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The Spanish Stock Exchange Commission waives the obligation of takeover bid in the merger between Natraceutical and Laboratorio Reig Jofre

Valencia / Barcelona (Spain), December, 16 2014. The Spanish Stock Exchange Commission (CNMV) waived today to Reig Jofre Investments SL, sole shareholder of Laboratorio Reig Jofre SA, the obligation to make a takeover bid for the entire share capital of Natraceutical SA as a result of the merger between Laboratorio Reig Jofre and Natraceutical, in accordance with Article 8.g) of Royal Decree 1066/2007 of 27 July, on the regime of public takeover bids.

This authorization was the last of the four conditions precedent pending for the merger to be fulfilled, as the companies had already obtained the favorable report of the independent expert on the valuation methods and the exchange ratio, as well as the notification about the concentration to the competition authorities and the approval of the merger by the respective shareholders' meetings.

After this milestone, the companies will initiate this week the registration process of the merger, expected to be effective, as scheduled, before the end of the year, as well as the verification of the registration document for the listing of the new shares issued as part of the merger.

It is worth recalling that with this merger, the combined company will be fully vertically integrated, with a clear strengthening in the areas of research and development, regulation, production and access to international markets. Also, sound operational and financial structures will certainly be a key driver for future growth. With combined sales of 149.7 million euros in 2013 and estimated growth above 5.5% for 2014, the merger will allow the new company to strengthen its market position by diversifying its product portfolio in the pharma segment (69% of 2013 pro-forma turnover), OTC (16%) and food supplements (15%), as well as its international presence, with sales outside Spain representing 64% of the pro-forma turnover distributed between France (17%), Germany (10%), United Kingdom (9%), Sweden (6%) and approximately 50 other countries on five continents (21%).

The merger between Natraceutical and Laboratorio Reig Jofre is articulated through the absorption of Laboratorio Reig Jofre by Natraceutical, which implies the extinction of Laboratorio Reig Jofre and block transfer of its assets to Natraceutical. 935,570,462 new shares of Natraceutical will be issued for this purpose, which will be delivered in full to Reig Jofre Investments, Reig Jofre sole shareholder and owner of 74% of the share capital of the company resulting from the merger. The total number of outstanding shares as of that moment will be 1,264,284,408.

As approved by Natraceutical's shareholders in the extraordinary meeting held on October 24, 2014, following the integration Natraceutical will change its name to Laboratorio Reig Jofre SA.



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About Laboratorio Reig Jofre

Founded in 1929 in Barcelona, Laboratorio Reig Jofre is one of the leading companies in the European pharmaceutical sector. Family owned, the company has a workforce of over 700 employees and an international positioning that has allowed strong growth in recent years.

With sales of 118.3 million euros in 2013 and specialized focus in dermatology, gynecology, respiratory, antibiotics and consumer healthcare, Laboratorio Reig Jofre's activity is divided into two main areas: development and manufacture of own products (66% of sales) and specialized manufacture for third parties (34%). In its core business, the company specializes in prescription and non-prescription pharmaceutical products, generic products based on specialized technologies, medical devices, food supplements and cosmetics, and it focuses innovation on new formulations and new clinical indications of known molecules in the therapeutic areas mentioned,, as well as new developments of innovative molecules in partnership with start-ups and research centers.

Laboratorio Reig Jofre has a network of medical, hospital and pharmaceutical visitors in Spain and the Nordic countries and a presence in 87 countries through more than 180 distributors. The company also has four development and production centers -in Spain and Sweden- and an international logistics center.

About Natraceutical

Natraceutical is a multinational of Spanish origin, which channels its industrial activity through Laboratoires Forté Pharma, specializing in food supplements sold exclusively in pharmacies and parapharmacies, mainly in Europe.

With a turnover of 31.4 million euros in 2013, Natraceutical is present in the categories of weight control, energy, health and beauty, marketed mainly in France (65% of sales) but it is also present directly or through distributors in 24 additional countries. Natraceutical trades on the Spanish stock exchange under the ticker NTC. Total outstanding shares:328,713,946.

Receive updated news about Natraceutical by registering at the company's **subscription center** in the corporate website: **www.natraceutical.com**

For more information

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