

Wanzl Metallwarenfabrik GmbH

The Offer (as defined below) referred to in this announcement is not made and will not be made, directly or indirectly, in any jurisdiction where prohibited by applicable law. This announcement and any documents in connection with the Offer are not and may not be distributed, forwarded or transmitted by any means whatsoever into or from any jurisdiction where prohibited by applicable law and in particular into or from USA, Canada, Japan, Australia or South Africa.

This announcement does not constitute an offer or invitation to purchase any shares or a solicitation of an offer to buy any shares in Expedit A/S. The Offer will be made solely on the basis of an offer document published by Wanzl Metallwarenfabrik GmbH, which will contain the details of the Offer. Shareholders of Expedit A/S are advised to read the offer document and any supplements to the offer document as they will contain important information.

Leipheim, 10 January 2017

Wanzl Metallwarenfabrik GmbH announces a mandatory takeover offer to the shareholders of Expedit A/S

Wanzl Metallwarenfabrik GmbH (“Wanzl”) has today acquired 30,690 B-shares in Expedit A/S (“Expedit” or the “Company”) corresponding to 19.93% of the share capital and 10.62% of the voting rights in Expedit. Together with Wanzl’s existing holding of A-shares and B-shares in Expedit, corresponding to 13.60% of the share capital and 33.84% of the voting rights, Wanzl now holds 33.53% of the share capital and 44.46% of the voting rights in the Company.

This shareholding means that Wanzl has a controlling influence of Expedit which gives rise to an obligation for Wanzl to make a mandatory takeover offer (the “Offer”) to the other shareholders of Expedit for all the outstanding shares (A-shares and B-shares) issued by Expedit in accordance with the Danish Securities Trading Act section 31.

Background for the offer

Wanzl has been a shareholder in Expedit since 1988 and has since been involved in the Company’s business and activities, both through its board representatives and through Expedit’s longstanding role as distributor in Scandinavia of Wanzl products.

Wanzl believes that a takeover of Expedit is a logical and strategical step forward. Wanzl further believes that both Wanzl and Expedit will benefit from an increased cooperation as well as an even more intensive support of key accounts as Expedit has a strong market position in the Nordic countries and Wanzl in other European countries.

Wanzl has therefore pursued an increase of its shareholding triggering the launch of the Offer.

Offer price

The offer price will be DKK 816 for the listed B-shares and DKK 1,020 for the unlisted A-shares, which represents a premium of 25% compared to the price of the B-shares. The offer price for the listed B-shares corresponds to the closing price as quoted on Nasdaq Copenhagen A/S on 9 January 2017.

The offer price for the B-shares represents a premium of 12.13% compared to the average closing price quoted on Nasdaq Copenhagen A/S 6 months prior to and including 6 January 2017 (DKK 727.70) and a premium of 21.89% compared to the average closing price quoted on Nasdaq Copenhagen A/S 12 months prior to and including 6 January 2017 (DKK 669.44).

Plans for Expedit

It is the intention of Wanzl to purchase all shares of Expedit and to seek to delist the Company’s B-shares from trading and official listing on Nasdaq Copenhagen A/S.

Wanzl Metallwarenfabrik GmbH

Wanzl intends for the operations of Expedit to continue as present in Denmark, the rest of Scandinavia and Latvia. Further, Wanzl stands by the current management of Expedit and wishes for the current management to continue their successful work following completion of the Offer.

Offer document

The Offer will be made solely on the basis of an offer document prepared by Wanzl and approved by the Danish Financial Supervisory Authority which will contain the details of the Offer, including details on how to accept the Offer and the offer period.

Pursuant to the Danish Executive Order on Takeovers section 2(2), Wanzl will publish the offer document as soon as possible following the approval by the Danish Financial Supervisory Authority and no later than 4 weeks following this announcement.

Statement by the Board of Directors of Expedit

Wanzl has discussed the intention to make the Offer with certain members of the Company's Board of Directors and its CEO. The Board of Directors will publish their statement on the Offer in connection with or subsequent to the publication of the offer document.

Due to the potential conflict of interest, the members of the Board of Directors representing Wanzl, Mr. Gottfried Wanzl and Mr. Bernhard Renzhofer, have not participated in these discussions and will not participate in the preparation of the Board of Director's statement.

Irrevocable undertaking

RW Finanz AG, a majority shareholder of Expedit, has signed an irrevocable undertaking to accept the Offer for its A-shares and B-shares on the terms set out in the Offer document.

RW Finanz AG represents 35.74% of the share capital and 39.16% of the voting rights in Expedit. Together with Wanzl's shareholding this in total represents 69.27% of the share capital and 83.62% of the voting rights in Expedit.

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