

Not for distribution in the United States, Canada, Japan, Australia, South Africa, or Italy This press release does not constitute an offer to purchase any securities

Further proposed simplified cash tender offer for Euler Hermes Group shares followed by a squeeze-out

PARIS – 28 FEBRUARY 2018 – Following Allianz' initial tender offer for Euler Hermes Group shares and additional purchases by Allianz of Euler Hermes Group shares, Allianz announced on 23 February 2018 its intention to file in the coming weeks a further simplified cash tender offer at a price of 122 euros per share (in cash). This simplified cash tender offer will be followed by a squeeze-out, for the remaining 1,998,131 Euler Hermes Group shares held by minority shareholders which represent 4.69% of the share capital and voting rights of Euler Hermes Group.¹

The Supervisory Board of Euler Hermes Group convened on 28 February 2018 and asked Mr Olivier Péronnet (Finexsi), as an independent expert, to prepare a further fairness opinion (*attestation complémentaire*) regarding the financial terms of the offer and the subsequent squeeze-out in accordance with Article 261-1 I and II of the General Regulation of the French financial markets authority (*Autorité des marchés financiers*).

¹ Excluding the 619,189 treasury shares and on the basis of a total of 42,641,635 shares and voting rights. On this basis, Allianz Group currently holds 40,024,315 Euler Hermes Group shares (excluding the treasury shares), representing 93.86% of the share capital and voting rights of Euler Hermes Group.

Press Release



Disclaimer: This press release is not an offer to purchase securities. The offer will be made only pursuant to the offer documentation which will contain the full terms and conditions of the offer. The offer documentation will be subject to review by the AMF and the offer will only be opened once the AMF has granted its clearance. Any decision in respect of the offer should be made only on the basis of the information contained in such offer documentation.

This press release was prepared for informational purpose only. The diffusion of this press release, the offer and its acceptance may be subject to specific regulations or restrictions in certain countries. The offer is not made for persons subject to such restrictions, neither directly nor indirectly, and may not be accepted in any way from a country where the offer would be subject to such restrictions. Consequently, persons in possession of this press release shall inquire about potential applicable local restrictions and comply with them.

Euler Hermes Group excludes all liability in the event of any breach of the applicable legal restrictions by any person.

Euler Hermes Group Jean-Baptiste Mounier +33 (0)1 84 11 51 14 jean-baptiste.mounier@eulerhermes.com Footprint Consultants Cécile Jacquet +33 (0)1 80 48 14 80 <u>cjacquet@footprintconsultants.fr</u> Quentin Giudicelli +33 (0)1 80 48 14 80 ggiudicelli@footprintconsultants.fr

Euler Hermes is the global leader in trade credit insurance and a recognized specialist in the areas of bonding, guarantees and collections. With more than 100 years of experience, the company offers business-to-business (B2B) clients financial services to support cash and trade receivables management. Its proprietary intelligence network tracks and analyzes daily changes in corporate solvency among small, medium and multinational companies active in markets representing 92% of global GDP. Headquartered in Paris, the company is present in 52 countries with 6,050 employees. Euler Hermes is a subsidiary of Allianz, listed on Euronext Paris (ELE.PA) and rated AA by Standard & Poor's. The company posted a consolidated turnov er of ≤ 2.6 billion in 2017 and insured global business transactions for ≤ 894 billion in exposure at the end of 2017. Further information: www.eulerhermes.com, LinkedIn or Twitter @eulerhermes

<u>Cautionary note regarding forward-looking statements</u>: The statements contained herein may include statements of future expectations and other forward-looking statements that are based on management's current views and assumptions and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in such statements. In addition to statements which are forward-looking by reason of context, the words "may", "will", "should", "expects", "plans", "intends", "anticipates", "believes", "estimates", "predicts", "potential", or "continue" and similar expressions identify forward-looking statements. Actual results, performance or events may differ materially from those in such statements due to, without limitation, (i) general economic conditions, including in particular economic conditions in the Euler Hermes Group's core business and core markets, (ii) performance of financial markets, including from natural catastrophes and including the development of loss expenses, (iv) persistency levels, (v) the extent of credit defaults, (vi) interest rate levels, (vii) currency exchange rates including the Euro/U.S. Dollar exchange rate, (viii) changes in laws and regulations, including monetary convergence and the European Monetary Union, (x) changes in the policies of central banks and/or foreign governments, (xi) the impact of acquisitions, including related integration issues, (xii) reorganization measures, and (xiii) general competitive factors, in each case on a local, regional, and/or global basis. Many of these factors may be more likely to occur, or more pronounced, as a result of terrorist activities and their consequences. The company assumes no obligation to update any forward-looking statement