

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA, TO ANY U.S. PERSON (AS DEFINED IN REGULATION S (“REGULATION S”) OF THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE “SECURITIES ACT”)) OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE US VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS), ANY STATE OF THE UNITED STATES OF AMERICA OR THE DISTRICT OF COLUMBIA (COLLECTIVELY, THE “UNITED STATES”) OR IN ANY OTHER JURISDICTION IN WHICH IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.**

**20 March 2025**



**Aéroports de Paris S.A.**  
(the “Company”)

**ANNOUNCES THE INDICATIVE RESULTS OF A TENDER  
OFFER TO THE QUALIFYING HOLDERS OF ITS**

€1,000,000,000 2.125 per cent. Notes due 2 October 2026 (ISIN: FR0013505625) (of which €1,000,000,000 are currently outstanding) admitted to trading on the regulated market of Euronext Paris (the “Existing Notes”),

*This notice must be read in conjunction with the tender offer memorandum dated 13 March 2025 (the “Tender Offer Memorandum”) which has been prepared by the Company in relation to the Tender Offer. Capitalised terms used in this notice and not otherwise defined herein shall have the meanings given to them in the Tender Offer Memorandum.*

On 13 March 2025, the Company announced its intention to issue subject to market conditions two series of senior notes (the “New Notes”) under its Euro 10,000,000,000 Euro Medium Term Note Programme and the launch of a Tender Offer to the Qualifying Holders of the Existing Notes. Under the terms of the Tender Offer, the Qualifying Holders (subject to offer restrictions) were invited to tender their Existing Notes for purchase by the Company for cash, up to the Maximum Acceptance Amount (i.e. €250,000,000 in aggregate principal amount), subject to the satisfaction of the Transaction Condition and to the other conditions set out in the Tender Offer Memorandum. The Tender Offer expired at 5:00 p.m. (Paris time) on 19 March 2025.

**Indicative Results of the Tender Offer, subject to the satisfaction or waiver of the Transaction Condition**

The Company is pleased to announce hereby the indicative results of the Tender Offer as follows:

- (i) Indicative aggregate principal amount of Existing Notes validly tendered and accepted for purchase: €250,000,000
- (ii) Indicative Pro-Rating Factor: 67.6%

The above is non-binding and subject to confirmation at the time of the announcement of the final results of the Tender Offer, which will take place as soon as practicable after the Pricing Time (as defined below).

**Pricing**

The Interpolated Mid-Swap Rate, the Tender Yield and the Tender Offer Price shall be determined at or around 13:00 hours (Paris time) today (the “Pricing Time”) in the manner described in the Tender Offer Memorandum.

## **Final Results of the Tender Offer**

As soon as practicable after the Pricing Time, the Company will announce whether the Transaction Condition has been satisfied or waived and, if satisfied or waived, whether the Company will accept any Existing Notes pursuant to the Tender Offer, and if so accepted, the Company will announce:

- (i) the Final Acceptance Amount;
- (ii) the final Pro-Rating Factor (if any);
- (iii) the Interpolated Mid-Swap Rate, the Tender Yield and the Tender Offer Price; and
- (iv) the aggregate principal amount of Existing Notes that will remain outstanding after the Settlement Date.

## **Settlement**

Subject to the satisfaction or waiver of the Transaction Condition, the Settlement Date for the Tender Offer is expected to be on or around 21 March 2025. All sales pursuant to the Tender Offer will settle through the normal procedures of Relevant Clearing System. On the Settlement Date, the Company shall pay or procure the payment of, to each Qualifying Holder which has validly submitted an Offer to Sell by the Expiration Time, an amount in cash equal to the Tender Consideration in respect of each principal amount of Existing Notes so tendered and delivered by such Qualifying Holder and accepted for purchase by the Company.

Payment of the Tender Consideration, by or on behalf of the Company shall fully and finally discharge its obligations to the relevant Qualifying Holders in respect of the Existing Notes validly tendered, delivered and accepted for purchase by the Company pursuant to the Tender Offer. Under no circumstances will any additional interest be payable by the Company to a Qualifying Holder due to any delay in the transmission of funds from the Relevant Clearing System or any other intermediary with respect to such Existing Notes of that Qualifying Holder.

