



## **GRUPO ANTOLIN-IRAUSA, S.A.**

**€400,000,000 4.75% Senior Secured Notes due 2021**

**ISIN - XS1046537749 and XS1046537665**

10 June 2015

### **GRUPO ANTOLIN ISSUES €400 MILLION 7-YEAR SENIOR SECURED NOTES**

Grupo Antolin Irausa, S.A. has announced today that its subsidiary Grupo Antolin Dutch B.V. has completed the pricing of its €400 million aggregate principal amount of senior secured notes with an annual interest rate of 5.125%.

The offering is expected to settle on 23 June 2015. The company will use the net proceeds from the offering to finance the acquisition of Magna Interiors.

#### **Important note**

This release is for information purposes only, shall not constitute an offer to sell or a solicitation of an offer to purchase any securities in the United States, and shall not constitute an offer, solicitation or sale in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any state or country. The securities may not be offered or sold in the United States absent registration under the U.S. Securities Act of 1933, as amended ("Securities Act") or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States or in any other jurisdiction will be made by means of a prospectus that may be obtained from the issuer and that will contain detailed information about the company and management, as well as financial statements. This release is being issued pursuant to and in accordance with Rule 135e under the Securities Act.

This announcement and any securities offering mentioned herein if made subsequently are only addressed to and directed at persons in member states of the European Economic Area who are "qualified investors" within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC) or Article 2(i)(e) of Directive 2010/73/EC to the extent it has been implemented by the relevant member state of the European Economic Area ("Qualified Investors"). This announcement does not constitute an offer of securities to the public in the United Kingdom. In addition, in the United Kingdom, this announcement is being distributed only to, and is directed only at, (i) persons who have professional experience in matters relating to investments who fall within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 as amended or replaced (the "Order") and high net worth entities and other persons to whom it may otherwise be lawfully communicated, falling within Article 49(2)(a) to (d) of the Order, and (ii) any persons to whom it may otherwise lawfully be communicated (all



such persons together being referred to as “relevant persons”). This announcement must not be acted on or relied on (i) in the United Kingdom, by persons who are not relevant persons, and (ii) in any member state of the European Economic Area other than the United Kingdom, by persons who are not Qualified Investors. Any investment or investment activity to which the prospectus, when published, relates is available only to (i) in the United Kingdom, relevant persons, and (ii) in any member state of the European Economic Area other than the United Kingdom, Qualified Investors, and will be engaged in only with such persons. The matters discussed in this release may include forward-looking statements that are subject to risks and uncertainties. We undertake no obligation to publicly update forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.

In connection with the issuance of the notes, one of the initial purchasers will serve as stabilizing manager and may over-allot the notes or effect transactions with a view to supporting the market price of the notes at a level higher than that which might otherwise prevail. However, there is no assurance that the stabilizing manager (or persons acting on behalf of the stabilizing manager) will undertake stabilization actions. Any stabilization action may begin on or after the date on which adequate public disclosure of the terms of the offer of the notes is made and, if begun, may be ended at any time, but it must end no later than the earlier of 30 days after the issue date of the Notes and 60 days after the date of the allotment of the notes. Any stabilization action or over-allotment must be conducted in accordance with all applicable laws and rules.

In connection with any offering of the notes, the initial purchasers and any of their respective affiliates, in each case acting as an investor for its own account, may take up as a proprietary position any notes and in that capacity may retain, purchase or sell for its own account such notes. In addition the initial purchasers or their affiliates may enter into financing arrangements and swaps with investors in connection with which the initial purchasers (or their affiliates) may from time to time acquire, hold or dispose of notes. The initial purchasers do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

The initial purchasers are acting on behalf of the Company and no one else in connection with any offering of the notes and will not be responsible to any other person for providing the protections afforded to clients of the respective initial purchasers nor for providing advice in relation to any offering of the notes.

This release may include forward-looking statements. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms “believes”, “estimates”, “anticipates”, “expects”, “intends”, “may”, “will” or “should” or, in each case, their negative, or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts and include statements regarding the Company’s or its affiliates’ intentions, beliefs or current expectations concerning, among other things, the Company’s or its affiliates’ results of operations, financial condition, liquidity, prospects, growth, strategies and the industries in which they operate. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Readers are cautioned that forward-looking statements are not guarantees of future performance and that the Company’s or its affiliates’ actual results of operations, financial condition and liquidity, and the development of the industries in which they operate may differ materially from those made in or suggested by the forward-looking statements contained in this release. In addition, even if the Company’s or its affiliates’ results of operations, financial condition and liquidity, and the



development of the industries in which they operate are consistent with the forward-looking statements contained in this release, those results or developments may not be indicative of results or developments in subsequent periods