



## **PRESS RELEASE – ADVERTISEMENT**

Gent, 17 May 2021, 8h30

MG RE Invest S.A. (“MG Real Estate”) launches an offer to the public of bonds

MG Real Estate announces that on 19 May 2021 it will launch an issue of bonds with a tenor of 5 years and 7 years for a minimum amount of EUR 15,000,000 and EUR 25,000,000, respectively, and a maximum amount of EUR 20,000,000 and EUR 40,000,000, respectively (the "Bonds" and each is a "Series" of Bonds). The Bonds are issued in the form of an offer to the public in Belgium open to retail investors and, to a certain extent, qualified investors, with a subscription period running from 19 May to 21 May 2021 (subject to early closure as from 19 May 2021, 17.30). The Bonds will be listed on the multilateral trading facility of Euronext Growth Brussels. The expected listing date is 1 June 2021.

The net proceeds of the issue of the Bonds, which are expected to amount to EUR 39,700,000, in case of issuance of the minimum aggregate amount and EUR 59,700,000 in case of issuance of the maximum aggregate amount, will be used by MG Real Estate to support the further expansion of its business, mainly in the logistics market segment it is active in, while also further diversifying its financial sources. As regards the expansion of the logistics market segment, MG Real Estate will focus on the geographical markets in which it is currently active, but with the intention to further expand internationally across selected EU countries. MG Real Estate mainly intends to use the proceeds of the Bonds to acquire new plots of land for further development and to finance new logistics projects.

### **WARNING**

**The Bonds constitute unsecured and unguaranteed debt instruments. An investment in Bonds involves risks. By subscribing to the Bonds, investors lend money to MG Real Estate. The latter undertakes to pay interest on an annual basis and to reimburse the principal on the maturity date (1 June 2026 for the Series with a tenor of 5 years and 1 June 2028 for the Series with a tenor of 7 years). In the event of MG Real Estate's insolvency or default, the investors may not be able to recover the amounts to which they are entitled and face the risk to lose all or a portion of their investment. Moreover the Bonds are structurally subordinated to the creditors of MG Real Estate's subsidiaries.**

**Investors should consider, in particular, that the long maturity of the Series with a tenor of 7 years may increase the materiality of the risk factors identified in relation to MG Real Estate as issuer of the Bonds and the Bonds themselves. The Bonds are intended for investors capable of evaluating the interest rates based on their knowledge and financial experience. Each decision to invest in the Bonds should exclusively be based on the information in the Prospectus drafted by MG Real Estate in relation to the Bonds (the "Prospectus"). Investors should read the Prospectus in full (and in particular the warning on the front page and the section "Risk Factors" on pages 10 to 25 of the Prospectus) before deciding to invest in the**



**Bonds. Each investor must carefully assess whether an investment in the Bonds is appropriate for this type of investor taking into account his or her knowledge and experience and should, if necessary, inquire professional advice.**

The issue price for each Series is 101,875 % of the nominal value with a gross coupon of 4% for the Series with a tenor of 5 years and a gross coupon of 4,5 % for Series with a tenor of 7 years, which will be paid annually on 1 June (and for the first time on 1 June 2022). The gross actuarial yields based on the issue prices amount to 3,58 % and 4,19 %, respectively, while the net actuarial yields (ie. the gross yields with deduction of the 30% withholding tax) amount to 2,40 % and 2,85 %, respectively.

The Bonds are governed by Belgian law and entitle to a 100% reimbursement of their nominal value on the maturity date, being 1 June 2026 for the Series with a tenor of 5 years and 1 June 2028 for the Series with a tenor of 7 years.

The nominal value of each of the Bonds is EUR 1,000 and the minimum subscription amount for each Series is EUR 10,000.

The subscription period will run from 19 May 2021 (9.00) until 21 May 2021 (17.30) subject to early closure for each Series (see section "Subscription and Sale" of the Prospectus), independently of each other, as from 19 May 2021 at 17.30. The payment date of the Bonds has been set on 1 June 2021. Retail investors are encouraged to subscribe to the Bonds on the first day of the subscription period before 17.30.

Belfius acts as sole bookrunner for the issue and placement of the Bonds.

To subscribe to the Bonds or obtain information, investors may contact Belfius (Tel. +32 (0)2 222 12 01 (French) of +32 (0)2 222 12 02 (Dutch) of weblink [www.belfius.be/obligatie-mgrealestate](http://www.belfius.be/obligatie-mgrealestate) (NL) of [www.belfius.be/obligation-mgrealestate](http://www.belfius.be/obligation-mgrealestate) (FR).

