ZURICH Glattbrugg, 27 January 2021. As announced on 26 November 2020, **gategroup Holding AG** (“**gategroup**” or the “**Company**” and together with its subsidiaries, the “**Group**”), its shareholders, RRJ Capital Master Fund III, L.P. and Temasek (the “**Shareholders**”) and all of the Group’s bank lenders under the senior facilities agreement dated 30 November 2018 (the “**Senior Lenders**” and the “**SFA**”, respectively) have agreed to the key terms and conditions of a recapitalisation of the Company and amendment of the terms of the Group’s financial indebtedness (the “**Transaction**”).

On 11 December 2020, the Company and gategroup Finance (Luxembourg) S.A. (the “**Issuer**”), as issuer of the CHF 350,000,000 3% bonds due 2022 (the “**Bonds**”), announced that, in order to implement certain aspects of the Transaction, gategroup Guarantee Limited (the “**Plan Company**”), a wholly owned subsidiary of the Company, had issued a practice statement letter to holders of the Bonds (the “**Bondholders**”) and the Senior Lenders formally notifying them of the Plan Company’s intention to launch an English restructuring plan under Part 26A of the United Kingdom’s Companies Act 2006 (the “**Plan**”) which will, amongst other things, amend certain terms of the Bonds and the SFA. The practice statement letter is available by registering on the Plan Website at https://glas.agency/investor_reporting/gategroup-en/.

In the context of the Plan, the Company intends to make certain financial data available to Bondholders and Senior Lenders (together the “**Plan Creditors**”) to enable them to consider the Plan. The financial data presented in this document for the period 1 January to 30 September 2020, respectively, has been derived from the Group’s internal accounting records and the unaudited and unpublished financial statements of the Group. The information is preliminary only and has not been reviewed by the Group’s independent auditors. It is therefore subject to revision upon completion of the Group’s closing and audit processes. The figures do not reflect potential impairments or other typical year-end adjustments, and do not include disclosures that are required by generally accepted accounting principles.

This document contains certain forward-looking statements and information relating to the Group that are based on the current expectations, estimates, plans, strategic aims, vision statements, and projections of gategroup’s management and information currently available to the Group. These forward-looking statements involve known and unknown risks, uncertainties, and other factors that may cause the actual results of operations, financial condition, performance or achievements of the Group to be materially different from any future results, financial condition, performance or achievements expressed or implied by such forward-looking statements. Terms and phrases such as “will”, “believe”, “expect”, “anticipate”, “intend”, “plan”, “predict”, “estimate”, “project”, “target”, “assume”, “may” and “could”, and variations of these words and similar expressions, are intended to identify forward-looking statements but are not the exclusive means of identifying such statements. None of the Company, the Plan Company, the Issuer nor any other Group company undertake an obligation to update any forward-looking statement, even if new information, future events or other circumstances have made them incorrect or misleading.

1. Group financial information, unaudited, for the period from 1 January to 30 September 2020

1.1 Consolidated Income Statement (unaudited)

in CHF m	January - September 2020	July - September 2020	April - June 2020	January - March 2020
Total revenue	**1,245.7**	**235.0**	**131.8**	**878.9**
Materials and service expenses	(418.4)	(74.9)	(43.1)	(300.4)
Personnel expenses	(763.7)	(189.1)	(151.2)	(423.4)
Other operating expenses, net	(346.3)	(79.0)	(125.6)	(141.7)
Impairment charges	(0.4)	(0.3)	(0.1)	-
Depreciation and amortization	(152.8)	(49.1)	(49.7)	(54.0)
Other gains and (losses), net	(38.7)	(38.7)	-	-
Total operating expenses	**(1,720.3)**	**(431.1)**	**(369.7)**	**(919.5)**
Operating profit/(loss)	**(474.6)**	**(196.1)**	**(237.9)**	**(40.6)**
Financial income	1.0	0.3	0.4	0.3
Financial expense	(71.5)	(22.6)	(21.1)	(27.8)
Share of result of associates and joint ventures	(7.6)	(3.0)	(3.5)	(1.1)
Profit/(Loss) before tax	**(552.7)**	**(221.4)**	**(262.1)**	**(69.2)**
Income tax income/(expense), net	(5.4)	1.5	2.4	(9.3)
Profit/(Loss) for the period	**(558.1)**	**(219.9)**	**(259.7)**	**(78.5)**
thereof attributable to shareholders of the Company	(545.4)	(214.3)	(250.0)	(81.1)
thereof attributable to non-controlling interests	(12.7)	(5.6)	(9.7)	2.6

