



AUTHORISATION OF THE TAKEOVER BID FOR NATRA, S.A. LAUNCHED BY WORLD CONFECTIONERY GROUP, S.À R.L. (INVESTINDUSTRIAL GROUP)

Wednesday, 12 June 2019

On 12 June 2019, the Board of the Spanish National Securities Market Commission (CNMV) adopted the following resolution:

“To authorise the voluntary takeover bid for the shares and convertible bonds of Natra, S.A. submitted by World Confectionery Group, S.à r.l. on 1 February 2019 and admitted for processing on 21 February 2019, as it considers that the terms of the offer comply with applicable regulations and that the content of the prospectus is sufficient following the latest information incorporated on 7 June 2019.

The bid is aimed at 100% of the share capital of Natra, S.A., represented by 152,555,280 shares, listed on the Madrid and Valencia Stock Exchanges and traded on the Automated Quotation System, and at 5,759 bonds convertible into Natra, S.A. shares, constituting all the convertible bonds outstanding, which are admitted to trading on the AIAF Market through the SEND platform.

The prices set by the offeror are 1 euro per share and 1,000 euros per convertible bond and are justified in the prospectus in accordance with the provisions on equitable price and the valuation criteria set forth in Articles 9 and 10 of Spanish Royal Decree 1066/2007, of July 27, on takeover bids.

The effectiveness of this offer is subject to certain conditions laid down in the explanatory prospectus.”

The CNMV shall make the period for acceptance of the bid public once the offeror publishes the announcements required under Article 22 of Spanish Royal Decree 1066/2007.

The above paragraphs are a translation of the original resolution in Spanish for information purposes only.