Legence Announces Secondary Underwritten Public Offering of Class A Common Stock

December 9, 2025

SAN JOSE, Calif., Dec. 09, 2025 (GLOBE NEWSWIRE) -- Legence Corp. (Nasdaq: LGN) ("Legence" or the "Company") today announced that selling stockholders affiliated with Blackstone Inc. (the "Selling Stockholders") intend to offer and sell 7,000,000 shares of Legence's Class A common stock, par value $0.01 ("Common Stock") in a secondary underwritten public offering. In connection with the offering, the Selling Stockholders are expected to grant the underwriters a 30-day option to purchase up to an additional 1,050,000 shares of Common Stock on the same terms and conditions.

Legence is not selling any shares of Common Stock in the offering and will not receive any proceeds from the sale of shares by the Selling Stockholders. Legence will bear the costs associated with the sale of such shares, other than the underwriting discounts and commissions.

Goldman Sachs & Co. LLC and Jefferies are acting as joint lead book-running managers and Blackstone Capital Markets is acting as a co-manager for the proposed offering.

The proposed offering will be made only by means of a prospectus. Copies of the preliminary prospectus, when available, may be obtained from: Goldman Sachs & Co. LLC, Attn: Prospectus Department, 200 West Street, New York, NY 10282, by telephone at 1-866-471-2526, or by email at prospectus-ny@ny.email.gs.com; and Jefferies LLC, Attn: Equity Syndicate Prospectus Department, 520 Madison Avenue, New York, NY 10022, by telephone at 1-877-821-7388, or by email at prospectus_department@jefferies.com.

The shares of Common Stock are being offered pursuant to a Registration Statement on Form S-1 filed with the Securities and Exchange Commission (the "SEC") on December 9, 2025 (the "Registration Statement"), which has not yet become effective. These securities may not be sold, nor may offers to buy be accepted, prior to the time the Registration Statement becomes effective. This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. Any offers, solicitations or offers to buy, or any sales of securities will be made in accordance with the registration requirements of the Securities Act of 1933, as amended.

About Legence
Legence is a leading provider of engineering, consulting, installation, and maintenance services for mission-critical systems in buildings. The Company specializes in designing, fabricating, and installing complex HVAC, process piping, and other mechanical, electrical and plumbing (MEP) systems—enhancing energy efficiency, reliability, and sustainability in new and existing facilities. Legence also delivers long-term performance through strategic upgrades and holistic solutions. Serving some of the world's most technically demanding sectors, Legence counts over 60% of the Nasdaq-100 Index among its clients.

Forward-Looking Statements
Certain statements contained in this press release constitute "forward-looking statements." All statements, other than statements of historical fact, included in this press release, including, without limitation, those relating to the size, timing or other terms of the offering, are forward-looking statements. When used in this press release, words such as "anticipate," "assume," "believe," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "future," "will," "seek," "foreseeable," the negative version of these words and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. These statements are not historical facts but rather are based on management's current belief, based on currently available information, as to the outcome and timing of future events, and it is possible that the results described in this press release will not be achieved. Such statements are subject to risks, uncertainties and other factors, many of which are outside of Legence's control, that could cause actual results to differ materially from the results discussed in the forward-looking statements, including, but not limited to, those described under the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of the Registration Statement. Any forward-looking statement speaks only as of the date on which it is made, and, except as required by law, Legence does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. New factors emerge from time to time, and it is not possible for Legence to predict all such factors. When considering these forward-looking statements, you should keep in mind the risk factors and other cautionary statements in the Registration Statement and in Legence's subsequent filings with the SEC. You are cautioned not to place undue reliance on these forward-looking statements.

Contact
Media: media@wearelegence.com
Investor Relations: ir@wearelegence.com