



## Announcement of the Settlement

of the public tender offer by

**CSL Behring AG, Berne, Switzerland**

for all publicly held registered shares with a nominal value of CHF 0.01 each of

**Vifor Pharma Ltd., St. Gallen, Switzerland**

On January 18, 2022, CSL Behring AG (the **Offeror**) published the offer prospectus (the **Offer Prospectus**) for its public tender offer according to articles 125 *et seq.* FMIA (the **Offer**) for all publicly held registered shares of Vifor Pharma Ltd. (**Vifor**) with a nominal value of CHF 0.01 each (each a **Vifor Share**). The offer price for each Vifor Share is USD 179.25 in cash, less the gross amount of any dilutive effects in respect of the Vifor Shares prior to the Settlement (as further described in the Offer Prospectus). Terms not defined herein have the meaning assigned to them in the Offer Prospectus.

### Offer Conditions and Settlement Date

The Offer Condition pursuant to Section B.7(1)(b) (*Merger Clearances, Foreign Direct Investment and Other Approvals*) of the Offer Prospectus has been fulfilled.

The Offeror has set the Settlement Date for August 9, 2022 and will settle the Offer on August 9, 2022, provided that the Offer Conditions that remain in effect until the Settlement remain fulfilled up to and including the Settlement Date.

### Indicative Timetable

The indicative timetable until the envisaged Settlement of the Offer is as follows:

August 3, 2022	Last trading day for the rebooking of Vifor Shares from the third line to the second trading line*
August 4, 2022 (4:00 p.m. Swiss time)	Closing of the second trading line on the SIX for tendered Vifor Shares* / **
August 5, 2022 (after close of trading)	Communication of the offer price (USD) in CHF under the USD/CHF Conversion Facility by the Offer Manager
August 9, 2022	Settlement of the Offer

\* Cf. Section K.3 and M of the Offer Prospectus

\*\* Not relevant for Vifor Shares tendered for the USD/CHF Conversion Facility and not rebooked.

## **Delisting, Exemption from Disclosure and Publicity Obligations, Squeeze-out**

As described in the Offer Prospectus, the Offeror intends to have Vifor submit an application to SIX Exchange Regulation AG for the delisting of the Vifor Shares. SIX Exchange Regulation AG has granted an exemption from certain disclosure and publicity obligations until at the latest on October 29, 2022 by decision dated July 29, 2022.

The Offeror has filed an action with the Commercial Court of St. Gallen on May 31, 2022, requesting the cancellation of the remaining publicly held Vifor Shares in accordance with article 137 FMIA. The proceedings are suspended until the Settlement of the Offer and will be resumed after the Settlement.

Cf. in this regard Section E.3 (*Intentions of Offeror with Respect to Vifor*) and Section K.7 (*Cancellation, Squeeze-out Merger and Delisting*) of the Offer Prospectus.

## **Offer Restrictions**

The Offer is subject to the offer restrictions as set forth in the Offer Prospectus. The Offer Prospectus may be obtained free of charge in German, French and English from Credit Suisse AG (e-mail: [equity.prospectus@credit-suisse.com](mailto:equity.prospectus@credit-suisse.com)). The Offer Prospectus and other information concerning the Offer are also available at [www.csltransaction.com](http://www.csltransaction.com).

Vifor Pharma Ltd.	Swiss securities number	ISIN	Ticker symbol
Vifor Shares <b>not tendered</b> (first trading line)	36 474 934	CH036 474 934 8	VIFN
Vifor Shares <b>tendered</b> (second trading line)	115 606 016	CH115 606 016 7	VIFNE
Vifor Shares <b>tendered for USD/CHF Conversion Facility</b> (third line, not traded)	115 606 017	CH115 606 017 5	--

August 2, 2022

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Lead Financial Advisor

**PJT Partners**

Financial Advisor  
**BofA SECURITIES**

Financial Advisor  
**Goldman Sachs**

Financial Advisor and Offer Manager

**Credit Suisse**