



Transfer of HERIGE shares from Euronext to Euronext Growth approved by the Ordinary Shareholders' meeting

Changes to the corporate governance

Plan to transfer the listing of HERIGE shares to Euronext Growth

The request of the transfer of HERIGE shares from Euronext Paris compartment C to Euronext Growth has been approved by the ordinary shareholders' meeting held today at L'Herbergement. HERIGE (ex VM Matériaux) has been listed on the Paris Stock Exchange since 1990 and its share capital comprises 2,993,643 shares.

Reasons for the transfer

The Executive Board considers that the transfer to Euronext Growth will give HERIGE access to a market that is more adapted to its current organization.

The listing of HERIGE shares on Euronext Paris implies both regulatory constraints and costs that are also set to increase in the years to come and that are not justified in light of the Group's current priorities.

The transfer to Euronext Growth will enable HERIGE to publish its financial statements in accordance with French accounting standards from 31 December 2019, thereby simplifying the Group's internal organization and reducing costs.

Committed to respecting its obligations, both regulatory and in terms of disclosure, HERIGE will continue to benefit from the advantages of the financial markets and the potential that they offer whilst limiting the constraints and costs through its listing on Euronext Growth.

The adoption of the resolution in question by the Ordinary General Meeting of Shareholders will give HERIGE access to a market that is more adapted to the size of the company.

Consequences of the transfer

HERIGE wished to remind its shareholders and the general public of certain consequences were the transfer to be made:

- **In terms of financial reporting,**

- HERIGE will publish its yearly accounts (parent and consolidated), a management report and the reports of its statutory auditors in the four months following the end of the financial year. The yearly accounts will be published in French accounting standards as from the publication of the financial statements for the year ended December 31, 2019.

- The Group's half-yearly accounts and business report will continue to be published in the three months following the close of the financial first half. The half-yearly accounts will not be audited by the statutory auditors. This decision shall take effect as of the publication of the half-yearly accounts at 30 June 2019.
 - The company will no longer be required to draw up and publish a corporate governance report by its Supervisory Board.
 - The company will be able to choose which accounting standards shall apply for its consolidated accounts (IFRS or French), and will choose to adopt French accounting standards.
- **In terms of protection of non-controlling interests,**
 - In the event of a change in control in the company, all non-controlling interests will be protected by Euronext Growth through a mandatory public offering required in the event that the threshold of 50% of the company's capital or voting rights is exceeded, both directly or indirectly.
 - Furthermore, companies listed on Euronext Growth are only required to inform the markets of a change in their shareholder structure where the thresholds of 50% of capital and 95% of voting rights are exceeded (upwards or downwards).
 - However, in accordance with the law, HERIGE shall, for a period of three years following its withdrawal from Euronext Paris, remain subject to the same regime of mandatory public offers and disclosures regarding the crossing of thresholds and declarations of intent as companies listed on Euronext Paris.
 - **In terms of permanent information,**
 - In accordance with the provisions of the General Regulation of the AMF and 2016 EU Market Abuse Regulation, HERIGE shall continue to inform the public of any "inside information", notably as regards the transfers of director shares.

HERIGE draws the public's attention to the fact that a transfer to Euronext Growth may result in a change in the liquidity of shares seen since they were first listed on Euronext Paris.

Calendar for the operation (subject to the approval of Euronext)

25 May 2018: Ordinary General Meeting of Shareholders approved the transfer to Euronext Growth and delegation of powers to the Executive Board.

Request that HERIGE shares be delisted from Euronext Paris and admitted for trading on Euronext Growth.

From 25 July 2018: Start of trading on Euronext Growth

Changes to the corporate governance

After 40 years within the Group, Gérard Charrier left the Management Board at the end of his term. He will continue to execute operational functionalities to accompany the Group until the end of 2018.

At the end of the Supervisory Board meeting held on May 22, a new Management Board was appointed and is composed of four members: Alain Marion, Chairman of the Executive Board, Stéphane Jan, Bruno Cadudal, and Philippe Queneau.

NEXT PUBLICATION: Turnover for Q2 2018 on 24 July 2018 (after the stock exchange closes)

All our financial communications are available on our website www.groupe-herige.fr

ABOUT HERIGE

HERIGE Group focuses on three sectors of the building industry: Building Materials Trading, the Concrete Industry and Industrial Joinery. Originally based in the Vendée region, HERIGE currently employs more than 2,300 people and has a strong presence in Western France.

**HERIGE is listed on Euronext Paris, Compartment C
PEA/PME eligible**

Indices: CAC SMALL, CAC MID & SMALL, CAC ALL TRADABLE,
ENTERNEXT@PEA-PME 150

**Codes: ISIN FR0000066540, Ticker: HERIG
Bloomberg HERIG.FP, Reuters HERIG.PA**

HERIGE

Alain Marion - Chairman of the Executive Board

Caroline Lutinier - Head of Group Communication
Tel.: +33 (0)2 51 08 08 08
E-mail: communication@groupe-herige.fr

ACTUS finance & communication

Corinne Puissant
Analyst/Investor Relations
Tel.: +33 (0)1 53 67 36 77 - E-mail: cpuissant@actus.fr

Anne-Catherine Bonjour
Press Relations
Tel.: +33 (0)1 53 67 36 93 - E-mail: acbonjour@actus.fr