zorza

### **About Selecta Group**

Headquartered in Switzerland since 1957, Selecta Group is a Foodtech company with a leading route based, self-service distribution network in Europe, offering innovative convenience food services and world-class quality coffee brands in the workplace and public spaces. We continuously push on new innovations and solutions, we serve premium coffee and beverages, snacks, and fresh meals to more than 10 million people in 16 countries across Europe every day. With an annual turnover of €1.3 billion, we owe our success to our ca. 6,000 highly skilled, dedicated, and passionate Selecta associates who are committed to creating millions of moments of joy for our clients and their consumers every day. Sustainability is an integral part of the way we do business, focused on the key areas in which we can make a positive difference. For more information, please visit [www.selecta.com](http://www.selecta.com).

### **Important notice**

This press release does not constitute an offer to sell or the solicitation of an offer to buy the notes, or any other security in any jurisdiction and shall, in any circumstance, not constitute an offer, solicitation or sale in the United States or in any jurisdiction in which, or to any persons to whom,

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such offering, solicitation or sale would be unlawful. The notes have not been and will not be registered under the U.S. Securities Act or with any securities regulatory authority of any state or other jurisdiction of the United States or in any other jurisdiction.

This announcement may constitute a public disclosure of inside information by the Issuer under Regulation (EU) 596/2014 (16 April 2014).