OMEGA PHARMA

Press release

Regulated information

Omega Pharma discloses the results of the takeover bid by Couckinvest after the initial acceptance period

- The bid has become final. The bidder now holds/controls 91.32% of all shares outstanding
- Reopening of the bid until 6 January 2012

Nazareth (Belgium) – 27 December 2011 (7:45 a.m. CET). Omega Pharma (OME BB, OMEP.BR), the specialist in over-the-counter medicines and healthcare products, discloses that during the initial acceptance period, which ran from 7 November to 20 December 2011, a total of 11,280,999 shares Omega Pharma have been tendered in the public takeover bid by Couckinvest NV. No warrants have been tendered in the bid.

Including the shares in Omega Pharma already held by the bidder (i.e. 7,255,501 shares) and by Omega Pharma (i.e. 3,618,639 treasury shares), this corresponds to 91.32% of all shares outstanding. Consequently the condition that the bidder, together with Omega Pharma, should hold at least 90% of all shares in Omega Pharma has been met. The bidder notes and confirms that all other conditions of the bid have been met and are waived to the extent required. Payment of the shares tendered during the initial acceptance period is scheduled for 10 January 2012.

Pursuant to article 35, 1° of the Belgian Royal Decree on public takeover bids, the bid is mandatorily reopened as of today 27 December 2011 until and including 6 January 2012, 04:00 p.m. CET. Publication of the results of the mandatory reopening is scheduled for 13 January 2012. The bid price remains unchanged at EUR 36.00 per share. Payment of the shares tendered during the mandatory reopening of the bid is scheduled for 27 January 2012. The reopened bid will be unconditional.

As explained in the prospectus, the capital of the bidder (being a "holding company" of Omega Pharma in the sense of article 1, §2 of the Royal Decree on public takeover bids) will be increased immediately preceding the first payment date (10 January 2012) by issuance of shares to (amongst others) Holdco I BE NV; and the bid will consequently convert into a mandatory bid by virtue of article 51, §1 of the aforementioned Royal Decree. This obligation to launch a bid will be executed by the bidder. The price of the mandatory bid is set in accordance with article 53 of the Royal Decree on public takeover bids (in this case applied with due consideration for the specific circumstances as explained in the prospectus) and is equal to the price of the initial voluntary bid.

The above described mandatory reopening of the bid (pursuant to article 35, 1° of the Royal Decree on public takeover bids) will count as execution of the aforementioned obligation to launch a bid.

The prospectus (the offer document) and the acceptance forms are available in electronic format on the website of Omega Pharma (www.omega-pharma.be) and these documents are also available without any expense on the websites and at the desks of the paying agent banks (BNP Paribas Fortis, ING and Dexia).

For more information, please contact
Chris Van Raemdonck (Chris.vanraemdonck@omega-pharma.be)
Direct line: 0032 9 381 0331 – Cell: 0032 499 58 55 31