



AD-HOC ANNOUNCEMENT

Portfolio developer Noratis AG plans IPO

Publication of inside information in accordance with Article 17 MAR

-  Seeks IPO in the Scale segment of the Frankfurt Stock Exchange
-  Capital increase of up to 2 million new shares to finance growth; secondary placement exclusively within the greenshoe option
-  Price range set at 18.75 Euro to 22.75 Euro per share
-  Subscription period from June 21, 2017 to June 27, 2017
-  Sustainable lock-up for existing shareholders

Eschborn, June 19, 2017, 08:49 am – Today, Noratis AG, a portfolio developer of residential real estate, announced the offer details for its planned IPO in the Scale segment of the Frankfurt Stock Exchange Open Market. The offer consists of an initial public offering in the Federal Republic of Germany and a private placement to qualified investors in certain jurisdictions outside the Federal Republic of Germany and outside the United States of America under Regulation S of the U.S. Securities Act of 1933, as amended. The basis for the offer will be a securities prospectus that will contain detailed information about the IPO. The approval of the securities prospectus by the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht) is scheduled for today, June 19, 2017.

The offer comprises 2,000,000 newly issued bearer shares with no par value from a capital increase against cash contributions. The price range has been set at 18.75 Euro to 22.75 Euro per share. The public offering period starts on June 21, 2017, and is expected to end on June 27, 2017 (private investors and natural persons 3:00 pm CEST, institutional investors 5:00 pm CEST). The company plans to use the expected gross proceeds of up to 45.5 million Euro to further finance its growth by acquiring residential real estate portfolios across Germany.

As part of a greenshoe option, up to 200,000 existing shares (10 percent of the underlying transaction) from the shareholdings of the existing shareholders Norlig GmbH of the company founder Oliver C. Smits as well as SIA Hansahold can also be placed at the offer price. Each of them currently holds 33.33 percent of the share capital before the capital increase (2,000,000 shares at 1.00 each Euro). The remaining 33.33 percent of the existing shares are held by CEO Igor Christian Bugarski. If the greenshoe option is fully exercised a free float of 55 percent (2,200,000 of 4,000,000 shares) will be achieved. The company has agreed to a lock-up period of six months from the start of trading. For the ensuing six months, the sale of shares may only be effected with the prior written



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consent of the underwriter. The existing shareholders have agreed not to sell any of their shares for a period of twelve months.

The placement price and the final number of shares placed are expected to be announced on June 27, 2017. The listing of the shares of Noratis AG is expected to take place on June 30, 2017. The delivery of the allotted shares is also scheduled for June 30, 2017. ICF BANK AG acts as Sole Global Coordinator and Sole Bookrunner.

— End of the ad-hoc announcement —

Noratis AG (www.noratis.de) is a dynamically growing portfolio developer of residential real estate located in Eschborn near Frankfurt. The company purchases properties with development potential across Germany, mostly housing estates, employee housing and quarters from the 1950s to 1970s in cities with more than 10,000 inhabitants or on the outskirts of urban areas. After acquisition, Noratis performs an intensive value enhancement of the properties and subsequently sells them in block sales or individually as condominiums. Thereby Noratis offers housing with an attractive price/performance ratio for tenants with medium and small incomes. Since only 2014, Noratis has successfully completed 14 projects with more than 1,300 residential units. The company generated revenues of 44.6 million Euro in fiscal year 2016 and has grown at an annual average of 63 percent since 2014.

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Disclaimer

This publication constitutes neither an offer to sell nor a solicitation to buy or subscribe to securities. Any such offer will be made solely on the basis of the securities prospectus to be published as approved by the Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin). The information legally required to be provided to investors is contained only in the securities prospectus. The securities prospectus is expected to be available free of charge on the internet at the website of the issuer www.noratis.de and during normal business hours at the issuer, on 19 June 2017.



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