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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION.

#### **Regulated information\***



**PRESS RELEASE – 22<sup>nd</sup> June 2026, 17:40 CET**

#### **Accelerated bookbuilt offering of approx. 6 million existing ordinary shares in Cenergy Holdings S.A.**

Viohalco SA (“Viohalco”) announces the launch of a 100% secondary accelerated bookbuilt offering to institutional investors of approx. 6 million existing ordinary shares (the “Shares”) in Cenergy Holdings S.A. (“Cenergy” or the “Company”), equivalent to approx. 3% of the existing ordinary share capital of Cenergy (the “Transaction”).

Viohalco currently holds a c.69.7% stake in the share capital of the Company. The main objective of Viohalco is to expand the free float of the Company, which is expected to lead to further improved trading liquidity post Transaction.

In connection with the Transaction, Viohalco has agreed with Goldman Sachs International (“Goldman Sachs” or the “Sole Global Coordinator”) to maintain a lock-up of its remaining interest in the Company for a period of 180 days after the date of the Transaction, subject to certain carve-outs and exceptions or waiver by the Sole Global Coordinator.

Cenergy will not receive any proceeds from the Transaction.

The offer price per Share will be determined by way of the accelerated bookbuild. The bookbuilding will commence immediately and the Sole Global Coordinator reserves the right to close the books at any time. Goldman Sachs is acting as Sole Global Coordinator and Joint Bookrunner. BofA Securities Europe SA (“BofA Securities”) is acting as Joint Bookrunner. Piraeus Securities S.A. is acting as Co-Lead Manager (collectively with Goldman Sachs and BofA Securities, the “Managers”). A further announcement will be made following completion of the bookbuilding and pricing of the Transaction.

#### **Disclaimer**

This press release is for information purposes only and is not intended to constitute, and should not be construed as, an offer to sell or a solicitation of any offer to buy any ordinary shares in the share capital of Cenergy Holdings S.A. in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful under the securities laws of such jurisdiction. Persons into whose possession this communication comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement is not an offer of securities for sale in or into the United States. The Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "US Securities Act") or under the laws of any state of the United States and may not be offered or sold directly or indirectly in or into the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements under the US Securities Act and in compliance with the securities laws of any state or any other jurisdiction of the United States. The Shares are being offered and sold by Viohalco (a) outside the United States in offshore transactions as defined in, and pursuant to, Regulation S under the US Securities Act ("Regulation S"), or (b) in the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A of the US Securities Act) ("QIBs") in transactions pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. A potential investor of the Shares is, and at the time the Shares are purchased will be, (i) outside the United States and purchasing the Shares in an "offshore transaction" as defined in, and in accordance with, Regulation S, or (ii) (a) a QIB and (b) subscribing for the Shares pursuant to an exemption from, or in a transaction not subject to, the registration requirements under the US Securities Act. There will be no public offering of the Shares in or into the United States.

This document (and the information contained herein) is not a prospectus within the meaning of the Prospectus Regulation. Viohalco has not authorised any public offer in respect of any Member State of the European Economic Area. With respect to any Member State of the European Economic Area (each a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of any Shares requiring publication of a prospectus in any Relevant Member State. As a result, in Relevant Member States this announcement and any offer of Shares is directed exclusively at, and may only be made to, "qualified investors" as defined under Article 2(e) of the Prospectus Regulation, and in circumstances falling within Article 1(4) of the Prospectus Regulation.

For the purposes of this paragraph, the expression an "offer to the public" in relation to any Shares in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the sale and the Shares to be offered so as to enable an investor to decide to purchase any Shares, and the expression "Prospectus Regulation" means Regulation (EU) 2017/1129.

With respect to the UK, no action has been undertaken or will be undertaken to make an offer to the public of any Shares requiring publication of a prospectus in the UK. As a result in the UK, this announcement and any offer of Shares is directed exclusively at, and may only be made, and any investment or investment activity to which this announcement relates is available only to, and will be engaged in only with, "qualified investors" as defined under paragraph 15 of Schedule 1 of the POATR who are also (i) investment professionals falling within Article 19(5) of the UK Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended) (the "Order"); (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order, or (iii) other persons to whom an offer of the Shares may otherwise be lawfully communicated (all such persons together being referred to as "relevant persons"). Persons who are not relevant persons should not take any action on the basis of this announcement and should not act or rely on it.

