

Mr. Iñigo de la Lastra  
Head of Secondary Markets  
Spanish Stock Exchange Commission  
Miguel Ángel, 11, 1st floor  
28010 Madrid

## RELEVANT FACT

Valencia (Spain) May 16, 2012

Dear Sir,

In accordance with Article 82 of Law 24/1988, 28th July, relative to the regulation of the stock market and related provisions, we hereby inform you that on May 14, 2012, it has been held the Board of Directors of Natraceutical, SA, approving the following announcement of the Shareholders General Meeting of the entity:

"By agreement of the company's Board of Directors, the shareholders in Natraceutical, S.A., are called to attend the company's General Shareholders Meeting, which is to be held, upon the first call, on 28 June 2012, at 16.00 or, when applicable, on the second call, on the following day at the same time, in Valencia, Hotel Valencia Palace, Paseo de la Alameda, number 32, to deal with the following

### Agenda

First.- Examination and approval of the financial statements and directors' report of the parent company and of the consolidated group for 2011, as well as the Board of Directors' conduct of business in that year.

Second.- Allocation of income/loss for the 2011 financial year.

Third.- Report and establishment of the Board of Directors' remuneration for 2012.

Fourth.- Authorization of the Board of Directors to carry out the derivative acquisition of treasury stock, either directly or via investee companies, with the limits and requirements established in the Public Limited Company Law, thus superseding the authorisation granted in the Meeting of 23 June 2011.

Fifth.- Resignation, cessation, re-election, ratification and/or appointment of Directors, following the establishment of the number of the same within the minimum and maximum limits provided by the Bylaws.

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Sixth.- Board empowerment of the directors to implement, notarise, register and execute the resolutions adopted by the General Shareholders' Meeting.

Seventh.- Requests and questions.

Eighth.- Reading and, when applicable, approval of the minutes of the General Shareholders Meeting via any of the legally established procedures.

Shareholders representing at least five percent of the company's capital may request the publication of a complement to the call for the General Shareholders Meetings, including one or more points in the Agenda. The exercise of this right must be made effective by means of a reliable notification – addressed to the Secretary of the Board of Directors – which must be received in 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 shareholder(s) responsible for the request, and is to be accompanied by the opportune documentation – a copy of the attendance card or authentication certificate – reflecting the condition of shareholder. The complement to the call for the General Shareholders Meeting will be published at least fifteen (15) days prior to the date indicated for the celebration of the General Shareholders Meeting (first call).

All shareholders who demonstrate their condition as such in accordance with Article 179 of the Public Limited Companies Law, and who hold 1,000 or more shares will have the right to attend the General Shareholders Meeting, in accordance with Article 18 of the Company Bylaws. In order to participate and vote in the General Shareholders Meeting, each shareholder's shares must be registered under the corresponding name at least five days prior to the date of the Shareholders Meeting.

Shareholders may delegate their representation at the General Shareholders Meeting to another person. Such delegation must be reflected either in the card issued by the company in which the shares are deposited or by means of another document issued specifically for this General Shareholders Meeting.

Under the terms of the mentioned Law, it is stated that all shareholders may, immediately and free of charge, examine at and obtain from the company's registered offices the documents to be subjected to approval and the accounts auditors' report, as well as request the delivery or dispatch of the same free of charge. Similarly, this information may be consulted on and obtained from the company's website ([www.natraceuticalgroup.com](http://www.natraceuticalgroup.com)).

Shareholders may, up until seventh day prior to the scheduled date of General Shareholder Meeting, formulate questions or request information and clarifications related to the items included in the agenda, as well as to submit agreement proposals for the same. The email account [info@natraceuticalgroup.com](mailto:info@natraceuticalgroup.com) ("General Shareholders Meeting" to be included in the subject) and the telephone number 935848185 are available for the purposes of facilitating or clarifying any information relating to this Meeting.

Similarly, under the applicable regulations an Electronic Shareholders Forum has been created for duly accredited shareholders and shareholder groups in the corporate website

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([www.natraceuticalgroup.com](http://www.natraceuticalgroup.com)), which is to be used in accordance with its legally-defined purpose and the guarantees and operational regulations established by the Company.

Notarial attendance: Shareholders are informed that, in order to facilitate the preparation of the Meeting's minutes, the Board of Directors has agreed to request that a Notary attend the General Shareholders Meeting and prepare the corresponding Notarial minutes of the same, under the provisions of article 203 of the Spanish Companies Law.

Valencia, 14 May 2012 -Secretary of the Board of Directors. Maria Jose Busutil Santos"

Yours faithfully,

M<sup>a</sup> José Busutil Santos  
Secretary of the Board of Directors  
Natraceutical, S.A.