



AMATHEON AGRICULTURE SHAREHOLDERS APPROVE DEBT TO EQUITY SWAP

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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 its shareholders have approved its debt-to-equity swap of 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 have today agreed to effect the issuance of new shares in the Company's capital.

The Bond is 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. At its first noteholders meeting on 19 June 2019 in Berlin (“Noteholders Meeting”), Bondholders agreed to transfer all outstanding Notes to a settlement agent which would contribute the Notes to Amatheon Agri as part of a capital increase against contribution in kind.

The Noteholder's Meeting resolved that 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.

Today, the Company's shareholders have 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 decision of the Company's shareholders paves the way for executing the debt-to-equity swap and eliminating 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, “We welcome today's decision of our shareholders to significantly increase the equity of Amatheon Agri. Together, we will use the restructured balance sheet to achieve our long-term vision for African agricultural investment. The Company can now pursue its production of high value crops and consumer goods with the financial security it needs.”

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, consumer goods, domestic, regional and international markets.

Details of the Shareholders and Noteholders Meetings resolutions can be found on the Company's website www.amatheon-agri.com.

The Management Board
Berlin, Germany, 24 June 2019



For further information please see the Group's website.

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

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