



Keyrus SA: Plan to transfer the Company's stock exchange listing to the Euronext Growth Market in Paris

Levallois-Perret, November 18, 2020 – **Keyrus**, an international player in the fields of Data Intelligence, Digital, Management Consulting and Business Transformation, currently listed in Compartment C of Euronext Paris, announced that its Board of Directors will submit to the shareholders at the Combined General Meeting, to be held on December 23, 2020, a proposal to transfer the Company's stock exchange listing to the Euronext Growth Paris multilateral trading system (Euronext Growth). The listing will be transferred before the end of Q1 2021.

*"The Euronext Growth Market seems to be a perfect fit for **Keyrus's** size and needs. Transferring our listing to this market will bring the Company access to new categories of investors and reduce its operating costs by alleviating the costly administrative procedures required due to its listing on the regulated market Euronext Paris. We see many advantages to this transfer, for both Company operations and our shareholders, whom we will continue to provide with highly transparent financial reporting,"* stated **Eric Cohen**, President and CEO of **Keyrus**.

Reasons for the transfer

This transfer to Euronext Growth would list **Keyrus** on a market that is better adapted to its size. It would also simplify its organizational structure and procedures, while allowing it to continue to benefit from the advantages of being listed on a financial market. This proposal also follows on from steps taken since the beginning of the year to reduce the Group's operating costs.

Conditions of the transfer

If this proposal is approved by the shareholders convened to attend the Combined General Meeting and by Euronext Paris SA, the direct listing will take place via an accelerated procedure to admit the Company's existing shares to trading, i.e. no new shares would be issued.

Keyrus meets the eligibility requirements for this transfer to Euronext Growth, namely a market capitalization of less than €1 billion and a free float of more than €2.5 million.

Consequences of the transfer

In accordance with current regulations, the Company wishes to inform its shareholders of the potential consequences of such a transfer:

In terms of periodic financial reporting:

- The annual financial statements (parent company and consolidated financial statements), management report and the auditors' annual reports would be published within four months following the closing date of the financial year.
- Half-yearly financial statements and an activity report would be published within four months following the closing date (instead of the current three months), subject to a limited review by the auditors. These procedures for reporting the half-yearly financial statements would be implemented as of the half-yearly financial statements for the period ending June 30, 2021.
- The Company would have the option of preparing its consolidated financial statements in accordance with either French GAAP or IFRS.

In terms of ongoing information:

- As Euronext Growth is an organized market, the Company will remain subject to ongoing reporting requirements, and more specifically to the provisions of EU Regulation 596/2014 of April 16, 2014 on market abuse.
- Furthermore, the Company's officers (and related parties) will remain subject to the obligation to report transactions they carry out involving the Company's shares and debt securities.

In terms of protecting minority interests:

- Companies listed on Euronext Growth are only required to disclose changes in share ownership when they cross certain thresholds, i.e. upwards or downwards of 50% and 95% of the share capital or voting rights.
- Unless an exemption is granted, the Company's minority shareholders are protected on Euronext Growth as any party, acting either directly or indirectly, alone or in concert, which crosses the threshold of 50% of the Company's share capital or voting rights, is required to file a mandatory tender offer.
- However, laws governing tender offers as well as requirements to disclose the crossing of statutory thresholds and to file statements of intent which apply to companies admitted to trading on a regulated market will be maintained for a period of three years from the admission of the Company's shares to the Euronext Growth Market.

Provisional timetable for the transfer to Euronext Growth (subject to approval from Euronext Paris SA)

Keyrus shares will be admitted to trading on Euronext Growth within at least two months following the General Meeting, if the proposal is approved.

November 10, 2020:

- Meeting of the Board of Directors to convene a Combined General Meeting to rule on the proposed transfer of **Keyrus**'s shares to Euronext Growth.

November 18, 2020:

- Publication of the press release on the proposed transfer of **Keyrus**'s shares to Euronext Growth.

December 23, 2020:

- Combined General Meeting held to rule on the transfer of **Keyrus**'s shares to Euronext Growth.

If the proposal is approved at the General Meeting:

- Meeting of the Board of Directors to decide to implement the authorization granted at the General Meeting;
- Application filed with Euronext Paris SA to remove the Company's shares from the Euronext Paris regulated market, and concurrent application for the direct admission of its shares on Euronext Growth; and
- Publication of the press release on the final decision to request the transfer to Euronext Growth Paris.

On February 23, 2021 at the earliest:

- Admission of **Keyrus** shares on Euronext Growth and removal of **Keyrus** shares from the Euronext Paris regulated market.

ABOUT THE KEYRUS GROUP

Keyrus - Large Accounts Segment

Keyrus, an international player in consulting and technology specializing in Data and Digital, is committed to helping enterprises take advantage of the Data and Digital paradigm to enhance their performance, assisting them in undergoing transformation, and generating new drivers of growth and competitiveness.

Placing innovation at the heart of its strategy, **Keyrus** is developing a value proposition that is unique in the market, centered around an innovative offering that combines three major and convergent spheres of expertise:

- **Data Intelligence**
Data Science – Artificial Intelligence – Big Data & Cloud Analytics – Business Intelligence – EIM – CPM/EPM
- **Digital Experience**
Innovation & Digital Strategy – Digital Marketing – DMP & CRM – Digital Commerce – Digital Performance – User Experience
- **Management & Transformation Consulting**
Strategy & Innovation – Digital Transformation – Performance Management – Project Support

Absys Cyborg – Mid-Market Segment

Absys Cyborg specializes in developing and integrating management solutions:

- **Management, ERP and CRM software**
- **Hosting & Managed services**
- **Collaborative solutions**
- **Reporting & Decision-making**
- **Consulting, Project Owner Support, IT Strategy**

Absys Cyborg is the leading integrator of Sage and Microsoft solutions and is positioned as a recognized expert in all Sage product lines (Sage 100, Sage Payroll, Sage FRP 1000, Sage X3) and in Microsoft Dynamics solutions.

With 3,000 employees, the **Keyrus** Group is active in 20 countries on 4 continents.

Keyrus is listed in Compartment C of Euronext Paris Eurolist
(Compartment C/Small caps – ISIN Code: FR0004029411 – Reuters: KEYR.PA – Bloomberg: KEY: FP)
For more information, visit: www.keyrus.com