

Ergänzung Nr. °3

vom 11. April 2017

zum Prospekt betreffend das öffentliche Kaufangebot

der

AEVIS VICTORIA SA, Fribourg, Schweiz

für alle sich im Publikum befindenden Namenaktien mit einem Nennwert von je CHF 1.30 der

LifeWatch AG, Zug, Schweiz

Finanzberater

UBS AG und N M Rothschild & Sons Limited

Durchführende Bank

UBS AG

	Valoren Nummer	ISIN	Ticker
Namenaktien von LifeWatch AG	1'281'545	CH0012815459	LIFE
Namenaktien von LifeWatch AG welche im Rahmen des Umtauschangebots angedient werden (zweite Linie, nicht handelbar)	35'689'131	CH0356891314	-
Namenaktien von LifeWatch AG welche für die Baralternative angedient werden (dritte Linie, nicht handelbar)	35'689'722	CH0356897220	-
Namenaktien von AEVIS VICTORIA SA	1'248'819	CH0012488190	AEVS

Am 20. Februar 2017 hat AEVIS VICTORIA SA ("**AEVIS**") ein öffentliches Kaufangebot (das "**Angebot von AEVIS**") für alle sich im Publikum befindenden Namenaktien der LifeWatch AG ("**LifeWatch**") publiziert.

Am 9. April 2017 hat Cardiac Monitoring Holding Company, LLC ("**Cardiac Monitoring**") eine Voranmeldung eines konkurrierenden Angebots für alle sich im Publikum befindenden Aktien von LifeWatch publiziert.

Um diesen Entwicklungen Rechnung zu tragen, wird der Prospekt zum Angebot von AEVIS wie folgt ergänzt.

VERLÄNGERUNG DER ANGEBOTSFRIST DES ANGEBOTS VON AEVIS

Die Publikation der Voranmeldung von Cardiac Monitoring hat zur Folge, dass das Angebot von AEVIS von Rechts wegen bis zum Ablauf des konkurrierenden Angebots von Cardiac Monitoring verlängert wird. AEVIS wird eine weitere Ergänzung zu seinem Prospekt veröffentlichen, sobald der Zeitplan des Angebots von Cardiac Monitoring bekannt ist.

Infolge des konkurrierenden Angebots von Cardiac Monitoring können die Aktionäre von LifeWatch ihre Annahmeerklärungen bezüglich des vorhergehenden Angebots von AEVIS bis zu dessen Ablauf widerrufen.

RESTRIKTIONEN BEZÜGLICH DES ANGEBOTS VON AEVIS

Allgemein

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United States of America

The public tender offer described in this document is not being made directly or indirectly in or by use of the mail of, or by any means or instrumentality of interstate or foreign commerce of, or any facilities of a national securities exchange of, the United States of America and may only be accepted outside the United States of America. This includes, but is not limited to, facsimile transmission, telex or telephones. This document and any other offering materials with respect to the public tender offer described in this document may not be distributed in nor sent to the United States of America and may not be used for the purpose of soliciting the sale or purchase of any securities of LifeWatch from anyone in the United States of America. AEVIS is not soliciting the tender of securities of LifeWatch by any holder of such securities in the United States of

America. Securities of LifeWatch will not be accepted from holders of such securities in the United States of America. Any purported acceptance of the offer that AEVIS or its agents believe has been made in or from the United States of America will be invalidated. AEVIS reserves the absolute right to reject any and all acceptances determined by them not to be in the proper form or the acceptance of which may be unlawful.

The securities to be issued pursuant to the public tender offer described in this document have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**"), nor under any law of any state of the United States of America, and may not be offered, sold, resold, or delivered, directly or indirectly, in or into the United States of America, except pursuant to an exemption from the registration requirements of the U.S. Securities Act and the applicable state securities laws. Neither this preannouncement nor the public tender offer described in this pre-announcement does constitute an offer to sell or the solicitation of an offer to buy any securities in the United States of America or in any other jurisdiction in which such an offer or solicitation would be unlawful. Securities may not be offered or sold in the United States of America absent registration or an exemption from registration. AEVIS will not register or make a public offer of its securities, or otherwise conduct the public tender offer, in the United States of America.

United Kingdom

This communication is directed only at persons in the United Kingdom who (i) have professional experience in matters relating to investments, (ii) are persons falling within article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of The Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 or (iii) to whom it may otherwise lawfully be communicated (all such persons together being referred to as "**relevant persons**"). This communication must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons.

Australia, Canada, Japan

The public tender offer described in this document is not addressed to shareholders of LifeWatch whose place of residence, seat or habitual abode is in Australia, Canada or Japan, and such shareholders may not accept the offer.

European Economic Area

The public tender offer described in this document is only being made within the European Economic Area ("**EEA**") pursuant to an exemption under Directive 2003/71/EC (as amended and together with any applicable adopting or amending measures in any relevant member state (as defined below), the "**Prospectus Directive**"), as implemented in each member state of the EEA (each a "**relevant member state**"), from the requirement to publish a prospectus that has been approved by the competent authority in that relevant member state and published in accordance with the Prospectus Directive as implemented in that relevant member state or, where appropriate, approved in another relevant member state and notified to the competent authority in that relevant member state, all in accordance with the Prospectus Directive. Accordingly, in the EEA, the Offer and documents or other materials in relation to the Offer and the shares in AEVIS (the "**Offeror Shares**") are only addressed to, and are only directed at, (i) qualified investors ("**qualified investors**") in the relevant member state within the meaning of Article 2(1)(e) of the Prospectus Directive, as adopted in the relevant member state, and (ii) persons who hold, and will tender, the equivalent of at least EUR 100,000 worth of shares in LifeWatch (the "**Target Shares**") in exchange for the receipt of Offeror Shares (collectively, "**permitted participants**"). This document and the documents and other materials in relation to the Offer may not be acted or relied upon by persons in the EEA who are not permitted participants, and each shareholder of LifeWatch seeking to participate in the Offer that is resident in the EEA

will be deemed to have represented and agreed that it is a qualified investor or that it is tendering the equivalent of EUR 100,000 worth of Target Shares in exchange of Offeror Shares.