

NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA OR CANADA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION WHERE SUCH DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL. NEITHER THESE MATERIALS NOR THE INFORMATION CONTAINED HEREIN CONSTITUTE AN OFFER FOR SALE OF ANY SECURITY.



Medartis Holding AG
Hochbergerstrasse 60E
CH-4057 Basel

PRESS RELEASE

Medartis launches IPO on the SIX Swiss Exchange and sets price range

Basel, Switzerland, 12 March 2018 – **Medartis Holding AG, a leading manufacturer and provider specialized in medical devices for internal surgical bone fixation founded in 1997 by Dr. h.c. Thomas Straumann, today announces the launch of its initial public offering (IPO) on the SIX Swiss Exchange with the publication of the Offering Memorandum and the start of the book-building process.**

- Medartis sets the price range for its IPO, consisting of up to **2,840,908** newly issued shares, at **CHF 44 to CHF 54** per offered share
- Gross proceeds from the offering of approximately **CHF 123.7 million** (approximately **CHF 142.5 million** including 15% over-allotment shares) intended to be used to finance the company's strategic growth initiatives
- Offer period commences today, 12 March 2018, and is anticipated to conclude at 12.00h CET, 21 March 2018, for retail and private banking investors, and 13.00h CET for institutional investors, respectively
- Listing and commencement of trading on SIX Swiss Exchange anticipated on or around 23 March 2018
- **PRESS CONFERENCE WITH THOMAS STRAUMANN, WILLI MIESCH AND DOMINIQUE LEUTWYLER TAKES PLACE TODAY AT 10.00H CET AT METROPOL, FRAUMÜNSTERSTRASSE 12, 8001 ZURICH**

Thomas Straumann, founder and Chairman of Medartis: "With the funds we expect to raise from the IPO, we will be able to position the company to take advantage of the numerous growth opportunities we see ahead of us. I am extremely proud of our employees, whose steadfast commitment to our customers over the last 20 years has helped build Medartis into the company it is today and one that is ready for public market ownership."

NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA OR CANADA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION WHERE SUCH DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL. NEITHER THESE MATERIALS NOR THE INFORMATION CONTAINED HEREIN CONSTITUTE AN OFFER FOR SALE OF ANY SECURITY.

Offer structure and use of proceeds

The base offering of the intended IPO consists of up to 2,840,908 newly issued registered shares of Medartis. Simultaneously, the company will issue up to an additional 426,136 new registered shares (equivalent to 15% of the base offering) to cover any over-allotments made in connection with the IPO. The IPO will comprise a dedicated employee tranche for up to 5% of the base offering, granting qualified employees the right to purchase and be allocated shares at a 20% discount to the final IPO price.

Medartis expects to raise gross proceeds of approximately CHF 123.7 million from the IPO, or approximately CHF 142.5 million in gross proceeds including the over-allotment shares. The final offer price will be determined on the basis of the book-building process, which will be launched today by the Joint Global Coordinators. Proceeds from the IPO will be used to fund further expansion of the company's international commercialization efforts, fund further development of the product portfolio, fund potential acquisitions and be used for other general corporate purposes. In addition to providing financing, the company believes the IPO will further raise the profile of Medartis globally.

Shareholder structure, free float

None of the current shareholders are selling any shares in the IPO. Following its completion, Medartis founder and Chairman Thomas Straumann will remain the main shareholder with a stake, depending on the final offer price and the number of shares issued, in the range of 46.4% to 50.1%, while Vice-Chairman Dominik Ellenrieder (via NexMed) is expected to hold 7.6% to 8.2%, and co-founder and CEO Willi Miesch 5.8% to 6.3%.

In parallel to the IPO, Medartis will issue, depending on the final offer price, between 1,285,402 and 1,577,539 new shares from existing conditional capital to Endeavour Medtech Growth LP, Schroder & Co Bank AG and the bank Landolt & Cie SA at 85% of the final offer price, as a result of the automatic conversion of loans¹. At the company's Annual General Meeting held on 19 February 2018, Damien Tappy, President and Managing Partner of Endeavour Vision SA, was elected a new member of Medartis' Board of Directors.

The company, all existing shareholders, the holders of shares that will result from the loan conversion as well as participating employees have agreed to a 12-month lock-up on their holdings.

Upon issuance of all shares offered in the IPO, including the over-allotment shares, the free float is anticipated to amount up to 25.8%. This free float calculation excludes shares that are subject to the 12-month lock-up.

Thomas Straumann: "I am convinced that Medartis has a strong future ahead, and I look forward to welcoming all our new shareholders into the share capital of Medartis. With the election of Damien Tappy to our Board of Directors, we will benefit from his unique mix of medtech expertise, investor experience and entrepreneurial spirit."

¹ As per agreements entered into in December 2017; based on loans originally extended to Medartis by existing shareholders.

NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA OR CANADA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION WHERE SUCH DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL. NEITHER THESE MATERIALS NOR THE INFORMATION CONTAINED HEREIN CONSTITUTE AN OFFER FOR SALE OF ANY SECURITY.

Transaction advisors and underwriters

Underwriters for the IPO are Zürcher Kantonalbank and Bryan, Garnier & Co, who are acting as Joint Global Coordinators and Joint Bookrunners, as well as Kepler Cheuvreux, who is acting as Co-Manager. Quarton International is acting as financial advisor to the company.

