



ANNOUNCEMENT OF INITIAL OFFERING AND INTENTION TO FLOAT

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ART SHARE | 004

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Any offer to acquire shares in [ART Share 004](#) S.A. (the "Company") pursuant to the proposed offering by way of private placement to certain qualified / professional investors as further defined in the Offering Memorandum (as defined below) will be made, and any relevant investor should make their investment decision, solely on the basis of the information that is contained in the Offering Memorandum which is expected to be published before the admission of the Company's up to 400,000 redeemable class B shares without a nominal value, denominated in EUR, and having the ISIN LU3018062649 ("Offered Shares") to trading and listing on ARTEX Global Markets AG (www.artexgm.com), being a multilateral trading facility regulated by the Liechtenstein Financial Market Authority ("ARTEX GM"). A copy of the Offering Memorandum will be made available prior to the commencement of the private placement on the Company's website at <https://www.artshare004.com>, subject to applicable securities regulations. Investing in the Offered Shares is connected with a number of risks including, but not limited to, the financial risk resulting from a decline in the price of the Offered Shares and the potential limited liquidity of the Offered Shares. The risk factors set out in the Offering Memorandum should be reviewed and evaluated in full by any prospective and relevant investor prior to making any investment decision (the "Offer").

ANNOUNCEMENT OF INITIAL OFFERING AND INTENTION TO FLOAT

Art Share 004 S.A. today announces its intention to undertake the Offer and intends to apply for admission to trading and listing of its Offered Shares on ARTEX GM (the "Listing").

The sole underlying artwork to be acquired by the Company is the 'Mao [Portrait of Mao]' (1972)

by Andy Warhol (the “Artwork”). The Artwork, which has been owned by Josep Suñol Soler Collection- Fundacio Glòria Soler Elías, Barcelona for over 50 years, is a highly sought-after piece benefiting from great provenance and one of the rare artworks by Andy Warhol where hand painting dominates the printed motifs. It belongs to a historical series of only 11 works which has averaged a CAGR of 19.2% (inflation-adjusted) over the sales between 2004 and 2024. Having remained in the same esteemed private collection for the past 50 years, this one-of-a-kind masterpiece has been regularly loaned to museum exhibitions until earlier this year.

The Company is a securitisation undertaking (organisme de titrisation) within the meaning of the Luxembourg law of 22 March 2004 on securitisation, as amended. Its principal activity is to hold and securitise the Artwork (including entering into certain agreements in relation thereto) as well as assuming risks, existing or future, relating to the holding of the Artwork.

POTENTIAL OFFER HIGHLIGHTS

Should the Offer be successfully priced and the relevant conditions (as further described in the Offering Memorandum) met, the Offered Shares shall be comprised of all the redeemable class B shares of the Company without nominal value denominated in Euro currency. The Offer shall be conducted to allow relevant investors to indirectly invest in the Artwork, hence giving to the relevant investors access to a fraction of the Artwork by way of a securitisation transaction in proportion to their investment.

The Offer should consist in an institutional offering to qualified / professional investors in the European Economic Area (the “EEA”), the United Kingdom and Switzerland. In connection with this Offer, an offering memorandum will be made available online on Art Share 004’s website at www.artshare004.com subject to certain access restrictions prior to the commencement of the Offer.

Enquiries

investor-relations@artshare004.com

Important – Legal Information

Solely for the purposes of the product governance requirements contained within: (i) the Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments, as amended (“MiFID II”); (ii) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (iii) local implementing measures (together the “MiFID II Product Governance Requirements”), and disclaiming all and any liability, whether arising in tort, delict, contract or otherwise, which the Company, in its capacity as “manufacturer” for the purposes of the MiFID II Product Governance Requirements may otherwise have with respect thereto, the Offered Shares have been subject to a product approval process, which has determined that such Offered Shares are: (a) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (b) eligible for distribution through all distribution channels as

are permitted by MiFID II (the “Target Market Assessment”). Notwithstanding the Target Market Assessment, “distributors” (for purposes of the MiFID II Product Governance Requirements) should note that the price of the Offered Shares may decline and investors could lose all or part of their investment. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Offering, including the selling restrictions described in “Notice to Investors (Selling Restrictions)” of the Offering Memorandum.

Furthermore, it is noted that, notwithstanding the Target Market Assessment, the financial intermediaries appointed or to be appointed by the Company to act as placement agent in connection with the Offering will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (i) an assessment of suitability or appropriateness for the purposes of MiFID II; or (ii) a recommendation to any investor or group of investors to invest in, purchase, subscribe for, or take any other action whatsoever with respect to the Offered Shares.

Distributors are responsible for undertaking its own target market assessment and determining appropriate distribution channels.

This announcement does not constitute a prospectus for the purposes of (i) Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the “Prospectus Regulation”) or, (ii) the Swiss Financial Services Act in Switzerland (“FinSA”), or, (iii) the Prospectus Regulation Rules published by the Financial Conduct Authority in the United Kingdom, and the relevant investors must subscribe for or purchase any Offered Shares only on the basis of information contained in the offering memorandum to be published by Art Share 004 S.A. (the “Offering Memorandum”) and not in reliance on this announcement. No prospectus, as defined pursuant to the above indicated regulations, will be published.

