



Integrated Life Support Services

## PRESS RELEASE

Marseille, 30 august 2022

# SHAREHOLDERS AT ORDINARY GENERAL MEETING APPROVE PROPOSAL TO TRANSFER THE LISTING OF CIS SHARES TO EURONEXT GROWTH PARIS

The Ordinary General Meeting of CIS (FR0000064446 CTRG), which met today, approved the proposed transfer of the listing of its shares from the regulated market Euronext Paris (Segment C) to the multilateral trading facility Euronext Growth Paris, in accordance with Article L. 421-14 of the French Monetary and Financial Code, and granted the Board of Directors full powers to implement this transfer of listing.

The Board of Directors, which also met today following the Ordinary General Meeting, decided to implement this transfer.

### **Reasons for the transfer**

The purpose of this proposed transfer is to list CIS shares on a market that is more appropriate for its size, market capitalisation and profile, with simplified that are more in line with its current needs.

This transfer will enable CIS to benefit from reduced listing costs and a regulatory framework that is better suited to SMEs and SMIs, while continuing to enjoy the dynamics and visibility of access to financial markets.

### **Terms of the proposed transfer**

This transfer involves applying to Euronext Paris for the delisting of its shares from the Euronext Paris regulated market and their simultaneous admission to trading on Euronext Growth Paris.

If this proposal is approved by Euronext Paris, existing Company shares will be admitted to trading via an accelerated process, without issue of new shares.

CIS currently meets the eligibility requirements for the transfer procedure, i.e. a market capitalisation of less than €1 billion and a free float of more than €2.5 million. These criteria must also apply on the date of the transfer request.

CIS is also up to date with its disclosure requirements on Euronext Paris.

### **Main consequences of the transfer**

In accordance with the regulations in force, CIS informs its shareholders of the potential consequences of such a transfer, as of the date it is carried out:



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- ***On periodic financial reporting:***

The Company will have reduced financial reporting requirements, which cover but are not limited to:

- **Annual report:** Within four months following the end of its financial year, the Company will publish an annual report including at least its annual and consolidated financial statements, a management report and the Auditors' reports.

The Company will also draw up a report on corporate governance with scaled down content. This report will no longer include information on the compensation of executive directors, the Company's position compared with the recommendations in its corporate governance code, or items with potential impact in the event of public offerings.

The Company will be able to choose freely between French and IFRS accounting standards. In the interests of transparency for investors and shareholders, the Company will continue to report under IFRS.

- **Interim financial statements:** The Company will release its interim financial statements and management report within four months after the end of the half-year period.

- ***On ongoing reporting obligations:***

CIS will still be required to meet applicable ongoing reporting obligations, in particular Regulation (EU) 596/2014 of 16 April 2014 on market abuse ("MAR"). This legislation requires companies to deliver accurate, specific and fair information, disclosing any insider information concerning it to the public. Regulated information must always be disclosed effectively and in full.

Executive officers of the Company and persons related to them would still have to disclose their dealings in the Company's securities, in compliance with the MAR Regulation.

- ***On protection of minority shareholders:***

Current provisions state that, for a period of three years after its shares are admitted to trading on Euronext Growth Paris, CIS and its shareholders will still have to comply with requirements on compulsory public tender offers and disclosure and reporting obligations when holding thresholds are crossed, as applicable for companies listed on Euronext Paris.

During this initial period, any shareholder acting alone or in concert that exceeds the thresholds of 10%, 15%, 20% and 25% of the equity or voting rights will continue to be under obligation to send the AMF and the Company a statement of intent.

After this period of three years, shareholders only have to report to the AMF and CIS the crossing of the thresholds of 50%, 90% and 95% of the equity or voting rights, plus the crossing of any other thresholds that must be reported to CIS under its articles of association. Any shareholder, acting directly or indirectly, alone or in concert, that exceeds the threshold of 50% of the equity or voting rights will be under obligation to file a public tender offer.

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- ***On share liquidity:***

As Euronext Growth Paris is a non-regulated market, the transfer could change share liquidity from the trends observed since the Company began trading on the regulated market Euronext Paris.

- ***On corporate governance – executive compensation:***

Say on pay regulations (vote on compensation of corporate officers, approval of certain information in the corporate governance report and individual approval of compensation paid or awarded to named executive officers) will no longer apply to the Company.

If restricted stock units or stock options are awarded to executive officers, the Company will no longer be required to implement an employee profit-sharing plan.

*Expected and projected timetable for the proposed transfer (subject to approval from Euronext Paris)*

- *6 July 2022: Meeting of the Board of Directors that approved the proposed transfer and called the General Meeting to vote on the proposed transfer to Euronext Growth Paris.*
- *18 July 2022: Publication of the press release setting out the reasons, terms and consequences of the proposed transfer to Euronext Growth Paris (first press release).*
- *30 August 2022: Ordinary General Meeting held that approved the transfer to Euronext Growth Paris.*
- *30 August 2022: Board of Directors meeting held to implement the transfer of listing.*
- *30 August 2022: Publication of a second press release on the transfer.*
- *15 September 2022: Publication of the press release on the 2022 half-year results.*
- *As of 22 September 2022: Application filed with Euronext Paris SA to delist Company shares from Euronext Paris and list them on Euronext Growth Paris.*
- *No later than 31 October 2022: Decision by Euronext Paris on the admission of shares to trading on Euronext Growth Paris.*
- *As of 7 November 2022 at the earliest: Effective transfer: Delisting of shares from Euronext Paris and admission to trading on Euronext Growth Paris.*

In the context of this proposed transfer to Euronext Growth Paris, CIS is supported by TP ICAP Midcap as Listing Sponsor.



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### **Next press release:**

15 September 2022: Publication of 2022 half-year results

### **About CIS**

*CIS was created in 1992 by its Chairman and Chief Executive Officer, Régis Arnoux. CIS Group has been supporting major players in the energy, mining, construction and armed forces sectors, at every stage of their projects, in the most remote offshore and onshore environments. As a provider of integrated services, CIS has a full range of services and turnkey solutions designed to assure the well-being and safety of the residents of our remote sites so that our customers can concentrate on their own core businesses.*

*Present in 19 countries with nearly 270 operating sites and a worldwide staff today numbering more than 13,000, CIS has a strong commitment to contributing to the economic and social development of the local populations and countries where it operates.*

Euronext Paris Compartment C – ISIN FR0000064446 – CAC All-Tradable

[CAC Mid & Small](#)

Reuters CTRG.PA – Bloomberg CTRG:FP

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