

LALIQUE GROUP

MEDIA RELEASE – Ad hoc announcement pursuant to Art. 53 LR

Lalique Group announces tender offer by Silvio Denz and intends to delist from the stock exchange

Offer prospectus published today; offer period begins on 17 June 2024

Zurich, 31 May 2024 – Lalique Group SA (SIX: LLQ), which is active in creating, developing, marketing and globally distributing luxury goods, and its majority shareholder Silvio Denz intend to delist the company's shares from the stock exchange. Silvio Denz is submitting a public tender offer with an attractive premium to the public shareholders of Lalique Group. The offer has the support of the company's Board of Directors. As a private company, Lalique Group with its already very small free float will be able to focus fully on its business activities and continue to successfully pursue its proven diversification strategy.

Throughout the years in which the shares of Lalique Group SA have been listed – initially on Bern's BX Swiss exchange and, since 2018, on the SIX Swiss Exchange – the company's free float has remained small and currently stands at just over 6%. In view of this situation, the costs associated with the listing and the short-term orientation of the stock markets, Lalique Group and Silvio Denz, its 51.1% majority shareholder and Chairman, intend to delist the company's shares from SIX Swiss Exchange.

Silvio Denz offers public shareholders an attractive premium

In his voluntary tender offer, Silvio Denz is offering the public shareholders CHF 40 in cash per Lalique Group share. This represents a premium of 27.96% based on the volume-weighted average price of the Lalique Group share on the SIX Swiss Exchange over the 60 trading days prior to the publication of the offer prospectus, or of 32.45% based on the share's closing price on 30 May 2024.

Anchor shareholders Müller Handels AG Schweiz, Dharampal Satyapal Limited, Hansjörg Wyss and Claudio Denz have each concluded separate non-tender agreements with Silvio Denz and will remain invested in Lalique Group SA after the intended delisting.

The Board of Directors of Lalique Group has carefully reviewed Silvio Denz's tender offer and obtained a Fairness Opinion from Ernst & Young AG, which regards the offer as fair and appropriate from a financial perspective. The Board of Directors unanimously recommends that the shareholders accept the offer.

“Lalique Group is very well positioned in the international luxury goods market; and as a private company with an entrepreneur shareholder base, we will be able to think and act even longer-term as we take the development steps ahead,” Silvio Denz explains. “I would also like to thank our public shareholders, some of whom have been with us for several years, for all their confidence and trust.”

“We aim to continue to build on the strengths of the Lalique brand and of our individual business pillars,” adds Lalique Group CEO Nina Müller. “And we intend

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to make maximum use of all the potential these offer, and to do so with a firmly long-term perspective.”

The tender offer is subject to customary conditions.

At the coming Annual General Meeting on 28 June 2024 the Board of Directors of Lalique Group will ask the company’s shareholders, among other items, to approve its delisting from the SIX Swiss Exchange.

Roger von der Weid, who served as Group CEO until the end of January 2024 and has been a Board member since 2006, will not stand for re-election at the Annual General Meeting.

Roger von der Weid said: “In view of the planned delisting, which I fully support, I have agreed with Silvio Denz that my role as Executive Vice-Chairman of the Board is no longer required to the same extent, and that I will therefore relinquish my Board seat. In my many years with Lalique Group, I have achieved numerous significant milestones together with Silvio and our great team. I will always remain close to the company. At the same time, I look forward to new challenges ahead.”

“For almost two decades now, Roger von der Weid has been instrumental in the development and the success of Lalique Group,” adds Silvio Denz. “With his comprehensive market knowledge, his keen analytical skills and his detailed expertise in our various business areas, and also with his deep commitment to our company, Roger has always been my loyal and able but also critical companion. Every one of us at Lalique Group wishes him all the best in his future endeavours.”

The invitation to the 2024 Annual General Meeting, including the full meeting agenda, will be issued on 6 June 2024.

Offer prospectus and indicative timetable

The Offer Prospectus, including the Report of the Board of Directors and the Fairness Opinion of Ernst & Young AG, was published today on the offeror’s website at www.silviodenz-offer.com. The Report of the Board of Directors of Lalique Group SA and the Fairness Opinion are also available at www.lalique-group.com.

