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## **Offering of up to 3,927,043 new shares in Bang & Olufsen a/s**

The Board of Directors of Bang & Olufsen a/s ("Bang & Olufsen") has today decided to offer up to 3,927,043 new shares of a nominal value of DKK 10 through a private placement at market price using an accelerated book-building process (the "Offering"). The resolution by the Board of Directors is adopted pursuant to authorisation from the general meeting in accordance with article 4(5) of Bang & Olufsen's articles of association.

The new shares will represent up to 9.99 percent of the existing registered share capital of Bang & Olufsen. The new shares will be offered to institutional and professional investors in Denmark and internationally without pre-emption rights to Bang & Olufsen's existing shareholders.

### **Background and use of proceeds**

Bang & Olufsen intends to use the net proceeds to strengthening the company's capital base with the objective of accelerating growth through:

- Increasing the investment in retail, marketing and the revitalization of the Bang & Olufsen brand
- Maintaining a high level of R&D investment to continue the strengthening of the product portfolio
- Stimulating growth through other initiatives, e.g. expansion in the US and third-party distribution for B&O PLAY

### **Subscription price and allocation**

The subscription price and proceeds will be established by Bang & Olufsen through an accelerated book-building process. The book-building process and consequently the subscription start immediately, and it is expected that the allocation, the final subscription price and the number of new shares to be

issued will be announced on 20 June 2014, but the book-building may be closed earlier. If the Offering is oversubscribed, allocation of shares will take place on an individual basis.

### **Share capital and new shares**

If all 3,927,043 shares are subscribed for and issued, the issued share capital of Bang & Olufsen will increase with nominally DKK 39,270,430 from DKK 392,704,350 to DKK 431,974,780, divided into a total of 43,197,478 shares of DKK 10 each. The maximum number of new shares that may be issued represent 9.99 percent of Bang & Olufsen's registered share capital before the capital increase and will if the Offering is fully subscribed account for 9.09 percent of Bang & Olufsen's registered share capital upon completion of the capital increase.

The new shares will be issued in the name of the shareholder and be recorded in Bang & Olufsen's share register. The new shares will be negotiable instruments and will in every respect carry the same rights as the existing shares in the company. The new shares will carry the right to receive dividends and other rights in the company as from the time of registration of the capital increase with the Danish Business Authority, which is expected to take place on 25 June 2014.

### **Lock-up**

Bang & Olufsen has undertaken a lock-up obligation on customary terms and conditions according to which the company, subject to certain exemptions, shall not issue or publicly announce the intention to issue any shares or other securities convertible or exchangeable into shares or options to acquire shares or other securities for a period of 180 days from the listing of the new shares.

### **Admission for trading and official listing**

The new shares will be issued in the temporary ISIN code DK0060550440. No application for trading and official listing has been filed for the shares issued under the temporary ISIN code, and the temporary ISIN code will only be registered with VP Securities A/S. The temporary ISIN code in VP Securities A/S will be merged with the existing primary ISIN code for the existing shares, DK0010218429, as soon as possible following registration of the share capital increase with the Danish Business Authority. The new shares are expected to be admitted for trading and official listing at NASDAQ OMX Copenhagen on 27 June 2014.

### **Expected timetable for the capital increase**

<b>Date</b>	<b>Event</b>
19 June 2014	Decision by the Board of Directors to exercise its authorisation to increase the share capital
20 June 2014	Closing of book-building and allocation – announcement of subscription price
25 June 2014	Settlement and payment for the new shares
25 June 2014	Registration of new shares with the Danish Business Authority
27 June 2014	The new shares are expected to be admitted for trading and official listing at NASDAQ OMX Copenhagen

Danske Bank (Danske Bank A/S) and Nordea Markets (division of Nordea Bank Danmark A/S) are acting as Joint Lead Managers and Joint Bookrunners of the Offering.

### **Bang & Olufsen a/s**

Ole Andersen  
Chairman of the Board

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