

Notice

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7 December 2021

**Merrialys
(the "Company")**

ANNOUNCES THE RESULTS OF THE TENDER OFFER IN RESPECT OF ITS

€750,000,000 1.787 PER CENT. BONDS DUE MARCH 2023 (OF WHICH €549,500,000 ARE CURRENTLY OUTSTANDING) (ISIN: FR0012332203) ADMITTED TO TRADING ON THE REGULATED MARKET OF EURONEXT PARIS (THE "EXISTING BONDS")

This notice must be read in conjunction with the tender offer memorandum dated 29 November 2021 (the "Tender Offer Memorandum") which has been prepared by the Company in relation to the Tender Offer. Capitalised terms used in this notice and not otherwise defined herein shall have the meanings ascribed to them in the Tender Offer Memorandum.

On 29 November 2021, the Company announced the launch of a Tender Offer to Qualifying Holders (as defined in the Tender Offer Memorandum) of their Existing Bonds. Under the terms of the Tender Offer, Qualifying Holders (subject to offer restrictions), were invited to tender Existing Bonds held by such holders for purchase by the Company for cash up to a Maximum Acceptance Amount. The Tender Offer expired at 16:00 hours Paris time on 6 December 2021.

The details of such results are as follows:

Maximum Acceptance Amount: €80,000,000

Aggregate principal amount of Existing Bonds validly tendered: €96,600,000

Pro-ration Factor: 88.2%

Aggregate principal amount of Existing Bonds validly tendered and accepted for purchase: €80,000,000

Tender Offer Price: 102.329 per cent

Aggregate principal amount of Existing Bonds that remain outstanding after the Settlement Date: €469,500,000

Accrued Interest in respect of Existing Bonds accepted for purchase: 1.23866%

Settlement

The Settlement Date is 9 December 2021. All sales pursuant to the Tender Offer will settle through the normal procedures of Euroclear France, Euroclear and Clearstream. On the Settlement Date, the Company shall pay or procure the payment of, to each Qualifying Holder which has validly submitted an offer to sell by the

Expiration Deadline, an amount in cash equal to the Tender Consideration in respect of each principal amount of Existing Bonds so tendered and delivered by such Qualifying Holder and accepted for purchase by the Company.

Contact Information

The Dealer Managers of the Tender Offer are:

STRUCTURING ADVISORS AND DEALER MANAGERS

Crédit Agricole Corporate and Investment Bank

12, place des Etats-Unis
CS 70052
92547 Montrouge Cedex
France

Attn: Liability Management

Tel: +44 20 7214 5903

Email: liability.management@ca-cib.com

La Banque Postale

115 rue de Sèvres
75275 Paris Cedex 06
France

Attn: Nicolas Vucekovic

Tel: +33 1 57 75 56 62

Email: nicolas.vucekovic@labanquepostale.fr

Natixis

30, avenue Pierre Mendès-France
75013 Paris
France

Attn: Liability Management

Tel: +33 1 58 55 05 56

Email: liability.management-corporate@natixis.com

The Information Agent for the Tender Offer is:

BNP Paribas Securities Services

Les Grands Moulins de Pantin
9, rue du Débarcadère
93500 Pantin
France

Tel: +33 1 55 77 43 64

Email: paris.bp2s.information.agent@bnpparibas.com

The Tender Agent for the Tender Offer is:

BNP Paribas Securities Services

Les Grands Moulins de Pantin
9, rue du Débarcadère
93500 Pantin
France

Attn: Corporate Trust Services

Tel: +33 1 40 14 14 30

Fax: +33 1 57 43 31 38

Email: paris.bp2s.offers@bnpparibas.com

Copies of the Tender Offer Memorandum are available upon request addressed to the Information Agent.

DISCLAIMER

The Dealer Managers do not take responsibility for the contents of this notice. This notice must be read in conjunction with the Tender Offer Memorandum. No invitation to tender any Notes is being made pursuant to this notice. Any such invitation was only made in the Tender Offer Memorandum. This notice and the Tender offer Memorandum contain important information.

OFFER RESTRICTIONS

The distribution of this notice or the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this notice or the Tender Offer Memorandum comes are required by each of the Company, the Dealer Managers, the Information Agent and the Tender Agent to inform themselves about, and to observe, any such restrictions. Please see the Tender Offer Memorandum for a full description of such restrictions.