



Mr. Iñigo de la Lastra
Head of Secondary Markets
CNMV
Edison, 4
28006 Madrid

Barcelona (Spain), December 1, 2014

RELEVANT FACT

Dear Sir,

On October 24, 2014, the extraordinary general shareholders' meeting of Natraceutical SA ("NATRACEUTICAL") and the sole shareholder of Laboratory Reig Jofre SA ("FORMER LRJ") approved the merger of both companies by the absorption of FORMER LRJ by NATRACEUTICAL (the "Merger"), subject to the sole shareholder of FORMER LRJ, ie Reig Jofre Investments SL ("RJI"), obtaining the exemption from the obligation to make a takeover bid to acquire all the shares of NATRACEUTICAL as a result of the Merger (the "TOB"), in accordance with Article 8 (g) Royal Decree 1066/2007 of July 27, on the regime of takeover bids on securities ("RD 1066/2007").

On October 29, 2014, in accordance with Article 43 of Law 3/2009 on structural modifications of commercial companies, NATRACEUTICAL and FORMER LRJ published the Merger announcement on the newspaper "La Razon" and on the Official Bulletin of the Commercial Registry (No. 207, page 12742), which was duly communicated to the market through the relevant fact number 213,351.

As a result of the Merger and in accordance with the approved exchange ratio, RJI shall receive 935,570,462 new shares of NATRACEUTICAL, thus becoming the owner of 74% of the share capital of NATRACEUTICAL after the Merger and surpassing the threshold of 30% of the voting rights provided for in Article 4 of RD 1066/2007. This circumstance would determine the obligation for RJI to make a mandatory takeover bid for all of the shares of NATRACEUTICAL, due to the nature of listed company of the latter.

In this regard and in accordance with Article 82 of Law 24/1988, July 28, relative to the regulation of the stock market and related provisions, RJI informs that today, once ended the period of opposition from creditors to the Merger laid down in Article 44 of the LME without any creditor of NATRACEUTICAL and/or FORMER LRJ having expressed their opposition, it has filed to the Spanish Stock Exchange Commission the request for the exemption of the compulsory formulation of a TOB provided for in Article 8 (g) of RD 1066/2007 grounded on the circumstances provided for on that article and which would not make the launch of a takeover bid enforceable, as:

- (i) Neither RJI, nor its partners, nor any entity within the group voted for the Merger agreement at the extraordinary general shareholders' meeting of NATRACEUTICAL held on October 24, 2014; and
- (ii) the Merger does not primarily target the takeover but an industrial and business objective which, in the opinion of RJI, is duly justified by the relevant third-party reports and information provided by RJI to the Spanish Stock Exchange Commission as part of the mentioned exemption request.

Yours faithfully,

Ignasi Biosca Reig
Reig Jofre Investments, S.L.
Consejero Delegado Mancumunado

Alejandro García Reig
Reig Jofre Investments, S.L.
Consejero Delegado Mancumunado