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***Fastned announces the launch of an accelerated bookbuild offering of new depositary receipts of approximately EUR 150 million***

- Equity offering through an accelerated bookbuild offering of new depositary receipts for approximately EUR 150 million
- Fastned intends to raise capital to fund part of its capex plan that consists of expanding the capacity of its existing stations, building its committed pipeline of 164 charging stations, accelerate the development of its potential pipeline, and fund capex for significant upcoming government related tenders, including in France and Germany, as well as for general corporate purposes
- Together, such investments will enable Fastned to expand and enhance its network and secure key locations in its existing geographic footprint and beyond, in the coming 18-24 months

Amsterdam, 25 February 2021 – Fastned B.V. ("**Fastned**" or the "**Company**"), the European fast charging network for electric vehicles ("**EVs**"), announces the launch of an accelerated bookbuild offering ("the **Offering**") of new depositary receipts representing ordinary shares in the capital of the Company (the "**New Securities**").

**Transaction rationale**

Fastned operates a pan-European network of 133 stations, building on its first-mover advantage and a leading market position in the Netherlands, a country at the forefront of EV adoption. Fastned has significant upcoming investment opportunities available, and intends to use the net proceeds from the offering to fund part of its capex plan that consists of expanding the capacity of its existing stations, building its committed pipeline of 164 charging stations, accelerating the development of its potential pipeline, and fund capex for significant upcoming government related tenders, including in France and Germany, as well as for general corporate purposes. The committed pipeline is the pipeline of charging stations for which a land lease is issued and/or public permission has been issued or will be issued by an authority e.g. as a consequence of an award of a tender. The potential pipeline is the pipeline of charging stations being targeted by Fastned, not yet subject to a land lease, public permission or tender award. Together, such investments will enable Fastned to expand and enhance its network and secure key locations in its existing geographic footprint and beyond, in the coming 18-24 months.

**The Offering**

The Offering will be executed by way of a private placement of the New Securities on a non-pre-emptive basis. The New Securities will be issued under the Company's existing shareholder authorisation provided by the general meeting of shareholders on 4 June 2020 and will be offered exclusively to qualified investors in the European Economic Area and the United Kingdom, to qualified institutional buyers in the United States pursuant to Rule 144A of the U.S. Securities Act of 1933, as amended (the "**Securities Act**") and outside the United States pursuant to Regulation S under the Securities Act, and to certain qualified investors in other jurisdictions.

Settlement of the transaction and admission to listing and trading of the New Securities on Euronext Amsterdam are expected to take place on 2 March 2021. The New Securities will

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rank *pari passu* in all respects with the outstanding depositary receipts of ordinary shares of the Company.

The Company and its founding shareholders (through Wilhemina-Dok B.V. and Carraig Aonair Holding B.V.) have committed themselves to a lock-up period ending 90 calendar days after completion of the Offering, subject to certain customary exceptions, including a waiver by the Sole Global Coordinator.

No prospectus will be published in connection with the Offering.

### **Bookbuilding**

Joh. Berenberg, Gossler & Co. KG is acting as Sole Global Coordinator and Sole Bookrunner in relation to the Offering.

The Sole Global Coordinator will commence the accelerated bookbuilding procedure with immediate effect, and books will open with immediate effect, following the release of this announcement. The books may close at short notice.

The final number of New Securities, the issue price and final aggregate proceeds will be based on investor demand and will be determined following the accelerated bookbuild and announced by Fastned after closing of the bookbuilding in a subsequent press release, which is expected to be published before markets open on Euronext Amsterdam on 26 February 2021, subject to acceleration.

- End -

### **Notes for editors (not for publication)**

For more information please visit [ir.fastnedcharging.com](http://ir.fastnedcharging.com) or check out our [newsroom](http://newsroom).

If you have any investor questions please contact: Hugo Vink: [invest@fastnedcharging.com](mailto:invest@fastnedcharging.com).  
PR questions please contact: Kyra Hartlief: [press@fastnedcharging.com](mailto:press@fastnedcharging.com), telephone +31 (0)20 705 53 20.

### **About Fastned**

Fastned has been developing fast charging infrastructure for electric vehicles across Europe since 2012. Fastned's mission is to accelerate the transition to sustainable mobility by giving freedom to electric drivers. Based in Amsterdam, the Company has built and operates 133 fast charging stations in the Netherlands, Germany, the United Kingdom, Belgium and Switzerland. Fastned is working on the expansion into France. The company specialises in developing and operating fast charging infrastructure where drivers can charge their electric vehicle with up to 300 km of range in 15 minutes before continuing their journey. Fastned has more than 70 employees across 6 markets (the Netherlands, Germany, the United Kingdom, Belgium, France and Switzerland) and is listed on Euronext Amsterdam (ISIN: NL0013654809, ticker AMS: FAST).

### **Disclaimers**

This announcement is not for publication or distribution, directly or indirectly, in or into the United States of America. This announcement is not an offer of securities for sale into the United States. The Securities (as defined below) have not been and will not be registered under the Securities Act, and may not be offered or sold in the United States absent

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registration or unless pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities law. No public offering of securities is being made in the United States.

Solely for the purposes of the product governance requirements of Directive 2014/65/EU on markets in financial instruments, as amended ("**MiFID II**") and local implementing measures, and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the product governance requirements) may otherwise have with respect thereto, the New Securities have been subject to a product approval process, which has determined that such New Securities are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the New Securities may decline and investors could lose all or part of their investment; the New Securities offer no guaranteed income and no capital protection; and an investment in the New Securities is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to any contractual, legal or regulatory selling restrictions in relation to the Offering. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Sole Global Coordinator and Sole Bookrunner will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the New Securities.

Each distributor is responsible for undertaking its own target market assessment in respect of the New Securities and determining appropriate distribution channels.

The Sole Global Coordinator is acting exclusively for the Company and no-one else in connection with the Offering. The Sole Global Coordinator will not regard any other person as its clients in relation to the Offering and will not be responsible to anyone other than the Company for providing the protections afforded to its clients, nor for providing advice in relation to the Offering, the contents of this press release or any transaction, arrangement or other matter referred to herein.

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**Market abuse regulation**

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This press release contains information within the meaning of Article 7(1) of the EU Market Abuse Regulation.

## **Legend**

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The Company has not authorized any offer to the public of Securities in any Member State of the European Economic Area or the United Kingdom. With respect to any Member State of the European Economic Area and the United Kingdom (each a "**Relevant Member State**"), no action has been undertaken or will be undertaken to make an offer to the public of Securities requiring publication of a prospectus in any Relevant Member State. As a result, the Securities may only be offered in Relevant Member States: (i) to any legal entity which is a "qualified investor" as defined in the Prospectus Regulation; or (ii) in any other circumstances falling within Article 1(4) of the Prospectus Regulation; provided that no such offer of Securities shall result in a requirement for the publication by the Company of a prospectus pursuant to Article 3 of the Prospectus Regulation and each person who initially acquires Securities or to whom any offer is made will be deemed to have represented, warranted and agreed to and with the Company that it is a "qualified investor" within the meaning of the Prospectus Regulation and that any Securities acquired by it in the contemplated offering of Securities have not been acquired on behalf of persons other than such investor.

For the purpose of this paragraph, the expression "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the Securities to be offered so as to enable the investor to decide to exercise, purchase or subscribe for the Securities and the expression "Prospectus Regulation" means Regulation (EU) 2017/1129 and amendments thereto, or, for the United Kingdom, Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018. This announcement is not an advertisement within the meaning of the Prospectus Regulation and does not constitute a prospectus.

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