



## Cosmo begibt Wandelanleihe über EUR 175 Mio.

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**Dublin, Irland - 29. November 2018** - Cosmo Pharmaceuticals N.V. (SIX: COPN, "Cosmo Pharmaceuticals N.V." oder die "Gesellschaft") kündigt die erfolgreiche Platzierung von vorrangigen unbesicherten Wandelschuldverschreibungen (die "Anleihen") mit Fälligkeit 2023 im Gesamtnennbetrag von EUR 175 Mio. an. Der Nettoerlös aus dem Angebot wird für allgemeine Unternehmenszwecke, potenzielle Akquisitionen und Einlizenzierungen verwendet.

"Der Erlös aus dieser Transaktion stärkt unsere Position, während wir unser vielfältiges Portfolio an wertvollen Vermögenswerten strategisch entwickeln und Geschäftsoportunitäten prüfen", sagte Mauro Ajani, VR-Präsident von Cosmo Pharmaceuticals NV.

"Wir sind sehr zufrieden mit dieser erfolgreichen Platzierung vor den bevorstehenden Meilensteinen, wie der Markteinführung von Aemcolo, der Einreichung der NDA von Remimazolam und der Entwicklung der Cassiopea-Medikamente, während wir uns auf weitere Schritte vorbereiten", sagte Alessandro Della Chà, CEO von Cosmo Pharmaceuticals NV.

Die Anleihe hat eine Laufzeit von 5 Jahren und ist am oder nach dem 15. Januar 2019 in Stammaktien (die "Aktien") der Cosmo Pharmaceuticals N.V. wandelbar, die aus dem bestehenden genehmigten Aktienkapital ausgegeben werden. Die Anleihe hat einen Coupon von 2,50%, der halbjährlich nachträglich zahlbar ist, und einen Wandelpreis von EUR 122.6806, der einer Wandelprämie von 20% über dem Referenzpreis der Aktien entspricht. Die Anleihe, die in Stückelungen von EUR 100'000 ausgegeben werden, werden zu 95% ihres Nennbetrags ausgegeben und, sofern sie nicht zuvor gewandelt oder zurückgekauft und aufgehoben wurden, zu 100% ihres Nennbetrags zurückgezahlt. Cosmo Pharmaceuticals N.V. ist berechtigt, die Anleihe zum Nennbetrag (zuzüglich aufgelaufener Zinsen) gemäss den Bedingungen der Anleihe jederzeit (i) am oder nach dem Tag, der auf den 3. Jahrestag zuzüglich 21 Tage nach dem Ausgabetag fällt, zurückzuzahlen, sofern der Preis einer Aktie 130% des dann geltenden Wandlungspreises über einen bestimmten Zeitraum entspricht oder übersteigt oder (ii) wenn weniger als 15% des gesamten Nennbetrags der Anleihe ausstehend sind. Bei Fälligkeit ist die Cosmo Pharmaceuticals N.V. berechtigt, die Anleihe zum Nennbetrag (zuzüglich aufgelaufener Zinsen) zurückzuzahlen, indem sie eine Anzahl von Aktien in Höhe eines maximal festgelegten Prozentsatzes zuzüglich eines etwaigen zusätzlichen Barbetrags in Übereinstimmung mit den Bedingungen der Anleihe liefert. Inhaber von Schuldverschreibungen, die ihre Schuldverschreibungen umtauschen, erhalten Aktien im Nennwert von EUR 0,26 je Aktie.

Jefferies, Credit Suisse und Berenberg fungierten als Joint Bookrunner für die Anleihe.

Der Vollzugstag für die Begebung der Anleihe wird voraussichtlich am oder um den 5. Dezember 2018 liegen. Der Antrag auf Zulassung der Anleihe zum Handel an einer anerkannten, regulierten oder nicht regulierten und regelmäßig betriebenen Börse wird vor dem ersten Zinszahlungstag gestellt.

Die Cosmo Pharmaceuticals N.V. und ihr Hauptaktionär Cosmo Holding S.à.r.l haben einem 90-tägigen lock-up ab dem Preissetzungsdatum vereinbart, vorbehaltlich der üblichen Ausnahmen.

### **Important / Wichtiger Hinweis**

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This announcement is released by Cosmo Pharmaceuticals N.V. and contains inside information for the purposes of Article 7 of the Market Abuse Regulation (EU) 596/2014 ("MAR"), encompassing information relating to the Offering and the Bonds described above, and is disclosed in accordance with Cosmo Pharmaceuticals N.V.'s obligations under Article 17 of MAR.

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### **Notes to the editor**

#### **Über Cosmo Pharmaceuticals**

Cosmo ist ein spezialisiertes Pharmaunternehmen, das sich zum Ziel gesetzt hat, weltweit führend auf dem Gebiet der optimierten Therapien für ausgewählte Magen-Darm-Krankheiten und endoskopische Verfahren zu werden. Die firmeneigene klinische Entwicklungspipeline des Unternehmens befasst sich speziell mit innovativen Therapien für IBD wie Colitis Ulcerosa und Morbus Crohn sowie Dickdarminfektionen. Darüber hinaus hat das Unternehmen in den USA Eleview, ein medizinisches Gerät zur Polypen- und Adenomexzision, entwickelt und auf den Markt gebracht und das NDA für Methylenblau MMX, ein Diagnostikum zum Nachweis von Darmkrebs, sowie neue chemische Wirkstoffe, die von dem assoziierten Unternehmen Cassiopea S.p.A. zur topischen Behandlung von Hauterkrankungen entwickelt werden, eingereicht. Die MMX-Medikamente von Cosmo sind Lialda/Mezavant/Mesavancol, ein Medikament zur Behandlung von IBD, das weltweit an Giuliani und Shire Limited lizenziert wurde und Uceris, das erste Glucocorticosteroid, das für die Induktion einer Remission bei aktiver, leichter bis mittelschwerer Colitis Ulcerosa, zugelassen ist und welches global an Santarus/Salix/Valeant und im Rest der Welt nach Ferring als Cortiment auslizenziert ist. Die von Cosmo entwickelte MMX-Technologie bildet den Kern der Produktpipeline des Unternehmens und wurde aus der Erfahrung bei der Formulierung und Herstellung von Magen-Darm-Medikamenten für internationale Kunden in den eigenen GMP-Anlagen (Good Manufacturing Practice) in Lainate, Italien, entwickelt. Die Technologie ist darauf ausgelegt, Wirkstoffe gezielt im Dickdarm abzugeben. Für weitere Informationen über Cosmo besuchen Sie bitte die Website des Unternehmens: [www.cosmopharma.com](http://www.cosmopharma.com)

#### **Finanzkalender**

Jahresergebnis 2018 März 2019

Generalversammlung Mai 2019

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