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Indicative timetable

Offer prospectus published	31 May 2024
Waiting period begins	3 June 2024
Waiting period ends*	14 June 2024
Offer period begins*	17 June 2024
Offer period ends (16:00 CEST)**	28 June 2024
Provisional interim result published**	1 July 2024
Definitive interim result published**	2 July 2024
Extension period begins**	3 July 2024
Extension period ends (16:00 CEST)**	16 July 2024
Provisional final result published in electronic media**	17 July 2024
Definitive final result published**	18 July 2024
Offer executed**	19 July 2024

* Subject to extension of the waiting period by the Takeover Commission

** The offering party reserves the right to extend or defer the offer period one or multiple times, which would reschedule the dates stated above.

Media contact

Lalique Group SA
Elle Steinbrecher
Head of Communication & PR
Grubenstrasse 18
CH-8045 Zurich

Phone: +41 43 499 45 58
e-mail: elle.steinbrecher@lalique-group.com

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Lalique Group is a niche player in the creation, development, marketing and global distribution of luxury goods. Its business areas comprise perfumes, cosmetics, crystal, jewellery, high-end furniture and lifestyle accessories, along with art, gastronomy and hospitality as well as fine spirits and wine. Founded in 2000, the company employs around 810 staff (FTE) and has its headquarters in Zurich. The Lalique brand, from which the Group derives its name, was created in Paris in 1888 by the master glassmaker and jewellery designer René Lalique. The registered shares of Lalique Group (LLQ) are listed on the SIX Swiss Exchange.

Additional information is available at: www.lalique-group.com

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This press release is for informational purposes only and does not constitute an offer to buy or a solicitation of an offer to sell any securities of Lalique Group and it does not constitute a prospectus or a similar notice within the meaning of articles 35 et seqq. or 69 of the Swiss Financial Services Act. Complete terms and conditions of the offer are set forth in the offer prospectus which was published on 31 May 2024 (the "Offer Prospectus"). Holders of shares in Lalique Group are urged to carefully read the Offer Prospectus because it contains important information about the offer. This announcement is not for publication, release or distribution in or into or from any jurisdiction where it would otherwise be prohibited and does not constitute an offer of securities for sale in such countries. Please also refer to "Legal Disclaimers" below.

Legal Disclaimers

Forward-Looking Statements

This announcement contains forward-looking statements. Forward-looking statements are information of a non-historical nature or which relate to future events and are subject to risks and uncertainties. No assurance can be given that the transactions described herein will be consummated or as to the ultimate terms of any such transactions. The offeror undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or future events or for any other reason.

Important Additional Information

This release is for informational purposes only and does not constitute, or form part of, any offer or invitation to sell or issue, or any solicitation of any offer, to purchase or subscribe for any registered shares or other equity securities in Lalique Group, nor shall it form the basis of, or be relied on in connection with, any contract therefor. This release is not part of the offer documentation relating to the tender offer. The terms and conditions of the tender offer have been published in the Offer Prospectus. Shareholders of Lalique Group are urged to read the tender offer documents, which are or will be available at www.silviodenz-offer.com.

Certain Offer Restrictions

The public tender offer (the "Offer") is not being and will not be made, directly or indirectly, in any country or jurisdiction in which it would be considered unlawful or otherwise violate any applicable laws or regulations, or which would require Silvio Denz or any of the companies controlled by him to change or amend the terms or conditions of the Offer in any way, to make an additional filing with any governmental, regulatory or other authority or take additional action in relation to the Offer.

It is not intended to extend the Offer to any such country or jurisdiction. Any document relating to the Offer must neither be distributed in any such country or jurisdiction nor be sent into such country or jurisdiction, and must not be used for the purpose of soliciting the purchase of any securities of Lalique Group SA by any person or entity resident or incorporated in any such country or jurisdiction.

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The communication is not being made by, and has not been approved by, an authorised person for the purposes of Section 21 of the Financial Services and Markets Act 2000 in the United Kingdom.

Reference is made to the Offer Prospectus published today for full offer restrictions and an overview of certain key differences with U.S. tender offer procedures and laws.

Notice to U.S. Holders

Shareholders of the Company in the United States (the "U.S.") are advised that the registered shares of Lalique Group SA ("Lalique Shares") are not listed on a U.S. securities exchange and that the Company is not subject to the periodic reporting requirements of the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act"), and is not required to, and does not, file any reports with the U.S. Securities and Exchange Commission (the "SEC") thereunder.

