

## ADJUSTMENT OF THE CONVERSION/EXCHANGE RATIO OF BONDS CONVERTIBLE INTO NEW SHARES AND/OR EXCHANGEABLE FOR EXISTING SHARES (OCEANE)

**Puteaux, 19 July 2019 (6:00 pm CEST)**

Holders of the bonds convertible into new shares and/or exchangeable for existing shares of ORPEA due May 17, 2027 (ISIN code: FR0013418795) (the "OCEANE") are informed that, on June 27, 2019, the Annual general meeting of the shareholders approved the distribution of a dividend of €1.20 per ORPEA share (ISIN code: FR0000184798), the ex-date of which was July 12, 2019.

In order to protect the rights of holders of the OCEANE as a consequence of the payment of such dividend, the conversion/exchange ratio has been adjusted in accordance with the provisions set out in Article 2.6.B.10. of the terms and conditions of the OCEANE.

Consequently, holders of OCEANE are informed that, the conversion/exchange ratio is adjusted from 1.000 to 1.011 ORPEA share for 1 OCEANE, as from July 12, 2019 (calculated to three decimal places by rounding to the nearest thousandth).

In the event of fractional entitlements upon exercise of the conversion/exchange right by the holders of the OCEANE, these fractional entitlements will be settled in accordance with the provisions set forth in the terms and conditions of the OCEANE.

### **Important notice**

This press release does not constitute an offer to sell or a solicitation of a purchase offer of ORPEA securities, in or from any jurisdiction, to or from any person.

### **About ORPEA ([www.orpea-corp.com](http://www.orpea-corp.com))**

Founded in 1989, ORPEA is one of the main world leader in long-term care, with its network of 950 facilities, with 96,577 beds (17,388 of them under construction) in 14 countries, divided into 5 clusters:

- France-Benelux: 484 facilities / 42,625 beds (of which 4,514 under construction)
- Central Europe: 238 facilities / 25,419 beds (of which 4,389 under construction)
- Eastern Europe: 125 facilities / 12,917 beds (of which 2,817 under construction)
- Iberian peninsula / Latam: 102 facilities / 15,476 beds (of which 5,668 under construction)
- Other countries: 1 facility / 140 beds

ORPEA is listed on Euronext Paris (ISIN code: FR0000184798) and a constituent of the SBF 120, STOXX 600 Europe, MSCI Small Cap Europe and CAC Mid 60 indices.

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