The Prospectus, as approved on 11 May 2021 by the Belgian Financial Services and Markets Authority (FSMA), may be consulted on the websites of the FSMA (<https://www.fsma.be/en/prospectus-iii-ems>), of MG Real Estate ([www.mgrealestate.eu/investor-relations](http://www.mgrealestate.eu/investor-relations)) and of Belfius (NL - [www.belfius.be/obligatie-mgrealestate](http://www.belfius.be/obligatie-mgrealestate) of FR - [www.belfius.be/obligation-mgrealestate](http://www.belfius.be/obligation-mgrealestate)). The FSMA has only approved the Prospectus as it meets the standards of completeness, clarity, comprehensibility and consistency as imposed by Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and repealing Directive 2003/71/EC. The approval of the Prospectus should not be construed as an endorsement of the Bonds offered. Before deciding to invest in the Bonds, potential investors should read the Prospectus in its entirety to fully understand the potential risks and benefits associated with a decision to invest in the Bonds.



## **COMPLAINTS**

If you have a complaint, please first contact your branch, your financial advisor or the Complaint Management department (colli number 7908), Karel Rogierplein 11, 1210 Brussels or by e-mail: [complaints@belfius.be](mailto:complaints@belfius.be). If you are not satisfied with the response, you may contact Belfius Bank NV, Negotiation (colli number 7913), Karel Rogierplein 11, 1210 Brussels or by e-mail: [negotiation@belfius.be](mailto:negotiation@belfius.be).

If a solution cannot be found by one of the the aforementioned departments, please contact the Ombudsman for financial services, North Gate II, Koning Albert II-laan 8, 1000 Brussels ([www.ombudsfm.be](http://www.ombudsfm.be)).

### **For more information:**

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### **About MG Real Estate:**

MG Real Estate is a European real estate developer whose core activities are to identify plots of land for further development, acquire ownership or leasing rights over such plots, construct buildings thereon and finally to sell the completed projects. Within the market segments of logistics, offices, residential and retail, in which MG Real Estate is active, speed of execution without compromising on quality is a distinctive quality of MG Real Estate. Prime locations and strong architectural designs with the highest standards, is what MG Real Estate stands for.

From the brownfields, MG Real Estate has grown through inner-city, office and ultimately logistics developments into the MG Real Estate of today: an experienced developer with a focus on logistics developments within Europe.

No matter how big the projects may be, MG Real Estate sticks to its small, experienced team. This way, MG Real Estate can make decisions swiftly, while remaining compact and efficient, in direct connection with its clients.

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## **DISCLAIMER**

This press release may not be used for, or in the context of, and does not under any circumstances constitute an offer for sale or an invitation to subscribe to or purchase the Bonds offered further to the Prospectus, in any country in which such an offer, subscription or invitation would be unlawful without a prior registration or qualification, in accordance with the financial legislation in that jurisdiction. The dissemination of this press release and the offer or sale of the Bonds may, in certain countries, be limited by statutory or regulatory provisions.

Persons that find themselves in possession of this press release or Bonds should familiarise themselves with, and abide by, any such restrictions relating to the dissemination of the



Prospectus and the offer and sale of the Bonds. MG Real Estate is not liable in the event of any violation of these restrictions by any person.

Moreover, no action has been taken by MG Real Estate or the sole bookrunner intended to allow offer to the public of the Bonds or dissemination of this press release in any country (other than Belgium) where an action for such purposes is required. Likewise, no Bond may be offered or sold, directly or indirectly, and neither the Prospectus nor any advertisement or other promotional material may be communicated or published, in any country, except under circumstances in accordance with the applicable laws and regulations.

Notably, the Bonds have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United State or to or for the account or benefit of United States persons ("U.S. persons") (as defined by the Securities Act) except in the context of transactions that are exempt from registration or for which registration is not required pursuant to the Securities Act. Please refer to the section "Subscription and Sale" of the Prospectus for a more detailed description of the restrictions on the sale and distribution of the Bonds.

This press release is not an offering document nor a prospectus in connection with an offering of securities by MG Real Estate. Investors should not accept or acquire an offer of the securities mentioned in this press release unless they do so on the basis of information contained in the Prospectus.

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