



**natraceutical  
group**

Mr. Rodrigo Buenaventura  
Head of Secondary Markets  
CNMV - Spanish Stock Exchange Comisión  
Miguel Ángel, 11, 1º  
28010 Madrid

*Ref: Closing of the deal with Naturex*

## **RELEVANT FACT**

Valencia (Spain), January 4th, 2010

Dear Sir,

Following to the Relevant Facts submitted to your attention on August 6th, October 1st and December 10th 2009, by means of which the Company informed about the agreement with the French corporation Naturex (quoted on the NYSE Euronext Paris) for the integration of Natraceutical's Ingredients Division into Naturex, in accordance with Article 82 of Law 24/1988, 28th July, relative to the regulation of the stock market, we inform you about the following facts:

- On December 30th 2009, Naturex's General Shareholders Meeting approved by a large majority the integration of Natraceutical's Ingredients Division into Naturex, this being the final step for the execution of the deal.
- By means of this transaction, Natraceutical becomes the main shareholder in Naturex, after receiving in exchange of their assets a number of 2,234,699 new Naturex shares, which represent 35.11% of the share capital. These shares have been admitted into negotiation on NYSE Euronext Paris as of today, January 4<sup>th</sup> 2010.
- Additionally, Natraceutical received € 28 million in cash. An additional payment in cash for an amount of maximum € 10 million is postponed after the two companies' audited closing of the year 2009.



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- After the execution of this transaction, and according to what it was stabilised in the binding agreement between the parties, Natraceutical sold 75,329 Naturex shares (representing 1.2% of the share capital) to SGD, investment company participated by Naturex current chairman. This transaction amounted to € 2 million.

After the closing of the deal with Natraceutical, Naturex becomes the number one independent company of natural specialty ingredients in the World, with production sites in Europe (Spain, France, Italy, United Kingdom and Switzerland), USA, Morocco, Australia and Brazil and own sales offices in Europe, USA and Asia.

Natraceutical, which will have two representatives in the Board of Directors of Naturex, is to focus in the future in the full development of their Nutritional Supplements Division in Europe, which the company markets exclusively in pharmacies under the brand name Forté Pharma.

Yours sincerely,

Mr. Fco. Xavier Adserà Gebellí  
Chairman of the Board of Directors  
NATRACEUTICAL, S.A.