Neither this announcement nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or commitment whatsoever in any jurisdiction. Nothing in this announcement should be interpreted as a term or condition to any offer and nothing contained herein shall form the basis of or be relied upon in connection with, or act as an inducement to enter into any investment activity, any decision to purchase, subscribe for or otherwise acquire, or dispose of, any Offered Shares.

The Company is a public limited liability company (société anonyme) formed and existing under the laws of the Grand Duchy of Luxembourg, established as a securitisation undertaking (organisme de titrisation) within the meaning of the Luxembourg law of 22 March 2004 on securitisation, as amended, having its registered office at 16, rue Eugène Ruppert, L-2453 Luxembourg, Grand Duchy of Luxembourg and registered with the Luxembourg trade and companies register (R.C.S. Luxembourg) under number B291750.

Art Share 004 S.A. is managed by a board of directors which is composed of Mrs Ursula Schmidt, Mr Edouard de Burlet and Mr Ronan Le Bouc.

These materials must not be released, published, distributed or transmitted, directly or indirectly, in whole or in part, in or into the United States, Canada, Australia, New Zealand, South Africa, Japan, or any other state or jurisdiction in which such release, publication, distribution or transmission would be unlawful. The Offered Shares may not be offered or sold in the United States absent registration on exemption from registration under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The shares of the Company have not been, and will not be, registered under the Securities Act. These materials do not constitute an offer of securities for sale or a solicitation of an offer to purchase Offered Shares in the Grand Duchy of Luxembourg, Switzerland or any other jurisdiction.

This publication constitutes neither an offer to sell nor a solicitation to buy securities. The Offer will be made solely by means of, and on the basis of, the Offering Memorandum which is to be published. An investment decision regarding the Offered Shares should only be made on the basis of the Offering Memorandum. The Offering Memorandum will be available free of charge at 16, rue Eugène Ruppert, L-2453 Luxembourg, Grand Duchy of Luxembourg, or on the Company's website at <https://www.artshare004.com>, subject to applicable securities regulations.

In so far as forecasts or expectations are expressed in this investor relations news or where our statements concern the future, these forecasts, expectations, or statements may involve known or unknown risks and uncertainties. Actual results or developments may vary, depending on changes in the operating environment. The Company does not assume an obligation to update the forecasts, expectations or statements contained in this release.

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The Offered Shares may not be offered or sold in the United States unless registered under the Securities Act except pursuant to a transaction exempt from, or not subject to, the registration requirements of the Securities Act. The Offer and sale of the Offered Shares has not been and will not be registered under the Securities Act or under the applicable securities laws of

Australia, South Africa, Canada or Japan and New Zealand. Subject to certain exceptions, the Offered Shares may not be offered or sold in Australia, Canada or Japan, New Zealand or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada, or Japan. There will be no public offer of the Offered Shares in any jurisdiction.

In the United Kingdom, this announcement is being distributed only to, and is directed only at, persons who: (A) (i) are "investment professionals" specified in Article 19(5) of the Financial Services and Markets Act (Financial Promotion) Order 2005 (the "Order") and/or (ii) fall within Article 49(2)(a) to (d) of the Order (and only where the conditions contained in those Articles have been, or will at the relevant time be, satisfied); and (B) are "qualified investors" within the meaning of Article 2 of the Prospectus Regulation as it forms part of retained EU law as defined in the EU (Withdrawal) Act 2018 (all such persons together being referred to as "Relevant Persons").

In the EEA, this announcement is addressed only to and directed only at, persons in member states who are "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation ("Qualified Investors"). This announcement must not be acted on or relied on (i) in the United Kingdom, by persons who are not Relevant Persons, and (ii) in any member state of the EEA, by persons who are not Qualified Investors. Any investment or investment activity to which this announcement relates is available only to: (i) in the United Kingdom, Relevant Persons; and (ii) in any member state of the EEA, Qualified Investors, and will be engaged in only with such persons. For the avoidance of doubt, no offer to the public will be made in the United Kingdom and no application will be made for the Offered Shares to be traded on a regulated market in the United Kingdom.

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Any subscription or purchase of the Offered Shares in the possible Offer should be made solely on the basis of information contained in the Offering Memorandum which may be issued by the Company in connection with the possible Offer.

The information in this announcement is subject to change. Before subscribing for or purchasing any Offered Shares, persons viewing this announcement should ensure that they fully understand and accept the risks which will be set out in the Offering Memorandum. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness. Neither this announcement, nor the references herein to the Offering Memorandum, shall form the basis of or constitute any offer, or any solicitation of any offer to purchase or subscribe for any Offered Shares nor shall it (or any part of it) or the fact of its

distribution, form the basis of, or be relied on in connection with, any contract thereof.

The Company may decide not to go ahead with the Offer and there is therefore no guarantee that the Listing will occur. You should not base any financial decision on this announcement. Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing all of the amount invested. Persons considering making investments should consult an authorised person specialising in advising on such investments. Neither this announcement, nor the Offering Memorandum referred to herein, constitutes a recommendation concerning the Offer. The value of the Offered Shares can decrease as well as increase. Potential investors should consult a professional advisor as to the suitability of the Offer for the person concerned.

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