Payment under the Tender Offer and the issue of the New Notes are subject to separate settlement processes. Qualifying Holders who are subscribing for the New Notes in connection with an application for priority allocation will be required to make payment for such New Notes prior to receiving the relevant payment pursuant to the Tender Offer.

Existing Notes purchased by the Company pursuant to the Tender Offer will be cancelled by the Company.

Existing Notes which have not been validly submitted and accepted for purchase pursuant to the Tender Offer will remain outstanding.

Any charges, costs and expenses charged by the Qualifying Holder's Intermediary shall be borne by such Qualifying Holder.

## Contact Information

The Joint Dealer Managers of the Tender Offer are:

**BNP PARIBAS**

16, boulevard des Italiens  
75009 Paris  
France

Attn: Liability Management Group  
Tel: +33 1 87 74 64 33  
Email: [liability.management@bnpparibas.com](mailto:liability.management@bnpparibas.com)

**Crédit Agricole and Corporate Investment Bank**

12, place des Etats-Unis  
CS 70052  
92547 Montrouge Cedex  
France

Attn: Liability Management  
Tel: +44 207 214 5903  
Email: [liability.management@ca-cib.com](mailto:liability.management@ca-cib.com)

**HSBC Continental Europe**

38, avenue Kléber  
75116 Paris  
France

Attn: Liability Management, DCM  
Tel: +44 20 7992 6237  
Email: [LM\\_EMEA@hsbc.com](mailto:LM_EMEA@hsbc.com)

**Société Générale**

29, boulevard Haussman  
75009 Paris  
France

Attn: Liability Management  
Tel: +33 1 42 13 32 40  
Email: [liability.management@sgcib.com](mailto:liability.management@sgcib.com)

The Tender Agent for the Tender Offer is:

**Société Générale**

32, rue du Champ de Tir  
CS 30812  
44308 Nantes Cedex 3  
France

Tel: +33 (0) 2 51 85 52 43  
Fax: +33 (0) 2 51 85 57 20  
Email: [nantes.gis-op-titres@sgss.socgen.com](mailto:nantes.gis-op-titres@sgss.socgen.com)

The Information Agent for the Tender Offer is:

**Kroll Issuer Services Limited**

The Shard  
32 London Bridge Street  
London SE1 9SG  
United Kingdom

Attn: Thomas Choquet and Arlind Bytyqi  
Tel: +44 20 7704 0880  
Email: [adp@is.kroll.com](mailto:adp@is.kroll.com)  
Tender Offer Website: <https://deals.is.kroll.com/adp>

The Company:

**Aéroports de Paris**  
1, rue de France  
93290 Tremblay-en-France  
France

Attn: Unité Dette & Trésorerie  
Tel: +33 1 70 03 83 34

Email: [tresorerie@adp.fr](mailto:tresorerie@adp.fr); [virgile.sebahoun@adp.fr](mailto:virgile.sebahoun@adp.fr)  
with copies to: [invest@adp.fr](mailto:invest@adp.fr), [Loic.Auboin@adp.fr](mailto:Loic.Auboin@adp.fr) and [Jean-Baptiste.Dupuis@adp.fr](mailto:Jean-Baptiste.Dupuis@adp.fr)

Copies of the Tender Offer Memorandum are available free of charge upon request addressed to the Information Agent.

## **DISCLAIMER**

*The Joint Dealer Managers do not take responsibility for the contents of this Notice. This Notice must be read in conjunction with the Tender Offer Memorandum. No invitation to tender any Existing Notes is being made pursuant to this notice. Any such invitation was only made in the Tender Offer Memorandum. This Notice and the Tender Offer Memorandum contain important information.*

## **OFFER RESTRICTIONS**

*This notice does not constitute an invitation to participate in the Tender Offer in or from any jurisdiction in or from which, or to or from any person to or from whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws. The distribution of this notice or the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this notice or the Tender Offer Memorandum comes are required by each of the Company, the Joint Dealer Managers, the Information Agent and the Tender Agent to inform themselves about and to observe, any such restrictions. Please also see the Tender Offer Memorandum for a fuller description of such restrictions.*