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EPR - NC Europris Holding B.V. contemplates sale of up to 20,000,000 shares in Europris ASA

Oslo, 1 March 2016: NC Europris Holding B.V. (an entity controlled by Nordic Capital Fund VII) ("Nordic Capital"), contemplates the sale of up to 20,000,000 shares in Europris ASA ("Europris", ticker "EPR"), representing 11.98% of the share capital and voting rights in Europris (the "Sale"). The potential Sale will be conducted by way of an accelerated bookbuilt offering to institutional and other professional investors only.

The bookbuilding process will commence immediately following the publication of this announcement and may be closed at short notice. Any sale of shares in Europris pursuant to the Sale is subject to approval by Nordic Capital. A further announcement will be made following completion and pricing of the Sale.

As of today, Nordic Capital owns 74,619,558 shares in Europris, representing 44.69% of the share capital and voting rights in Europris based on a total number of outstanding shares of 166,968,888 shares. Nordic Capital is represented on the board of directors of Europris.

Nordic Capital is pleased with Europris' recent operational and financial performance, and remains positive about the company's prospects, as evidenced by the fact that it will remain a large shareholder and will be subject to a 90 day lock-up period on the remaining shares held in Europris.

Nordic Capital has engaged ABG Sundal Collier ASA and Merrill Lynch International as joint bookrunners in the Sale (the "Bookrunners"). Subject to customary exceptions, Nordic Capital will not make additional sales of shares for 90 days without the consent of ABG Sundal Collier ASA and Merrill Lynch International. Moelis & Company is acting as advisor to Nordic Capital. Advokatfirmaet Selmer DA and Latham & Watkins (London) LLP are acting as legal advisors to Nordic Capital.

IMPORTANT NOTICE
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IN CONNECTION WITH ANY OFFERING OF THE SHARES OF EUROPRIS (THE "SHARES"), THE BOOKRUNNERS AND ANY OF THEIR AFFILIATES ACTING AS AN INVESTOR FOR THEIR OWN ACCOUNT MAY TAKE UP AS A PRINCIPAL POSITION ANY SHARES AND IN THAT CAPACITY MAY RETAIN, PURCHASE OR SELL FOR THEIR OWN ACCOUNT SUCH SHARES. IN ADDITION THE BOOKRUNNERS OR THEIR AFFILIATES MAY ENTER INTO FINANCING ARRANGEMENTS AND SWAPS WITH INVESTORS IN CONNECTION WITH WHICH THE BOOKRUNNERS (OR THEIR AFFILIATES) MAY FROM TIME TO TIME ACQUIRE, HOLD OR DISPOSE OF SHARES. THE BOOKRUNNERS DO NOT INTEND TO DISCLOSE THE EXTENT OF ANY SUCH INVESTMENT OR TRANSACTIONS OTHERWISE THAN IN ACCORDANCE WITH ANY LEGAL OR REGULATORY OBLIGATION TO DO SO.

NO GUARANTEE CAN BE MADE THAT ANY SHARES WILL BE SOLD PURSUANT TO THE SALE.

THE BOOKRUNNERS ARE ACTING ON BEHALF OF NORDIC CAPITAL AND NO ONE ELSE IN CONNECTION WITH ANY OFFERING OF THE SHARES AND WILL NOT BE RESPONSIBLE TO ANY OTHER PERSON FOR PROVIDING THE PROTECTIONS AFFORDED TO CLIENTS OF THE BOOKRUNNERS OR FOR PROVIDING ADVICE IN RELATION TO ANY OFFERING OF THE SHARES.