



## **Company announcement 14/2013**

**Allerød, 17 July 2013**

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### **Exercise in full of the over-allotment option in connection with the Initial Public Offering of Matas A/S. Total offering size increased to DKK 2,813 million**

Following Matas A/S' ("Matas" or the "Company") announcement of the pricing of the Initial Public Offering on 28 June 2013, Matas today announces that the Joint Global Coordinators (Morgan Stanley & Co. International plc and Nordea Markets (division of Nordea Bank Danmark A/S)), on behalf of the Managers, have exercised in full their over-allotment option, resulting in the purchase of 3,190,677 additional shares at the offer price of DKK 115 per share from Svenska M Holding 1 AB (ultimately owned by certain funds advised by affiliates and subsidiaries of CVC Capital Partners SICAV-FIS S.A., a private equity firm) and Materialisternes Invest ApS (ultimately owned by former Matas store owners and certain of their related parties). 2,221,479 of the additional shares have been purchased from Svenska M Holding 1 AB and 969,198 of the additional shares have been purchased from Materialisternes Invest ApS (Svenska M Holding 1 AB and Materialisternes Invest ApS are jointly referred to as the "Selling Shareholders").

As a result, the total number of shares offered in connection with the Offering amounts to 24,461,862 shares, thereby increasing the total offering size to DKK 2,813 million.

After the full exercise of the over-allotment option, the Selling Shareholders hold 15,858,554 Shares in aggregate, comprising 38.9% of the share capital of Matas, whereof Svenska M Holding 1 AB holds 27.1% and Materialisternes Invest ApS holds 11.8% of the share capital of Matas.

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## About Matas

Matas is the largest health and beauty retailer in Denmark. Since its incorporation in 1949 as an association of independently owned stores, the company has developed a strong reputation for professional advice and customer service excellence that it has leveraged to establish one of the best-known retail chains in Denmark. Matas offers a distinctive one-stop retail concept which serves a broad range of health, beauty, household and personal care needs. The company has more than 2,400 employees and in the financial year 2012/13, revenues amounted to DKK 3,200 million.

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In any Member State of the EEA other than Denmark that has implemented the Prospectus Directive, this announcement is only addressed to, and is only directed at, investors in that EEA member state who fulfil the criteria for exemption from the obligation to publish a prospectus, including qualified investors, within the meaning of the Prospectus Directive as implemented in each such EEA Member State.

This announcement is only directed at (i) persons who are outside the United Kingdom, (ii) to investment professionals falling within Article 19(5) of the U.K. Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order") or (iii) high net worth entities falling within Article 49(2)(a) to (d) of the Order (the persons described in (i) through (iii) above together being referred to as "relevant persons"). The securities are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this announcement or any of its contents.

## Stabilisation/FCA

The Joint Global Coordinators and Joint Bookrunners and the Co-lead Managers and their affiliates are acting exclusively for Matas A/S and the selling shareholders and no-one else in connection with the IPO. They will not regard any other person as their respective client in relation to the IPO and will not be responsible to anyone other than Matas A/S and the selling shareholders for providing the protections afforded to their respective clients, nor for providing advice in relation to the IPO, the contents of this communication or any transaction, arrangement or other matter referred to herein.

In connection with the IPO, the Joint Global Coordinators and Joint Bookrunners and the Co-lead Managers and any of their affiliates, acting as investors for their own accounts, may purchase Shares and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own accounts in such Shares and other securities of Matas A/S or related investments in connection with the IPO or otherwise. Accordingly, references in the Offering Circular to the Shares being offered, acquired, placed or otherwise dealt in should be read as including any offer to, acquisition, placing or dealing by, such Joint Global Coordinators and Joint Bookrunners and the Co-lead Managers and any of their affiliates acting as investors for their own accounts. The Joint Global Coordinators and Joint Bookrunners and the Co-lead Managers do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

Matters discussed in this communication may constitute forward-looking statements. Forward-looking statements are statements (other than statements of historical fact) relating to future events and anticipated or planned financial and operational performance and can be identified by words such as "targets", "believes", "expects", "aims", "intends", "plans", "seeks", "will", "may", "might", "anticipates", "would", "could", "should", "continues", "estimate" or similar expressions. The forward-looking statements in this communication are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although Matas A/S believes that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks,

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The information, opinions and forward-looking statements contained in this announcement speak only as at its date, and are subject to change without notice.