For the purposes of this paragraph, the expression an "offer to the public" in relation to any Shares in the UK means the communication in any form and by any means of sufficient information on the terms of the sale and the Shares to be offered so as to enable an investor to decide to purchase any Shares, and the expression "POATR" means the UK Public Offers and Admission to Trading Regulations 2024.

This communication is being distributed to, and is directed only at, persons in the UK in circumstances where section 21(1) of FSMA does not apply.

Any such investor will also be deemed to have represented and agreed that any Shares acquired by it in the contemplated offering of Shares have not been acquired on behalf of persons other than such investor. This announcement is not an advertisement within the meaning of the Prospectus Regulation or the POATR and does not constitute a prospectus.

No action has been taken by Viohalco or the Managers that would permit an offer of Shares or the possession or distribution of this announcement or any other offering or publicity material relating

to such Shares in any jurisdiction where action for that purpose is required. This communication cannot be used as a basis for any investment decision. Any investment decision in connection with the Transaction must be made on the basis of all publicly available information relating to Cenergy and the Shares. Such information has not been independently verified. 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.

The release, publication or distribution of this announcement in certain jurisdictions may be restricted by law and therefore persons in such jurisdictions into which they are released, published or distributed, should inform themselves about, and observe, such restrictions.

This announcement may include statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "targets", "projects", "anticipates", "expects", "intends", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. Forward-looking statements may and often do differ materially from actual results. Any forward-looking statements reflect the current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to Cenergy's business, results of operations, financial position, liquidity, prospects, growth or strategies. Forward-looking statements speak only as of the date they are made. The Managers and their respective affiliates expressly disclaim any obligation or undertaking to update, review or revise any forward-looking statement contained in this announcement whether as a result of new information, future developments or otherwise.

The price and value of securities may go up as well as down and any investment in the Shares may expose an investor to a significant risk of losing the entire amount invested. Persons considering such investment should consult a professional adviser. This announcement does not constitute a recommendation concerning the Shares. Information in this announcement or any of the documents relating to the Transaction cannot be relied upon as a guide to future performance.

The Managers and their respective affiliates are acting exclusively for Viohalco and no one else in connection with any offering of Shares. They will not regard any other person as their respective clients in relation to any offering of Shares and will not be responsible to anyone other than Viohalco for providing the protections afforded to their respective clients nor for providing advice in relation to any offering of Shares, the contents of this announcement or any transaction, arrangement or other matter referred to herein. None of the Managers or any of their respective subsidiary undertakings, affiliates or any of their respective directors, officers, employees, advisers, agents, alliance partners accept any responsibility or liability whatsoever for, or make any representation, warranty or undertaking, express or implied, as to the truth, accuracy, completeness or fairness of the information or opinions in this announcement (or whether any information has been omitted from this announcement) or any other information relating to Viohalco, Cenergy, their respective subsidiaries or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith. Accordingly, the Managers and their respective affiliates disclaim, to the fullest extent permitted by applicable law, all and any liability, whether arising in tort or contract or that they might otherwise be found to have in respect of this announcement and/or any such statement.

Any communications that a transaction is or that the book is "covered" (i.e. indicated demand from investors in the book equals or exceeds the amount of the securities being offered) is not any indication or assurance that the book will remain covered or that the transaction and securities will be fully distributed by the Managers. The Managers reserve the right to take up a portion of the securities in the offering as a principal position at any stage at their sole discretion, *inter alia*, to take account of the objectives of the seller, MiFID II requirements and in accordance with allocation policies.

In connection with the Transaction, the Managers and their respective affiliates may take up a portion of the Shares in the Transaction as a principal position and, in that capacity, may retain, purchase, sell, offer to sell for its own account such Shares and other securities of Cenergy or

related investments in connection with the Transaction or otherwise. Accordingly, references in this announcement to the Shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, any of the Managers and any of their respective affiliates acting in such capacity. In addition, the Managers and their respective affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the relevant Manager and its respective affiliates may from time to time acquire, hold or dispose of Shares. The Managers and their respective affiliates do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

\* The enclosed information constitutes inside information as defined in Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and regulated information as defined in the Royal Decree of 14 November 2007 regarding the duties of issuers of financial instruments, which have been admitted for trading on a regulated market.