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VITURA



Press release

Paris, October 6th, 2021 – 2:00 p.m.

[Permanent information](#)

\ Vitura announces the success of its share capital increase with preferential subscription rights for an amount of €34.5 million to finance the acquisition of Office Kennedy building \

Vitura (the “**Company**”) announces the success of its €34,526,296.80 share capital increase with shareholders’ preferential subscription rights (the “**Rights Issue**”). The Rights Issue will result in the issuance of 935,672 new ordinary shares (the “**New Shares**”) at a subscription price of €36.90 per New Share.

The proceeds of the Rights Issue will be used to finance part of the acquisition of Office Kennedy building for an amount of €97 million, announced in a press release on 5 August 2021. The entire balance will be financed by a bank loan of an amount of approximately €65 million.

Following the subscription period, which ended on 30th September 2021, total subscription orders amounted to €36,454,912.20, representing a total subscription rate of 105.59%:

- 801,663 New Shares were subscribed on an irreducible basis (*à titre irréductible*) i.e., 85.68% of the New Shares to be issued; and
- 186,275 New Shares were requested on a reducible basis (*à titre réductible*), i.e., 19.91% of the New Shares to be issued, and were only be satisfied with respect to 134,009 New Shares.

In accordance with their commitments and after the scale for allotment has been applied, NW CGR 1 LLC, NW CGR 2 LLC, NW CGR 3 LLC, entities of Northwood Investors (the “**Northwood Investors Entities**”) and Euro Bernini Private Limited, an entity of the GIC group (the “**GIC Entity**”) have fully exercised their preferential subscription rights and have subscribed on an irreducible basis (*à titre irréductible*) and on a reducible basis (*à titre réductible*) for 609,162 New Shares and 275,000 New Shares, respectively, representing an amount of €22,478,077.80 (i.e., 65.1% of the New Shares to be issued) and €10,147,500.00 (i.e., 29.39% of the New Shares to be issued), respectively.

After completion of the Rights Issue, Northwood Investors and GIC will hold 57.60% and 25.18% of the share capital of the Company, respectively.

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Settlement and delivery and admission to trading of the New Shares on the regulated market of Euronext in Paris (Segment B) on the same line as the existing shares (FR 0010309096) should take place on 8 October 2021 in accordance with the timetable of the Rights Issue. As from that date, the share capital of Vitura will be composed of 16,842,112 shares with a nominal value of €3.8 each, for a total nominal share capital of €64,000,025.60, split as follows:

Ownership structure	Shares		Theoretical voting rights		Voting rights exercisable at the General Shareholders' Meeting (3)	
	Number	%	Number	%	Number	%
Northwood (1)	9,701,031	57.60	9,701,031	57.60	9,701,031	57.69
GIC (2)	4,241,646	25.18	4,241,646	25.18	4,241,646	25.22
Free Float	2,873,195	17.06	2,873,195	17.06	2,873,195	17.09
Treasury Shares	26 240	0.16	26,240	0.16	-	-
Total	16,842,112	100	16,842,112	100	16,815,872	100

(1) means the companies NW CGR 1 S.a.r.l, NW CGR 2 S.a.r.l and NW CGR 3 S.a.r.l, holding each 3,131,947 shares, and the company NW CGR Holdings LP, holding 305,190 shares, members of the Northwood Parties Concerted Action

(2) means the company Euro Bemini Private Limited

(3) Percentage calculated excluding the treasury shares without voting rights held by the company

The New Shares will carry full rights (*jouissance courante*) as from their issue date and will be immediately fully fungible with the existing shares already traded on the regulated market of Euronext in Paris.

Société Générale acted as Sole Global Coordinator and Bookrunner of the transaction, and BNP Paribas as Co-Bookrunner.

Company's lock-up

The Company has agreed to a lock-up expiring 90 calendar days following the settlement and delivery date of the New Shares, subject to certain customary exceptions.

Information available to the public

The Company has published a French language prospectus (the "**Prospectus**"), which has been approved by the *Autorité des marchés financiers* ("**AMF**") on 13 September 2021 under number 21-394, comprising (i) the Universal Registration Document (*document d'enregistrement universel*) of the Company filed with the AMF on 6 April 2021 under number D.21-0262, (ii) the interim financial report as of 30 June 2021 (*rapport financier semestriel*) (iii) an amendment to the Universal Registration Document filed with the AMF on 13 September 2021 under number D.21-0262-A01 and (iv) a securities note (*note d'opération*) (including a summary of the prospectus).

Vitura draws the public's attention to the risk factors included in pages 87 to 93 of the Universal Registration Document, in pages 23 et 24 of the interim financial report, in Chapter 3 of the amendment to the Universal Registration Document and in chapter 2 of the securities note (*note d'opération*).

The French language Prospectus, approved by the AMF, is available on the Company's website (www.vitura.fr) and on the AMF's (www.amf-france.org). Hard copies of the Prospectus are also available free of charge at the Company's headquarters, located at 42 rue de Bassano, 75008 Paris.

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About Vitura

Created in 2006, Vitura (formerly Cegereal) is a listed real estate company that invests in prime office properties in Paris and Greater Paris. The total value of the portfolio was estimated at €1,455 million at June 30, 2021 (excluding transfer duties). Thanks to its strong commitment to sustainable development, Vitura was named a Global Sector Leader in the 2020 Global Real Estate Sustainability Benchmark's (GRESB) listed office property companies category and received two Gold Awards from the European Public Real Estate Association (EPRA) for the quality and transparency of its financial and non-financial reporting. Its entire portfolio has achieved NF HQE™ Exploitation and BREEAM In-Use International certification. Vitura is a REIT listed on Euronext Paris since 2006, in compartment B (ISIN: FR0010309096). The Company had a market capitalization of €589 millions at 5 October 2021.

Visit our website to find out more: www.vitura.fr

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*This press release is not a prospectus within the meaning of Regulation (UE) 2017/1129 of the European Parliament and of the Council of 14 June 2017 as amended (the "**Prospectus Regulation**"). Potential investors are advised to read the prospectus before making an investment decision in order to fully understand the potential risks and benefits associated with the decision to invest in the securities. The approval of the prospectus by the AMF should not be construed as a favorable opinion on the securities offered or admitted to trading on a regulated market.*

European Economic Area

The offer is open to the public in France.

*With respect to each Member State of the European Economic Area (other than France) and the United Kingdom (the "**Relevant States**"), no action has been or will be taken to permit an offer of securities to the public that would require the publication of a prospectus in any of the Relevant States. Accordingly, the securities may only be offered and will only be offered in the Relevant States (i) to qualified investors within the meaning of the Prospectus Regulation, for any investor in a Member State, or within the meaning of Regulation (EU) 2017/1129 as made part of national law under the European Union (Withdrawal) Act 2018 (the "**UK Prospectus Regulation**"), for any investor in the United Kingdom, (ii) to fewer than 150 natural or legal persons (other than qualified investors as defined in the Prospectus Regulation or the UK Prospectus Regulation, as the case may be), or (iii) in accordance with the exemptions provided for in Article 1(4) of the Prospectus Regulation or in other cases not requiring the publication by Vitura of a prospectus under Article 3 of the Prospectus Regulation, the UK Prospectus Regulation and/or the regulations applicable in such Relevant States.*

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United Kingdom

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The shares of the Company have not been and will not be registered under the US. Securities Act and the Company does not intend to register any portion of the proposed offering in the United States or to conduct a public offering in the United States.

Canada, Australia and Japan

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