



NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA OR JAPAN OR ANY OTHER JURISDICTION IN WHICH OFFERS OR SALES OF SECURITIES WOULD BE PROHIBITED BY APPLICABLE LAW.

Announcement of EGM 10 November 2020 called by Amatheon Agri Holding N.V. seeking authorisation for the Management Board to issue new shares.

Amatheon Agri Holding N.V. (the “Company”), the Euronext listed agribusiness and farming group, announces that it has called an Extraordinary General Meeting of Shareholders (“EGM”) to take place on 10 November 2020 in Amsterdam.

It is proposed by the Management Board, with the approval of the Supervisory Board, to the General Meeting to authorise the Management Board and, for that purpose, designate the Management Board as the competent body, for a period of 40 months, to resolve to issue shares and/or grant rights to subscribe for shares up to the number of shares which the Company may issue under its authorized share capital as of the date of this EGM. The nominal value of the shares is EUR 0.10 cent each.

If this proposal is approved, the Management Board, with the approval of the Supervisory Board, will be authorized to resolve to issue shares and/or grant rights to subscribe for up to 400 million new ordinary shares in the capital of the Company.

“As Amatheon continues to grow and with many projects in the pipeline, the time is right for Amatheon to look to raise additional funds. Such funds will be key to this growth phase and bringing these projects to fruition. It is with this in mind that the Management Board seeks the approval of the shareholders to issue new shares in the capital of the company” remarked Mr Carl Heinrich Bruhn, CEO and founder of Amatheon

The Management Board
Berlin, Germany, 22 October 2020

*
* *

For further information please see the Group's website www.amatheon-agri.com.

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

Amatheon Agri Holding N.V.
Friedrichstrasse 95, 10117 Berlin, Germany
Tel: +49 30 53 000 90 04
Fax: +49 30 53 000 90 20
email: m.barron@amatheon-agri.com

This press release is an advertisement and not a prospectus and not an offer of securities for sale in any jurisdiction, including in or into the United States of America, Australia, Canada or Japan or any jurisdiction in which offers or sales of the securities would be prohibited by applicable law. Neither this press release nor anything contained herein shall form the basis of, or be relied upon in connection with, any offer or commitment whatsoever in any jurisdiction. No prospectus will be prepared in connection with the offering of the securities referred to herein. The securities referred to herein may not be offered to the public in any jurisdiction in circumstances which would require the issuer and its advisors or any of their respective affiliates, or any person acting on behalf of thereof, to prepare and register any prospectus or offering document relating to the securities referred to herein in such jurisdiction.

The securities referred to herein may not be offered or sold in the United States of America (as defined in Regulation S under the U.S. Securities Act of 1933, as amended (the "Securities Act")) absent registration under the Securities Act or another exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Subject to certain exceptions, the securities referred to herein may not be offered or sold in Australia, Canada or Japan or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada or Japan. The offer and sale of the securities referred to herein has not been and will not be registered under the Securities Act or under the applicable securities laws of Australia, Canada or Japan. There will be no public offer of the securities in the United States of America, Australia, Canada or Japan.

This press release does not constitute a recommendation concerning any offering of securities. Acquiring investments to which this press release relates may expose an investor to a significant risk of losing the entire amount invested. The value of securities can decrease as well as increase. Past performance is not a guide to future performance. Potential investors should consult a professional adviser as to the suitability of any offering for the individual concerned. No reliance may or should be placed by any person for any purposes whatsoever on the information contained in this press release or on its completeness, accuracy or fairness. The information in this press release is subject to change.

This press release may include statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will" or "should" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. Any forward-looking statements reflect the Group's current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Group's business, results of operations, financial position, liquidity, prospects, growth or strategies. Many factors could cause actual results to differ materially from those projected or implied in any forward-looking statements. Due to such uncertainties and risks, readers are cautioned not to place undue reliance on such forward-looking statements. Forward-looking statements speak only as of the date they are made. Each of the Group and its advisors and their respective affiliates expressly disclaims any obligation or undertaking to update, review or revise any forward-looking statement contained in this press release whether as a result of new information, future developments or otherwise.

The Group's advisors are acting exclusively for the Group and no-one else in connection with the offering of the securities referred to herein. They will not regard any other person as their respective clients in relation to such offering and will not be responsible to anyone other than the Group for providing the protections afforded to their respective clients, or for providing advice in relation to such securities, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

None of the Group's advisors or any of their respective directors, officers, employees, advisers or agents accepts any responsibility or liability whatsoever for or makes any representation or warranty,

express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Group, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.