1.2 Consolidated Balance Sheet (unaudited)

in CHF m	September 30, 2020	June 30, 2020	March 31, 2020
Cash and cash equivalents	298.9	410.7	317.6
Trade receivables	139.1	133.7	367.4
Other current receivables and prepayments	145.9	165.5	207.8
Inventories	105.2	123.2	130.9
Current income tax assets	17.0	18.2	15.9
Assets held for sale	0.5	3.0	2.6
Total current assets	**706.6**	**854.3**	**1,042.2**
Property, plant and equipment	899.4	951.0	971.7
Intangible assets	1,075.2	1,076.4	1,076.6
Investments in associates and joint ventures	42.3	45.0	50.4
Financial assets at fair value through profit or loss	33.9	34.4	35.2
Other non-current receivables	87.0	93.1	98.3
Deferred income tax assets	73.9	73.6	68.0
Total non-current assets	**2,211.7**	**2,273.5**	**2,300.2**
Total assets	**2,918.3**	**3,127.8**	**3,342.4**
Short-term debt	527.5	520.7	520.7
Trade and other payables	270.3	314.8	331.2
Current income tax liabilities	42.1	48.1	56.4
Short-term provisions	66.7	36.8	35.4
Other current liabilities	731.4	597.9	653.9
Total current liabilities	**1,638.0**	**1,518.3**	**1,597.6**
Long-term debt	1,128.3	1,130.3	1,017.8
Deferred income tax liabilities	62.0	62.5	53.1
Defined benefit liabilities	220.5	234.1	240.7
Long-term provisions	127.3	133.4	125.4
Other non-current liabilities	5.3	106.5	105.8
Total non-current liabilities	**1,543.4**	**1,666.8**	**1,542.8**
Total liabilities	**3,181.4**	**3,185.1**	**3,140.4**
Equity attributable to shareholders of the Company	(360.7)	(161.4)	86.3
Non-controlling interests	97.6	104.1	115.7
Total equity	**(263.1)**	**(57.3)**	**202.0**
Total liabilities and equity	**2,918.3**	**3,127.8**	**3,342.4**

1.3 Consolidated Cash Flow Statement (unaudited)

in CHF m	January - September 2020	July - September 2020	April - June 2020	January - March 2020
Profit/(Loss) before tax	**(552.7)**	**(221.4)**	**(262.1)**	**(69.2)**
Adjustments for:				
Finance result	70.5	22.3	20.7	27.5
Share-based payments	3.0	1.0	1.0	1.0
Share of result of associates and joint ventures	7.6	3.0	3.5	1.1
Depreciation and amortization	152.8	49.1	49.7	54.0
Impairment charges	0.4	0.3	0.1	-
Other (gains) and losses, net	38.7	38.7	-	-
Cash flow before working capital and provision changes	(279.7)	(107.0)	(187.1)	14.4
Changes in working capital	176.7	4.6	199.4	(27.3)
Changes in provisions and defined benefit plans	20.7	16.5	8.9	(4.7)
Cash generated from operations	(82.3)	(85.9)	21.2	(17.6)
Interest paid	(36.9)	(9.9)	(6.5)	(20.5)
Interest received	0.9	0.1	0.5	0.3
Income taxes paid, net	(20.0)	(7.9)	(2.7)	(9.4)
Cash flow from operating activities	**(138.3)**	**(103.6)**	**12.5**	**(47.2)**
Purchase of property, plant and equipment	(20.7)	(4.3)	(6.1)	(10.3)
Purchase of intangible assets	(7.8)	(1.2)	(2.4)	(4.2)
Disposal of subsidiaries, net of cash disposed	(3.6)	(3.6)	-	-
Proceeds from sale of non-current assets	0.5	0.3	0.2	-
Other investing activities	(1.6)	(1.6)	-	-
Dividends from associates and joint ventures	1.3	(0.1)	1.4	-
Cash flow from investing activities	**(31.9)**	**(10.5)**	**(6.9)**	**(14.5)**
Proceeds from debt	447.8	18.0	113.0	316.8
Repayments of debt	(135.5)	(15.2)	(17.6)	(102.7)
Dividends paid to non-controlling interests	(2.8)	(0.5)	(0.4)	(1.9)
Cash flow from financing activities	**309.5**	**2.3**	**95.0**	**212.2**
Change in cash and cash equivalents	**139.3**	**(111.8)**	**100.6**	**150.5**
Movement in cash and cash equivalents				
At start of the period	166.8	409.9	311.1	166.8
Change in cash and cash equivalents	139.3	(111.8)	100.6	150.5
Effects of exchange rate changes	(10.3)	(2.3)	(1.8)	(6.2)
At end of the period	**295.8**	**295.8**	**409.9**	**311.1**