The Offer is being made for the registered shares of the Company, a Swiss company whose shares are listed on the SIX Swiss Exchange Ltd. ("SIX"), and is subject to Swiss disclosure and procedural requirements, which are different from those of the United States.

The Offer is being made in the United States pursuant to Section 14(e) of, and Regulation 14E under, the Exchange Act, subject to the exemption provided under Rule 14d-1(c) under the Exchange Act for a tier I tender offer (the "Tier I Exemption"), and otherwise in accordance with the requirements of Swiss law. Accordingly, the Offer is subject to disclosure and other procedural requirements, including with respect to withdrawal rights, Offer timetable, settlement procedures, waiver of conditions, timing of payments and procedural requirements that are different from those applicable under U.S. tender offer procedures and laws. Holders of Lalique Shares resident in the United States (each a "U.S. Holder") are urged to consult with their own legal, financial and tax advisors (including with respect to Swiss law) regarding the Offer.

To the extent permissible under applicable law or regulations, the Offeror and its affiliates or its brokers and its brokers' affiliates (acting as agents for the Offeror or its affiliates, as applicable) may from time to time after the date of this Offer Prospectus and during the pendency of the Offer, and other than pursuant to the Offer, directly or indirectly purchase or arrange to purchase Lalique Shares or any securities that are convertible into, exchangeable for or exercisable for Lalique Shares. These purchases may occur either in the open market at prevailing prices or in private transactions at negotiated prices. To the extent information about such purchases or arrangements to purchase is made public in Switzerland, such information will be disclosed by means of a press release or other means reasonably calculated to inform U.S. Holders of the Company of such information. In addition, the financial advisers to the Offeror may also engage in ordinary course trading activities in securities of the Company, which may include purchases or arrangements to purchase such securities. To the extent required in Switzerland, any information about such purchases will be made public in Switzerland in the manner required by Swiss law.

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In particular, the financial information, any financial statements or figures included or referenced in this Offer Prospectus have been prepared in accordance with the applicable accounting standards of, or recognized in, Switzerland, which may not be comparable to the financial statements or financial information of U.S. companies. The Offer is being made to U.S. Holders on the same terms and conditions as those made to all other shareholders of the Company to whom an offer is made. Any informational documents, including this Offer Prospectus, are being disseminated to U.S. Holders on a basis comparable to the method that such documents are provided to the Company's other shareholders.

As permitted under the Tier I Exemption, the settlement of the Offer is to be based on the applicable Swiss law provisions, which differ from the settlement procedures customary in the United States, particularly as regards to the time when payment of the consideration is rendered. The Offer, which is subject to Swiss law, is being made to U.S. Holders in accordance with the applicable U.S. securities laws, and applicable exemptions thereunder, in particular the Tier I Exemption. To the extent the Offer is subject to U.S. securities laws, those laws only apply to U.S. Holders of Lalique Shares and will not give rise to claims on the part of any other person. U.S. Holders should consider that the Offer Price for the Offer is being paid in CHF and that no adjustment will be made based on changes in the exchange rate.

It may be difficult for the Company's shareholders to enforce their rights and any claim they may have arising under the of U.S. federal securities laws, since the Offeror and the Company are located in a non-U.S. jurisdiction, and some or all of their officers and directors may be residents of a non-U.S. jurisdiction. Company shareholders may not be able to sue the Offeror or the Company or their officers or directors in a non-U.S. court for violations of the U.S. securities laws. Further, it may be difficult to compel the Offeror and the Company and their respective affiliates to subject themselves to a U.S. court's judgment.

The receipt of cash pursuant to this Offer by a U.S. Holder may be a taxable transaction for U.S. federal income tax purposes and under applicable U.S. state and local laws, as well as foreign and other tax laws. Each holder of Lalique Shares is urged to consult his or her independent professional advisor immediately regarding the tax consequences of an acceptance of the Offer.

Neither the SEC nor any securities commission of any State of the U.S. has (i) approved or disapproved of the Offer; (ii) passed upon the merits or fairness of the Offer; or (iii) passed upon the adequacy, accuracy or completeness of the disclosure in relation to the Offer. Any representation to the contrary is a criminal offence in the United States.