Key IPO data and indicative IPO timetable

Key Data	
Listing	SIX Swiss Exchange (International Reporting Standard)
Ticker	MED
Swiss security number	38 620 023
ISIN	CH0386200239
Nominal value	CHF 0.20 per share
Price range	CHF 44 to CHF 54 per share
Base deal size	Up to 2,840,908 new shares
Over-allotment	Up to 426,136 new shares
Total number of registered shares post-IPO	Up to 12,134,068 total outstanding shares
Indicative IPO Schedule	
Publication of Offering Memorandum	12 March 2018
Commencement of book-building	12 March 2018
Closure of book-building	12.00h (noon) CET 21 March 2018 for retail and private banking orders and at 13.00h CET for institutional investors, respectively
Publication of final offer price	On or around 22 March 2018
Listing and first day of trading	On or around 23 March 2018
Book-entry of offered shares against payment of the offer price	On or around 27 March 2018

Any investment decision must be based on the Offering Memorandum, which can be downloaded on www.medartis.com.

Press conference

Medartis will today, 12 March 2018, 10.00h CET, hold a press conference on the IPO launch with Thomas Straumann, Chairman of the Board of Directors, Willi Miesch, Chief Executive Officer, and Dominique Leutwyler, Chief Financial Officer, at the Metropol, Fraumünsterstrasse 12, 8001 Zurich.

Inquiries

Patrick Christ
Medartis Holding AG
Head Corporate Services
Phone: +41 61 633 34 70
patrick.christ@medartis.com

Karin Rhomberg
Lemongrass Communications AG
Partner
Phone: +41 44 202 52 65
karin.rhomberg@lemongrass.agency

NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA OR CANADA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION WHERE SUCH DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL. NEITHER THESE MATERIALS NOR THE INFORMATION CONTAINED HEREIN CONSTITUTE AN OFFER FOR SALE OF ANY SECURITY.

About Medartis

Founded in 1997 and headquartered in Basel, Switzerland, Medartis is one of the world's leading manufacturers and providers of medical devices for surgical fixation of bone fractures and osteotomies for the craniofacial region as well as for upper and lower extremities. Medartis employs over 480 individuals across its 11 locations, and Medartis products are sold in 44 countries globally. For patients' welfare, Medartis is committed to providing surgeons and operating theatre personnel with the most innovative titanium implants and instruments as well as best in class services that represent advances in osteosynthesis. For more information, please visit www.medartis.com.

Disclaimer

This announcement is not an offer to sell or a solicitation of any offer to buy any securities issued by Medartis Holding AG (the "Company") in any jurisdiction where such offer or sale would be unlawful, and the announcement and the information contained herein are not for distribution or release, directly or indirectly, in or into such jurisdictions.

This announcement and the information contained herein are not for distribution in or into the United States of America (including its territories and possessions, any state of the United States of America and the District of Columbia) (the "United States"). This document does not constitute, or form part of, an offer to sell, or a solicitation of an offer to purchase, any securities of the Company in the United States. The securities of the Company have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold within the United States absent registration or an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There is no intention to register any securities referred to herein in the United States or to make a public offering of the securities in the United States. Any securities sold in the United States will be sold only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) in reliance on an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.

This announcement is not an issuance or listing prospectus or a similar document in the sense of article 652a, article 752 and/or article 1156 of the Swiss Code of Obligations or articles 27 et seq. of the Listing Rules of the SIX Swiss Exchange and was not reviewed by any competent authority. Any offer of securities of the Company will be made solely by means of, and on the basis of, an offering memorandum that will contain detailed information about the Company and its management as well as risk factors and financial statements. Any person considering the purchase of any securities of the Company must inform itself independently based solely on such offering memorandum (including any supplement thereto).

In any member state of the European Economic Area ("EEA Member State"), this announcement is only addressed to and is only directed at persons in that EEA Member State who are "qualified investors" within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC) ("Qualified Investors").

In addition, in the United Kingdom, this announcement is being distributed only to, and is directed only at, Qualified Investors (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended and Qualified Investors falling within Article 49(2)(a) to (d) of such Order, and (ii) to whom it may otherwise lawfully be communicated (all such persons 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 document or any of its contents.

NOT FOR PUBLICATION, DISTRIBUTION OR RELEASE IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA OR CANADA, AUSTRALIA, JAPAN OR ANY OTHER JURISDICTION WHERE SUCH DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL. NEITHER THESE MATERIALS NOR THE INFORMATION CONTAINED HEREIN CONSTITUTE AN OFFER FOR SALE OF ANY SECURITY.

Zürcher Kantonalbank and Bryan Garnier & Co (each a “Manager”, together the “Managers”) and their affiliates are acting exclusively for the Company and no one else in connection with the potential offering. They will not regard any other person as their respective clients in relation to the potential offering and will not be responsible to anyone other than the Company and for providing the protections afforded to their respective clients, nor for providing advice in relation to the offering, the contents of this announcement or any transaction, arrangement or other matter referred to herein.

In connection with the offering, the Managers and any of their affiliates, acting as investors for their own accounts, may subscribe for or 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 the Company or related investments in connection with the offering or otherwise. Accordingly, references in the Prospectus, to the shares being issued, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, such Managers and any of their affiliates acting as investors for their own accounts. The 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. Zürcher Kantonalbank will not act as Manager in connection with any placements within the United States.

Matters discussed in this announcement may constitute forward-looking statements. Forward-looking statements are statements that are not historical facts and that can be identified by words such as “believe”, “expect”, “anticipate”, “intends”, “estimate”, “will”, “may”, “continue”, “should”, and similar expressions. The forward-looking statements in this announcement are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believes that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict and are beyond its control. Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this release by such forward-looking statements. The information, opinions and forward-looking statements contained in this announcement speak only as at its date, and are subject to change without notice.