1.4 Reconciliation of EBITDA to operating profit (unaudited)

in CHF m	**January - September 2020**	**June - September 2020**	**March - June 2020**	**January - March 2020**
EBITDA	(210.0)	(56.0)	(172.2)	18.2
Share-based payments	(3.0)	(1.0)	(1.0)	(1.0)
Restructuring costs	(64.1)	(49.4)	(12.7)	(2.0)
Transaction-related costs	(0.3)	(0.5)	(1.0)	1.2
Operating taxes (non-income taxes)	(5.2)	(1.1)	(1.1)	(3.0)
Depreciation	(125.9)	(40.1)	(40.9)	(44.9)
Amortization	(26.9)	(9.0)	(8.8)	(9.1)
Impairment charges, net of reversals	(0.4)	(0.3)	(0.1)	-
Other gains and losses, net	(38.7)	(38.7)	-	-
Management fees, net	(0.1)	-	(0.1)	-
Operating profit	**(474.6)**	**(196.1)**	**(237.9)**	**(40.6)**

2. Comparison Group revenue and EBITDA 2019 vs 2020 (unaudited)

	1 Jan to 30 Sept 2019	1 Jan to 30 Sept 2020	Percentage change (reduction) (per cent.)
Consolidated Group revenue	CHF 3,787 million	CHF 1,246 million	(67)
EBITDA	CHF 336 million	CHF (210) million	(163)
Flights served	3.72 million	1.43 million	(62)
Meals served	281 million	88 million	(69)

	EBITDA 2019 (million CHF)	EBITDA 2020 (million CHF)	Percentage change (reduction) (per cent.)
1 Jan to 31 Mar (Q1)	79	18	(77)
1 Apr to 30 Jun (Q2)	110	(172)	(256)
1 Jul to 30 Sept (Q3)	147	(56)	(138)
Consolidated (Jan to Sept)	336	(210)	(163)

3. Budget 2021 and Liquidity

The Group's monthly cash flow analysis for 2021, based on budget projections for 2021 which were finalised by the Group in mid-December 2020 (the "**2021 Budget**"), predicts that the Group will generate revenue of CHF 2.7 billion in 2021, being approximately 55 per cent. of its 2019 revenues. The 2021 Budget indicates that the Group's cash flows from operations (including from the European operations of the LSG Group) will be negative for the first seven months of 2021 and the Group is likely to suffer a liquidity shortfall in May 2021, should the Transaction not complete before then.

The 2021 Budget assumes that the CHF200 million senior secured facility made available to the Company by entities controlled by the Shareholders (the "**Interim Liquidity Facility**") remains available to the Company until the earlier of (a) the date on which the New Money Facility (described below) is drawn to refinance the Interim Liquidity Facility; and (b) the Interim Liquidity Facility's maturity date in May 2021. However, the availability of the Interim Liquidity Facility is subject to, amongst other things, the ongoing satisfaction of the lenders thereunder that the Plan is capable of being implemented successfully prior to the maturity date of the Interim Liquidity Facility.

