



Mr. Iñigo de la Lastra
Head of Secondary Markets
CNMV
Edison, 4
28006 Madrid

Quart de Poblet (Valencia), March 23, 2014

RELEVANT FACT

Dear Sirs,

In accordance with Article 82 of Law 24/1988, 28th July, relative to the regulation of the stock market and related provisions, Natra, SA informs that on April 23, 2014, the Board of Directors of NATRA, SA, approved the following announcement of the Shareholders' General Meeting:

“NATRA S.A. ANNUAL ORDINARY AND EXTRAORDINARY SHAREHOLDERS’ GENERAL MEETING

The Board of Directors of NATRA, S.A., in accordance with the legal and statutory regulations in force, agreed to convene the Annual Ordinary and Extraordinary Shareholders' General Meeting, to be held in Valencia (Spain), Paseo Alameda, 32, SH Valencia Palace Hotel, on June 27, 2014 at 16:00 hours, for the first call, and June 30, 2014, at the same place and time, for the second call **(1)**, with the following:

AGENDA

- 1.- The review and, where appropriate, approval of Natra S.A.'s individual and consolidated financial statements (balance sheet, income statement, statement of changes in equity, cash flow statement and annual report), the corresponding management reports, the profit allocation and the Board of Directors' conduct of business for the year ended on December 31, 2013.
- 2.- a) Fixation of the number of board directors within the minimum and maximum limits provided by the bylaws. b) Resignation of Casticapital, SL as Director. C) Appointment of Grafton Spain, SL as Director.
- 3.- Authorization to the Board of Directors for the derivative acquisition of treasury stock, either directly or through subsidiaries.
- 4.- Authorization and delegation to the Board of Directors to issue debentures, bonds, redeemable shares, warrants and/or other similar securities, bonds and/or convertible and/or exchangeable bonds into shares of the company and, if required, the power to exclude the preferential subscription rights in accordance with Article 506 of the



Corporations Act, within a maximum period of 5 years. Increase the share capital by the amount needed for the conversion.

5 - Delegation to the Board of Directors under Article 297.1.b) of the Corporations Act, the power to agree an increase in share capital, on one or more occasions, within a maximum period of 5 years and up to a maximum amount equivalent to half of the share capital of the company at the time of the authorization, in the amount decided by the Board of Directors, with the possibility of incomplete subscription; also delegating in accordance with the provisions of Article 506 of the Corporations Act the power to exclude the preferential subscription rights in respect of such share issues and the power to amend Article 5 of the bylaws.

6.- Approval, with consultative status, of the report on the Natra S.A. Directors' remuneration for the current year (2014), as prepared by the Board of Directors.

7 - Approval, if any, of the remuneration system for Directors of Natra, SA

8 - Delegation of powers.

9.- Requests and questions.

10.- Reading and, when applicable, approval of the minutes of the Meeting.

SUPPLEMENT TO THE CALL

Shareholders representing at least five percent of the company's share capital may: (i) request the publication of a complement to the call for the Annual General Meeting, including one or more points in the Agenda whenever new items are accompanied by a justification or, where appropriate, by a justified agreement proposal; and (ii) present reasoned proposals based on matters already included or to be included in the agenda of the General Meeting. The exercise of this right must be effected by means of a reliable notification – addressed to the Secretary of the Board of Directors – which must be received at the company's registered offices within the five days following the publication of this call. The notification document is to reflect the name or the company name of the requesting shareholder(s) and is to be accompanied by the appropriate documentation – a copy of the attendance card or authentication certificate – reflecting the condition of shareholder. The supplement to the call for the Annual General Meeting will be published at least fifteen (15) days prior to the date indicated for the celebration of the Annual General Meeting at first call.

INFORMATION

Under the Corporations Act, shareholders may review at the company's registered offices and request the free delivery of the following documents:



- Full text of the financial statements, the management report and the auditor's report for 2013, as well as the consolidated financial statements and the auditor's report for that year.
- Full text of the Board of Directors' report on points 3, 4, 5, 6 and 7 of the agenda.
- The report on Natra S.A. Directors' remuneration for the current year (2014), as prepared by the Board of Directors.
- Agreements proposals of the Shareholders' General Meeting.

The information relevant to the Annual General Meeting may also be consulted on and obtained from the company's website (www.natra.es).

Up to seventh day prior to the scheduled date of Annual General Meeting, shareholders may formulate questions or request information and clarifications related to the items included on the agenda or the public information provided to the Spanish Stock Exchange Commission (CNMV) since the previous Annual General Meeting and about the auditor's report.

Similarly, and in order to comply with the article 539 of the Corporations Act, an electronic forum for shareholders will be activated in the company's website as of the publication of this call. The rules governing the functioning of the forum, as well as the form to be completed in order to participate in it, are available in the company's website.

The email account investors@natra.com and the telephone number 91 417 88 68 are available for the purposes of facilitating or clarifying any information relating to this Meeting.

RIGHT OF ATTENDANCE

Shareholders who have entered their shares in the corresponding accounts register and who are in possession of the corresponding attendance card at least five (5) days prior to the date of the Annual General Meeting may attend the same.

Shareholders with the right to attend the AGM may delegate their representation to another person. Such delegation must be reflected either in the card issued by the entity(ies) in which the shares are deposited or by means of another document issued specifically for this Meeting.

ABSENTEE VOTING

Shareholders may cast their votes on the proposals of the Annual General Meeting agenda by post. To do so, the shareholder must send the duly-signed attendance card and vote to the company for validation. To be valid, postal votes must be received by the company at least five days prior to the date established for the celebration of the first call of the Meeting. Shareholders casting absentee votes in the terms indicated in this article will be considered as present to the effects of the constitution of the Meeting. The shareholder's attendance in person will render null and void any absentee vote or delegated representation previously notified to the company.



NOTARIAL ATTENDANCE

Shareholders are informed that, in order to facilitate the preparation of the Meeting's minutes, the Board of Directors agreed to request the attendance of a notary to the Annual General Meeting and prepare the corresponding notarial minutes of the same, under the provisions of article 203 of the Corporations Act..

(1) NOTE: Shareholders are informed that the Annual General Meeting is expected to be held on SECOND CALL, on June 30, 2014.

In Quart de Poblet (Valencia), May 21, 2014
Secretary of the Board of Directors
Ignacio López-Balcells Romero”

Yours faithfully,

Ignacio López-Balcells Romero
Secretary of the Board of Directors
NATRA, S.A.