



**PRESS RELEASE**  
**Regulated information – Inside information**

23 October 2020

**AEDIFICA**

Public limited liability company  
Public regulated real estate company under Belgian law  
Office: Rue Belliard 40 (box 11), 1040 Brussels  
Enterprise number: 0877.248.501 (RLE Brussels, French division)  
(the 'Company')

**Public offering in Belgium of maximum 5,499,373 New Shares within the framework of a capital increase in cash within the authorised capital with Priority Allocation Rights in an amount of maximum EUR 459,197,645.50**

**83.65% of the New Shares subscribed for after the Subscription Period with Priority Allocation Rights**

**Start of Private Placement of Scrips in the EEA, the United Kingdom and Switzerland on 23 October 2020 – Suspension of trading until publication of results of the Offering<sup>1</sup>**

During the Subscription Period with Priority Allocation Rights, which closed on 22 October 2020 (16:00 CEST), 4,600,021 New Shares, or 83.65% of the maximum number of New Shares offered for subscription, have been subscribed for.

The 4,496,764 Priority Allocation Rights, represented by coupon No. 25, (i) that have not been exercised during the Subscription Period and (ii) attached to registered Existing Shares that have been exercised but for which the Issue Price was not timely and/or correctly paid (and are therefore qualified as non-exercised Priority Allocation Rights), will automatically be converted into an equal number of Scrips. These Scrips will be offered for sale by the Joint Bookrunners to Belgian and international investors through an exempt private placement in the form of an 'accelerated bookbuilding' (an accelerated private placement with composition of an order book) executed in the European Economic Area, the United Kingdom and Switzerland in accordance with Regulation S of the US Securities Act (the 'Private Placement of Scrips'). The private placement of Scrips will take place as from the publication of this press release. Buyers of Scrips will be required to subscribe for the New Shares still available for subscription at the same price and at the same Subscription Ratio as was applicable to the subscription

<sup>1</sup> Unless specified otherwise in this press release, the capitalised terms in this press release have the meaning as defined in the Prospectus prepared in the context of the Offering.



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through the exercise of Priority Allocation Rights, i.e., 1 New Share (at EUR 83.50 per New Share) for 5 Priority Allocation Rights in the form of Scrips.

The net proceeds of the sale of these Scrips (after deduction of the costs, expenses and charges of all kinds incurred by the Company (the 'Excess Amount')) will be divided proportionally among all holders of Priority Allocation Rights (i) that were not exercised during the Subscription Period and (ii) attached to registered Existing Shares that were exercised during the Subscription Period but for which the Issue Price was not timely and/or correctly paid, upon presentation of coupon No. 25, as from 30 October 2020. If the Excess Amount divided by the total number of unexercised (or qualified as such) Priority Allocation Rights is less than EUR 0.01, the holders of coupon no. 25 will not be entitled to receive any payment, and the Excess Amount will be transferred, and accrue, to the Company.

The results of the subscriptions for New Shares resulting from the exercise of the Scrips and the Excess Amount due to the holders of unexecuted Priority Allocation Rights, will be published in a press release on the Company's website, in principle, on 23 October 2020.

The payment and delivery of the New Shares shall be carried out with a value date as per 27 October 2020. The New Shares will in principle be tradable on the regulated markets of Euronext Brussels and Euronext Amsterdam as from the same date.

The trading of the shares of the Company on the regulated markets of Euronext Brussels and Euronext Amsterdam was, at the Company's request, suspended as from the opening of the markets on 23 October 2020 until the publication of the press release relating to the results of the Offering (after completion of the Private Placement of Scrips).

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BNP Paribas Fortis, ING Belgium and J.P. Morgan Securities will act as Joint Global Coordinators and Joint Bookrunners; Belfius Bank, KBC Securities, Kempen & Co and Société Générale will act as Joint Bookrunners; and ABN AMRO and Bank Degroof Petercam will act as Co-Lead Managers, in this transaction.



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### **About Aedifica**

Aedifica is a Regulated Real Estate Company under Belgian law specialised in European healthcare real estate, particularly in senior housing. Aedifica has developed a portfolio of more than 450 sites in Belgium, Germany, the Netherlands, the United Kingdom, Finland and Sweden, worth approximately €3.5 billion.

Aedifica is listed on Euronext Brussels (2006) and Euronext Amsterdam (2019) and is identified by the following ticker symbols: AED; AED:BB (Bloomberg); AOO.BR (Reuters).

Since March 2020, Aedifica is part of the BEL 20, the leading share index of Euronext Brussels. Aedifica's market capitalisation was approx. €2.9 billion as of 22 October 2020.

Aedifica is included in the EPRA and Stoxx Europe 600 indices.

### **For all additional information**

**Stefaan Gielens** mrics  
*Chief Executive Officer*

T +32 2 626 07 72  
stefaan.gielens@aedifica.eu

**Ingrid Daerden**  
*Chief Financial Officer*

T +32 494 573 115  
ingrid.daerden@aedifica.eu

**Bob Boeckx**  
*Copywriter financial communication*

T +32 496 279 979  
bob.boeckx@aedifica.eu

**Discover Aedifica's Sustainability Report**

**[www.aedifica.eu](http://www.aedifica.eu)**





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**IMPORTANT INFORMATION**

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An investment in shares entails significant risks. Relevant investors are encouraged to read the Prospectus that is made available on the website of Aedifica NV/SA ([aedifica.eu/investors/capital-increases](https://aedifica.eu/investors/capital-increases)).

This document is not a prospectus and investors should not subscribe for or purchase any shares referred to herein except on the basis of the information contained in the Prospectus. Potential investors must read the Prospectus before making an investment decision in order to fully understand the potential risks and rewards associated with the decision to invest in the securities. The approval of the Prospectus should not be understood as an endorsement of the securities offered or admitted to trading on a regulated market.