4. Relevant Alternative

Amongst others, the Company and the Plan Company have engaged AlixPartners Ltd, London, Swiss Branch, Zurich ("**AlixPartners**") to provide analysis regarding the likely recoveries for Plan Creditors in the event that the Plan and Transaction were to fail and the Parent, the Plan Company and the other members of the Group were to enter into formal insolvency proceedings, specifically of a liquidation nature (the "**Relevant Alternative**").

In order to undertake this analysis, AlixPartners has worked with the Company and its advisers to establish the key assets and liabilities of the Group and to understand the impact of the Relevant Alternative scenario of a liquidation on such assets and liabilities. AlixPartners has prepared an "entity priority model" to estimate the likely outcome for Plan Creditors on a 'high' and 'low' basis (where more optimistic and less optimistic assumptions are applied, respectively), in the context of a liquidation of the Group. A range is required due to the subjective and uncertain nature of assumptions made, in particular in respect of realisable asset values, with the high case reflecting more optimistic assumptions. The high and low case numbers do not represent maximum or minimum outcomes, rather a reasonable estimate in order to present an illustrative range.

AlixPartners estimates that, in the Relevant Alternative:

(a) the Plan Creditors (both Senior Lenders and Bondholders) would recover zero per cent. from the Plan Company;
(b) the Senior Lenders would recover between 6.3 per cent. and 19.2 per cent. from the rest of the Group on their existing lending under the Senior Facilities Agreement (as defined below); and
(c) the Bondholders would recover between 2.6 per cent. and 5.7 per cent. from the rest of the Group on their Bonds.

For completeness, in addition to modelling estimated outcomes under the Relevant Alternative, AlixPartners has performed an illustrative assessment of creditor recoveries from a sale of the Group's operations pursuant to a pre-packaged English law administration following an accelerated M&A marketing process in respect of the Group's key operational entities and intermediate holding companies (the "**AMA Scenario**").

AlixPartners considers that the AMA Scenario would be subject to numerous impediments and would be extremely difficult to successfully implement, and so it does not present a viable alternative for the Group if the Plan were to fail. That said, AlixPartners estimates that under the AMA Scenario:

(a) the Plan Creditors (both Senior Lenders and Bondholders) would recover zero per cent. from the Plan Company;
(b) the Senior Lenders would recover between 30.6 per cent. and 56.2 per cent. from the rest of the Group on their existing lending under the Senior Facilities Agreement; and
(c) the Bondholders would recover between 8.0 per cent. and 13.1 per cent. from the rest of the Group on their Bonds.

5. Term Loan and Revolving Credit Facility (unsecured)

Certain members of the Group as borrowers and guarantors are party to the English law governed combined facilities agreement comprising a EUR 415 million revolving facility and a EUR 250 million term loan facility between, amongst others, the Company as the parent and ING Bank N.V., London Branch as the Agent, as most recently amended and restated on 30 November 2018 and further amended, inter alia, on 5 June 2020 (the "**Senior Facilities Agreement**"). The Group has utilised the term loan facility in full, and has fully drawn the revolving facility.

As part of the Plan, the Senior Facilities Agreement will be amended to include an option for the relevant borrowers to capitalise any interest payable under the term facility ("**Senior Term Loans**") or the revolving facility ("**Senior Revolving Loans**" and, together with the Senior Term Loans, "**Senior Loans**") if on any interest payment date the Group's EBITDA for the 12-month testing period ending immediately prior to that interest payment date is equal to or less than CHF 440 million. The interest rate initially payable will be EURIBOR + 3.90 per cent. per annum and EURIBOR + 3.45 per cent. per annum on the Senior Term Loans and Senior Revolving Loans respectively, to be adjusted depending on the leverage ratio from time to time thereafter in accordance with the existing terms of the Senior Facilities Agreement.

6. New Money Facility Agreement (unsecured)

New Money Facility: As part of the Transaction, CHF 475 million of new money will be made available to the Company pursuant to an unsecured, convertible term facility due_31 March 2027 provided by entities controlled by the Shareholders. This facility will be used to refinance the Interim Liquidity Facility. The New Money Facility will have a fixed interest rate of 12.50% per annum and interest shall accrue on a separate account on the last day of each six month interest period (or such other period agreed with the relevant lenders). Interest will also accrue on unpaid interest. All accrued interest shall be payable on the maturity date in respect of the New Money Facility.