



AMORIM

Corticeira Amorim, SGPS, S.A.
Public Company
Edifício Amorim I
Rua de Meladas, nr 380
4536-902 Mozelos VFR
Portugal

Share Capital: € 133,000,000.00
A company incorporated in Santa
Maria da Feira - Portugal
Registration and Corporate Tax ID: PT
500 077 797
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Investor Relations Officer
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Disclosure of Material Information

Mozelos, Portugal, June 5, 2019 - According to the terms of article 248-A, paragraph 1 of the Securities Market Code (Código dos Valores Mobiliários), CORTICEIRA AMORIM, S.G.P.S., S.A. hereby informs that, by written communication dated of 4 June 2019, received in the same day, it was notified by:

“Investmark Holdings, B.V., a Dutch company, with registered offices at Herikerbergweg 238, Luna Arena, 1101 CM Amsterdam, Netherlands (“Offeror”) informs that it has successfully concluded the sale of 4,600,000 shares representing 3.46% of the share capital of Corticeira Amorim, SGPS, S.A. (“Corticeira Amorim”) in execution of the Private Offer announced on 4 June 2019.

The total consideration of the Offer amounts to 43,700,000 Euros, corresponding to a price of 9.50 Euros per share.

The Offer’s settlement shall occur on 7 June 2019, with the delivery of the shares and the payment of the price (or the transfer of the shares in the stock market).

JB Capital Markets, S.V., S.A.U., with registered offices at Plaza Manuel Gómez Moreno, 2, 28020, Madrid, Spain, was appointed by the Offeror to act as “Sole Bookrunner”.

After the settlement of the Offer, Investmark Holdings, B.V. shall hold shares representing 10.32% of the share capital of Corticeira Amorim.

As previously announced, the Offeror assumed a lock-up obligation in relation to transactions on shares of Corticeira Amorim held, directly or indirectly, by the Offeror which are potentially not sold within the scope of the Offer. This obligation is in force since 28 May 2019 (date of execution of the mandate agreement between the Offeror and the Sole Bookrunner) and will cease 90 (ninety) days following 4 June 2019 (date of the sell order of the shares to be sold in the context of the Offer).

The Offer and corresponding sale of shares was exclusively addressed and sold to professional investors outside of the United States of America under Regulation S of the United States Securities Act of 1933, as amended (the “Securities Act”) and within the United States of America only to qualified institutional buyers, as defined in the Securities Act, in a transaction exempt from registration under the Securities Act, through a process of Non-Secured Exclusive Accelerated Bookbuilding, subject to demand, price and market conditions.



This communication is only for informative purposes and does not constitute a recommendation or an invitation to buy or sell Corticeira Amorim's shares.

By Investmark Holdings, B.V.

Name: Marta Amorim

Capacity: Director

IMPORTANT NOTICE

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THIS DOCUMENT IS ONLY ADDRESSED TO AND DIRECTED AT PERSONS IN MEMBER STATES OF THE EUROPEAN ECONOMIC AREA WHO ARE "QUALIFIED INVESTORS" WITHIN THE MEANING OF ARTICLE 2(1)(E) OF DIRECTIVE 2003/71/EC (THE PROSPECTUS DIRECTIVE) INCLUDING DIRECTIVE 2010/73/CE, TO THE EXTENT ALREADY IMPLEMENTED IN THE RELEVANT MEMBER STATE, TOGETHER WITH ANY ACTS, DIPLOMAS, RULES OR OTHER IMPLEMENTING DOCUMENTS IN ANY MEMBER STATE. IN ADDITION, IN THE UNITED KINGDOM THIS ANNOUNCEMENT IS ONLY BEING DIRECTED AT QUALIFIED INVESTORS WHO ARE (I) INVESTMENT PROFESSIONALS, WITHIN THE TERMS OF ARTICLE 19(5) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005 (THE "ORDER") OR (II)



HIGH NET WORTH ENTITIES, AND OTHER PERSONS TO WHOM IT MAY LAWFULLY COMMUNICATED IN ACCORDANCE WITH ARTICLE 49(2) OF THE ORDER. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS ANNOUNCEMENT RELATES WILL ONLY BE AVAILABLE AND POTENTIALLY AGREED, IN THE UNITED KINGDOM, WITH INVESTMENT PROFESSIONALS OR ENTITIES OR PERSONS COVERED BY ABOVE REFERRED ARTICLES OF THE ORDER AND, IN THE REMAINING MEMBER STATES OF THE EUROPEAN ECONOMIC AREA, TO QUALIFIED INVESTORS. ALL OTHER PERSONS SHOULD DISREGARD AND NOT RELY ON THIS ANNOUNCEMENT OR ANY OF ITS CONTENTS.

THE SOLE BOOKRUNNERS IS ACTING EXCLUSIVELY, WITH RESPECT TO THE OFFER, FOR INVESTMARK HOLDINGS, B.V. AND WILL NOT BE RESPONSIBLE FOR PROVIDING ASSISTANCE OR ADVICE TO ANY OTHER PERSON OR ENTITY AND WILL ALSO NOT BE RESPONSIBLE BEFORE ANY OTHER PERSON OR ENTITY FOR PROTECTING THEIR RELEVANT INTERESTS.

THE SOLE BOOKRUNNERS MAY PARTICIPATE IN THE OFFERING ON A PROPRIETARY BASIS. THE OFFER HAS NOT BEEN AND WILL NOT BE SUBMITTED TO THE APPROVAL OF COMISSÃO DO MERCADO DE VALORES MOBILIÁRIOS (CMVM) PURSUANT TO THE APPLICABLE LAWS AND REGULATIONS AND, THEREFORE, THE SHARES MAY NOT BE OFFERED, SOLD OR DISTRIBUTED TO THE PUBLIC IN THE REPUBLIC OF PORTUGAL OTHER THAN TO PROFESSIONAL INVESTORS, AS DEFINED PURSUANT TO ARTICLE 30 OF DECREE-LAW NUMBER 486/99, OF 13 NOVEMBER, AS AMENDED (THE "PORTUGUESE SECURITIES CODE") OR OTHERWISE OFFERED, SOLD OR DISTRIBUTED IN A WAY THAT WOULD TRIGGER THE QUALIFICATION OF THE OFFERING AS A PUBLIC OFFER UNDER THE PORTUGUESE SECURITIES CODE."

The Board of Directors of CORTICEIRA AMORIM, S.G.P.S., S.A.