



## **Announcement of Settlement of Acquisition Offer**

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Amatheon Agri Holding N.V. (ISIN: NL0010273694), the Euronext listed agribusiness and farming group (“Amatheon Agri” or the “Company”) announces today the settlement of the Acquisition Offer of its debt-to-equity swap of the Amatheon Financing B.V. (“Amatheon Financing”) bonds.

Bondholders of the 2% EUR 125 million July 2019 bond (ISIN: DE000A1ZML05) (the “Bond”) agreed on 19 June 2019 in Berlin to convert all outstanding bonds into newly issued shares in Amatheon Agri. Shareholders of Amatheon Agri on 24 June 2019 agreed to effect the issuance of new shares in the Company's capital. On 19 August 2019 the Conversion Capital Increase in Kind was registered at the Netherlands Chamber of Commerce.

The Bond was divided into 1,250 notes with a nominal value of EUR 100,000.00 each (the “Notes”) with an aggregate nominal amount of EUR 93,200,000 outstanding. Each Bondholder is entitled with respect to each Note with the nominal amount of EUR 100,000 to acquire 527,704 newly issued shares in Amatheon Agri.

The Company's shareholders authorized its Management Board for a period of 18 months to resolve upon the issuance of up to 491,820,128 shares in the capital of the Company to the settlement agent in relation to the debt-to-equity swap and to determine the price and further terms and conditions of such issuance. Further, shareholders authorized the Management Board to resolve to limit or exclude pre-emptive rights in respect of any issuance of such shares.

The execution of the debt-to-equity swap shows confidence in the Company and eliminates all external debt held by Amatheon Agri and Amatheon Financing. After the capital increase, Amatheon Agri's issued share capital will be increased by EUR 49,182,012.80.

Carl Heinrich Bruhn, Amatheon Agri Founder and CEO, remarked, “Today is a momentous day for Amatheon Agri. The positive effect on the balance sheet will allow us close one chapter and focus our energies on investing in and production of high value crops as well as consumer goods. We look forward to the next phase and successes to come.”

Amatheon Agri has already had notable success in its farming and food strategy in Zambia, Zimbabwe and Uganda. These established businesses are a solid platform for further acquisitions and brownfield investments in Sub-Saharan Africa, and will bolster the Group's expansion into healthy foods, international markets and consumer goods.

Details of the Shareholders and Noteholders Meetings resolutions can be found on the Company's website <http://www.amatheon-agri.com/investor-relations>.

The Management Board  
Berlin, Germany, 23 August 2019

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For further information please see the Group's website [www.amatheon-agri.com](http://www.amatheon-agri.com).

All communications to the Group or the Management Board in connection with the foregoing must be addressed as follows:

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