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## Pressemitteilung

# Basilea gibt einen Wandelpreis von CHF 62.50 für ihre Neue Anleihe und die Annahme angedienter Wandelobligationen mit einem Gesamtnennbetrag von rund CHF 47 Millionen bekannt

**Basel, Schweiz, 21. Juli 2020**

Basilea Pharmaceutica AG („Basilea“ oder die „Gesellschaft“) gibt bekannt, dass die Joint Global Coordinators die Platzierung (die „Delta-Platzierung“) von Basilea-Aktien („Aktien“) im Namen der Investoren ihrer vorrangigen ungesicherten Wandelanleihe von rund CHF 97 Millionen mit Fälligkeit 2027 (die „Neue Anleihe“) zur Absicherung des Marktrisikos ihrer Position erfolgreich abgeschlossen haben.

Die Delta-Platzierung folgte auf das Ende der Angebotsfrist am 16. Juli 2020 des partiellen Rückkaufangebots der ausstehenden Wandelanleihe der Gesellschaft mit Fälligkeit 2022 (ISIN: CH0305398148; SSN: 30'539'814) (das „Rückkaufangebot“). Die erste Ergebnispublikation bezüglich des Rückkaufangebots wurde am 17. Juli 2020 veröffentlicht.

Die Delta-Platzierung führte zu einem Referenzpreis für die Neue Anleihe von CHF 50 und damit zu einem Wandelpreis für die Neue Anleihe von CHF 62.50. Damit sind die Bedingungen erfüllt, dass (i) der Wandelpreis der Neuen Anleihe mindestens dem im Rückkaufsinserat festgelegten Mindestwandelpreis entspricht (*Mindestwandelpreis*) und dass (ii) die Delta-Platzierung zu einem Referenzpreis führt, d.h. zu dem Preis, zu dem die Wandelprämie hinzugerechnet wird, um den Wandelpreis zu erhalten, wie im Rückkaufsinserat festgelegt (*Delta-Platzierung ergibt Referenzpreis*). Daher sind die Ergebnisse des Rückkaufangebots wie folgt (Zweite Ergebnispublikation):

Anzahl angedienter und akzeptierter Wandelobligationen mit einem Nennwert von je CHF 5'000	9'417
Gesamtnennwert angedienter und akzeptierter Wandelobligationen	CHF 47'085'000

Infolgedessen wurden alle Bedingungen des Rückkaufangebots gemäss Rückkaufsinserat vom 25. Juni 2020 entweder erfüllt oder es wurde auf sie verzichtet. Ebenso wurden alle Bedingungen der Emission der Neuen Anleihe erfüllt oder es wurde auf sie verzichtet. Dementsprechend beläuft sich das Emissionsvolumen der Neuen Anleihe auf CHF 97'085'000.

Die Gesellschaft geht davon aus, dass die Abwicklung des Rückkaufangebots und die Ausgabe der Neuen Anleihe am 28. Juli 2020 abgeschlossen sein wird.

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## Über Basilea

Basilea Pharmaceutica AG ist ein biopharmazeutisches Unternehmen mit vermarkteten Produkten, das sich auf die Entwicklung von Medikamenten zur Lösung der medizinischen Herausforderungen in den Therapiebereichen Onkologie und Infektionskrankheiten fokussiert. Basilea hat zwei vermarktete Produkte im Portfolio und erforscht, entwickelt und vermarktet innovative Medikamente für Patienten, die an schweren und lebensbedrohlichen Krankheiten leiden. Basilea Pharmaceutica AG hat ihren Hauptsitz in Basel, Schweiz, und ist an der Schweizer Börse SIX Swiss Exchange kotiert (SIX: BSLN). Für weitere Informationen besuchen Sie bitte die Unternehmens-Website [www.basilea.com](http://www.basilea.com).

