

21.10.2011 - 16:28 Uhr

**EANS-News: Derby Cycle AG: Pon Holding Germany GmbH publishes offer document for public takeover offer**

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Mergers - Acquisitions - Takeovers

Cloppenburg (euro adhoc) - October 21, 2011 - Pon Holding Germany GmbH has today published its offer document for its public takeover offer, which is aimed at the purchase of all shares in Derby Cycle AG (ISIN DE000A1H6HN1, German Securities Identification Number/WKN A1H6HN). Pon Holding Germany GmbH, which already holds 53.80 percent of Derby Cycle AG according to its recent voting rights announcement, is fully owned by the Dutch company Pon Holdings B.V.

The offer document, which has been approved by the German Federal Financial Supervisory Authority (BaFin), can be downloaded from the Internet at [www.pon.com](http://www.pon.com), and is also available by way of so-called counter publicity. The acceptance period for the takeover offer is to commence today, October 21, 2011, and is to end on November 18, 2011, 24:00 hours CET. The price offered per Derby Cycle share amounts to EUR 28.00.

The takeover offer is subject to no conditions. The threshold of 50 percent plus one share in Derby Cycle that Pon was striving for was already exceeded in advance of the publication of the offer document on October 13, 2011, and stood at 53.80 percent as of this date. The German Federal Cartel Office also granted its approval to the merger on October 7, 2011.

The Management and Supervisory boards of Derby Cycle AG will now examine the offer documents, and issue a reasoned opinion on the takeover offer. Once it has been published, this opinion will be available for downloading from the Internet site of Derby Cycle AG at [www.derby-cycle.com](http://www.derby-cycle.com), within the "Investor Relations" area.

**Company profile:**

Derby Cycle is Germany's largest bicycle manufacturer in terms of revenues, and one of the leading manufacturers in Europe. In particular, global demand growth for high-quality electric and sports bicycles, as well as the company's advancing internationalisation in all European volume markets, are reflected in the company's dynamic growth. Derby Cycle's product range comprises electric bicycles, sports bicycles for leisure and competition purposes, as well as comfort bikes for everyday and travel use. These bicycles are sold through the established Kalkhoff, Focus, Raleigh, Univega and Rixe brands. All models are developed and assembled at the company's base in Cloppenburg, Germany. These high-quality products are distributed through specialist retailers who provide their customers with professional advice and extensive service.

With around 550 employees, Derby Cycle achieved revenue of EUR 173 million in the 2009/2010 financial year, 72.6 percent of which was generated in Germany, and 27.4 percent abroad. Earnings before interest and tax (EBIT) amounted to approximately EUR 12 million. Derby Cycle sold a total of around 430,000 bicycles, of which 44,000 comprised e-bikes. As a consequence, Derby Cycle has asserted a position of clear market leadership in 2010 with a 20 percent market share. The company forecasts revenues of EUR 220 million to 240 million, and an

EBIT margin of 8 to 9 percent (2009/10: 7.0 percent) for the 2010/11 financial year that ends on September 30, 2011.

Further information is available at: [www.derby-cycle.com](http://www.derby-cycle.com)

Further inquiry note:

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sector: Consumer Goods

ISIN: DE000A1H6HN1

indexes: SDAX

stockmarkets: regulated dealing/prime standard: Frankfurt, free trade: Berlin,  
Hamburg, Stuttgart, Düsseldorf, München

language: English

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