

BEFESA

NOTIFICATION OF MAJOR HOLDINGS

Release according to Article 40, Section 1 of the German Securities Trading Act (*Wertpapierhandelsgesetz - WpHG*) and Art. 11 (6) of the Transparency Law dated 11 January 2008 of the Grand Duchy of Luxembourg (the *Transparency Law*) with the objective of Europe-wide distribution

Befesa S.A.

11 April 2019

1. Details of the Issuer: Befesa S.A. 46, Boulevard Grande-Duchesse Charlotte L-1330 Luxembourg Grand Duchy of Luxembourg	
2. Reason for the notification: An acquisition or disposal of voting rights	
3. Details of person subject to the notification obligation:	
Name	City and country of registered office (if applicable):
BILBAO LUXCO S.A.	Luxembourg, Grand Duchy of Luxembourg
TRITON FUND IV F&F L.P	St Helier, Jersey
TFF IV LIMITED	St Helier, Jersey
MO NOMINEES (JERSEY) ONE LIMITED acting as trustee of TIV CHARITABLE TRUST	Jersey
TRITON MASTERLUXCO 4 S.A R.L.	Luxembourg, Grand Duchy of Luxembourg
BILBAO HOLDCO S.A R.L.	Luxembourg, Grand Duchy of Luxembourg
TRITON FUND IV LP (acting through its general partner TRITON FUND IV GENERAL PARTNER LP acting through its general partner TRITON MANAGERS IV LIMITED)	St Helier, Jersey
TRITON MANAGERS IV LIMITED	St Helier, Jersey
TRITON PARTNERS (HOLDCO) LIMITED	St Helier, Jersey
CAREZO (GUERNSEY) LIMITED (acting through its nominee ADDISON NOMINEES LIMITED)	Guernsey
PEDER ERIK PRAHL	-
4. Full name of shareholder(s) (if different from 3.): BILBAO LUXCO S.A.	
5. Date on which the threshold was crossed or reached: 4 April 2019	

6. Total positions of person(s) subject to the notification obligation (Art. 8 and 9 of the Transparency Law):				
	% of voting rights attached to shares (total of 7.A)	% of voting rights through financial instruments (total of 7.B.1 + 7.B.2)	Total of both in % (7.A + 7.B)	Total number of voting rights of issuer
BILBAO LUXCO S.A.				
Resulting situation on the date on which threshold was crossed or reached	18.64%	-	18.64%	34,066,705
Position of previous notification (if applicable)	31.85%	-	31.85%	
TRITON FUND IV F&F L.P., TFF IV LIMITED, MO NOMINEES (JERSEY) ONE LIMITED acting as trustee of TIV CHARITABLE TRUST				
Resulting situation on the date on which threshold was crossed or reached	9.32%	-	9.32%	34,066,705
Position of previous notification (if applicable)	15.92%	-	15.92%	
TRITON MASTERLUXCO 4 S.Ä R.L., BILBAO HOLDCO S.Ä R.L., TRITON FUND IV LP (acting through its general partner TRITON FUND IV GENERAL PARTNER LP acting through its general partner TRITON MANAGERS IV LIMITED), TRITON MANAGERS IV LIMITED, TRITON PARTNERS (HOLDCO) LIMITED, CAREZO (GUERNSEY) LIMITED (acting through its nominee ADDISON NOMINEES LIMITED), PEDER ERIK PRAHL				
Resulting situation on the date on which threshold was crossed or reached	9.32%	-	9.32%	34,066,705
Position of previous notification (if applicable)	15.92%	-	15.92%	

7. Notified details of the resulting situation on the date on which the threshold was crossed or reached:				
A: Voting rights attached to shares				
Class/type of shares ISIN code (if possible)	Number of voting rights		% of voting rights	
	Direct (Art 8 of the Transparency Law)	Indirect (Art 9 of the Transparency Law)	Direct (Art 8 of the Transparency Law)	Indirect (Art 9 of the Transparency Law)
BILBAO LUXCO S.A.				
Ordinary shares (ISIN LU1704650164)	6,350,174	0	18.64%	0
SUBTOTAL A (Direct & Indirect)		6,350,174		18.64%
TRITON FUND IV F&F L.P., TFF IV LIMITED, MO NOMINEES (JERSEY) ONE LIMITED acting as trustee of TIV CHARITABLE TRUST				
Ordinary shares (ISIN LU1704650164)	0	3,1745,087	0	9.32%
SUBTOTAL A (Direct & Indirect)		3,175,087		9.32%

TRITON MASTERLUXCO 4 S.Ä R.L., BILBAO HOLDCO S.Ä R.L., TRITON FUND IV LP (acting through its general partner TRITON FUND IV GENERAL PARTNER LP acting through its general partner TRITON MANAGERS IV LIMITED), TRITON MANAGERS IV LIMITED, TRITON PARTNERS (HOLDCO) LIMITED, CAREZO (GUERNSEY) LIMITED (acting through its nominee ADDISON NOMINEES LIMITED), PEDER ERIK PRAHL				
Ordinary shares (ISIN LU1704650164)	0	3,175,087	0	9.32%
SUBTOTAL A (Direct & Indirect)		3,175,087		9.32%

B 1: Financial Instruments according to Art. 12(1)(a) of the Transparency Law
Not applicable.

B 2: Financial Instruments with similar economic effect according to Art. 12(1)(b) of the Transparency Law
Not applicable.

8. Information in relation to the person subject to the notification obligation:
Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity (please provide a separate organizational chart in case of a complex structure)

N°	Name	% of voting rights held by ultimate controlling person or entity or held directly by any subsidiary if it equals or is higher than the notifiable threshold	% of voting rights through financial Instruments held by ultimate controlling person or entity or held directly by any subsidiary if it equals or is higher than the notifiable threshold	Total of both	Directly controlled by (use number(s) from 1 st column)
1	PEDER ERIK PRAHL	9.32%	-%	9.32%	
2	CAREZO (GUERNSEY) LIMITED	-%	-%	-%	1
3	ADDISON NOMINEES LIMITED	-%	-%	-%	2
4	TRITON PARTNERS (HOLDCO) LIMITED	-%	-%	-%	3
5	TRITON MANAGERS IV LIMITED	-%	-%	-%	4
6	TRITON FUND IV LP (acting through its general partner TRITON FUND IV GENERAL PARTNER LP acting through its general partner TRITON MANAGERS IV LIMITED)	-%	-%	-%	5

7	BILBAO HOLDCO S.À R.L.	-%	-%	-%	6
8	TRITON MASTERLUXCO 4 S.À R.L.	-%	-%	-%	7
9	BILBAO LUXCO S.A.	18.64%	-%	18.64%	8 + 12
10	MO NOMINEES (JERSEY) ONE LIMITED acting as trustee of TIV CHARITABLE TRUST	9.32%%	-%	9.32%	
11	TFF IV LIMITED	-%	-%	-%	10
12	TRITON FUND IV F&F L.P.	-%	-%	-%	11
9	BILBAO LUXCO S.A.	18.64%	-%	18.64%	12 + 8

9. In case of proxy voting:

Not applicable.

10. Additional information:

Company information

Company: Befesa S.A.
46, Boulevard Grande-Duchesse Charlotte
L-1330 Luxembourg
Grand Duchy of Luxembourg

LEI: 222100VXGA8L6J4ZWG61
ISIN: LU1704650164

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