## Disclaimer

This announcement regarding the Repurchase Offer does not constitute an offer or an invitation to participate in the Repurchase Offer or the Offering in any jurisdiction in which, or to any person to or from which, it is unlawful to make such invitation or for there to be such participation under applicable securities laws. The distribution of this press release in certain jurisdictions may be restricted by law. Persons into whose possession this press release comes are required to inform themselves about, and to observe, any such restrictions.

No action has been or will be taken in any jurisdiction in relation to the Repurchase Offer that would permit a public offering of securities in any such jurisdiction.

## United States

The Repurchase Offer is not being made, and will not be made, directly or indirectly, in or into, or by use of the mail of, or by any means or instrumentality of interstate commerce of or of any facilities of a national securities exchange of, the United States or to or for the account or benefit of, U.S. persons as defined in Regulation S of the Securities Act (each a "U.S. person"). This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone and the internet and other forms of electronic communication. The Bonds may not be tendered for purchase pursuant to the Repurchase Offer by any such use, means, instrumentality or facility from or within the United States or by any persons located or resident in the United States as defined in Regulation S of the U.S. Securities Act of 1933, as amended (the "Securities Act") or to U.S. persons. Accordingly, copies of the Repurchase Offer Notice and any other documents or materials relating to the Repurchase Offer are not being, and must not be, directly or indirectly, mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to persons located or resident in the United States or to U.S. persons. Any purported offers to tender Bonds pursuant to the Repurchase Offer resulting, directly or indirectly, from a violation of these restrictions will be invalid, and any purported tender of Bonds made by a U.S. person, a person located or resident in the United States or from within the United States or from any agent, fiduciary or other intermediary acting on a

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non-discretionary basis for a principal giving instructions from within the United States or any U.S. person will not be accepted.

Each Bondholder participating in the Repurchase Offer will represent to the Offeror, the Joint Dealer Managers and the Tender Agent that it is not located or resident in the United States and is not a U.S. person and is not giving an order to participate in the Repurchase Offer from within the United States or on behalf of a U.S. person.

#### United Kingdom

The communication of the Repurchase Offer Notice and any other documents or materials relating to the Repurchase Offer is not being made and such documents and/or materials have not been approved by an authorised person for the purposes of section 21 of the Financial Services and Markets Act 2000, as amended. Accordingly, such documents and/or materials are not being distributed to, are not directed at and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials as a financial promotion is only being made to persons within the United Kingdom falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order")) or falling within Article 43(2) of the Order, or to other persons to whom it may lawfully be communicated (together "relevant persons"). The investment activity to which this document relates will only be engaged in with relevant persons and persons who are not relevant persons should not rely on it.

#### European Economic Area

In any Member State of the European Economic Area (the "EEA") or in the United Kingdom (each, a "Relevant State"), the Repurchase Offer is only addressed to, and is only directed at, qualified investors in that Relevant State within the meaning of Regulation (EU) 2017/1129 (the "Prospectus Regulation"). Each person in a Relevant State who receives any communication in respect of the Repurchase Offer contemplated in the Repurchase Offer Notice will be deemed to have represented, warranted and agreed to and with the Joint Dealer Managers, the Tender Agent and the Company that it is a qualified investor within the meaning of the Prospectus Regulation. The Bonds have not been admitted to trading on a regulated market in the European Economic Area or in the United Kingdom.

#### Switzerland and General

This document and the Repurchase Offer Notice neither constitute a prospectus within the meaning of Articles 652a and 1156 of the Swiss Code of Obligations (as in effect immediately prior to the entry into force of the FinSA) nor a prospectus within the meaning of the listing rules

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of the SIX Swiss Exchange, a prospectus within the meaning of the FinSA or under any other  
applicable laws.

Für weitere Informationen kontaktieren Sie bitte:

**Peer Nils Schröder, PhD**

Head of Corporate Communications & Investor Relations

Telefon                    +41 61 606 1102

E-Mail                    [media\\_relations@basilea.com](mailto:media_relations@basilea.com)  
                              [investor\\_relations@basilea.com](mailto:investor_relations@basilea.com)

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