



**AMOÉBA announces the issuance of the third tranche of 26 bonds convertible into shares as part of its bond financing with incentive program with Nice & Green.**

**Lyon (France), March 18<sup>th</sup>, 2019 - AMOÉBA (FR0011051598 - AMEBA)**, producer of a biological biocide capable of eliminating bacterial risk in water and human wounds, and a biocontrol product for plant protection, announces the issuance of the third tranche of bonds convertible into shares ("OCAs") of its bond financing with incentive program, namely 26 OCAs numbered from 53 to 78 fully issued to Nice & Green S.A.

It is recalled that the general meeting of Amoéba shareholders held on 14 January 2019 (the "General Meeting") voted in favor of setting up this financing by delegating its authority to the Board of Directors to decide to issue bonds convertible into shares with cancellation of shareholders' preferential subscription rights to Nice & Green (see press release dated 16 January 2019).

The Chairman and Chief Executive Officer, using the sub-delegation granted to him by the Board of Directors at its meeting on 16 January 2019, decided, in accordance with the announced issuance schedule (see press releases dated 20 December 2018 and 16 January 2019), to issue on March 15, 2019, 26 OCAs numbered from 53 to 78 to Nice & Green S.A. corresponding to the third tranche of the bond financing.

As provided for in the Issuance Agreement, these OCAs were fully subscribed at a price equal to 96% of their nominal value, representing a third tranche of OCAs for a total net amount of €499,200.

It is recalled that under the terms of the Issuance Contract, Amoéba will have to issue the other 9 tranches of OCAs according to the following issuance schedule and subject to the satisfaction of certain conditions precedent (see press releases dated 20 December 2018 and 16 January 2019):

Date	Number of OCAs issued
15 april 2019	79 to 104
20 may 2019	105 to 130
18 june 2019	131 to 156
17 july 2019	157 to 182
16 august 2019	183 to 208
16 september 2019	209 to 234
15 october 2019	235 to 260
15 november 2019	261 to 286
16 décembre 2019	287 to 312



The above schedule may be modified and/or adjusted by mutual agreement between the Company and Nice & Green or in accordance with the provisions of the Issuance Agreement, provided that its duration does not exceed the period of validity of the delegation of authority granted by the General Meeting (see press release dated 20 December 2018).

As a reminder, the Company maintains on its website a monitoring table of the OCAs and the number of Amoéba shares in circulation (see Investors section / Regulatory information and financial documents / Other information).

As of March 15, 2019, 548 262 new shares were created by converting bonds numbered from 1 to 52, bringing the total number of shares outstanding to 6,560,934 shares.

As an indication, the theoretical impact of the issue of this third tranche of OCAs is presented in the tables below in accordance with the OCA conversion formulas described in the Prospectus and on the basis of 92% of the lowest volume-weighted average trading price of the Amoéba share at closing (as published by Bloomberg) over the six (6) trading days immediately preceding March 15, 2019, namely 2,3695 euros.

- Impact of the issue on the share of shareholders' equity per share (calculation based on Amoéba's shareholders' equity as at June 30, 2018, prepared in accordance with International Financial Reporting Standards (IFRS) adjusted for capital increases completed up to 15 March 2019, i. e. 9,085,517 euros and the number of shares comprising the Company's share capital as at March 15, 2019, i. e. 6,560,934 shares)

	Quote-part des capitaux propres au 30 juin 2018 (en euros)	
	Base non diluée	Base diluée*
Avant émission de la troisième tranche	9 085 517	9 675 517
Après émission de 238 541 actions nouvelles résultant de la conversion de la troisième tranche soit 26 OCA	9 584 717	10 174 717

*(\*) assuming the full exercise of the business creator share subscription warrants and share subscription warrants issued and allocated by Amoéba, exercisable or not, giving the right to subscribe for 210.000 new shares as well as the definitive allocation of the conditional rights to receive 7,100 free shares fully subject to a condition of uninterrupted presence.*

- Impact of the issue on the participation of a shareholder holding 1% of Amoéba's share capital prior to the issue of the second tranche (calculation based on the number of shares comprising Amoéba's share capital as at 15 March 2019, i.e. 6,560,934 shares)



	Participation de l'actionnaire (en %)	
	Base non diluée	Base diluée*
Avant émission de la troisième tranche	1%	0,97%
Après émission de 238 541 actions nouvelles résultant de la conversion de la seconde tranche soit 26 OCA	0,96%	0,94%

*(\*) assuming the full exercise of the business creator share subscription warrants and share subscription warrants issued and allocated by Amoéba, exercisable or not, giving the right to subscribe for 210.000 new shares as well as the definitive allocation of the conditional rights to receive 7,100 free shares fully subject to a condition of uninterrupted presence.*

The reader's attention is drawn to the risk factors specific to Amoéba and the OCAs described in section D of the summary and chapter 2 of the Prospectus. As a reminder, the Prospectus is available under the conditions provided for by the regulations in force. Copies of the Prospectus are available free of charge at AMOEBA's registered office (38 Avenue des Frères Montgolfier - 69680 CHASSIEU), on its website ([www.amoeba-biocide.com](http://www.amoeba-biocide.com)) under the heading Investors / Regulatory Information and Financial Documents / Other Information as well as on the AMF website ([www.amf-france.org](http://www.amf-france.org)).



#### **About AMOEBA:**

Amoéba's ambition is to become a major player in the treatment of bacterial risk in the fields of water, healthcare and plant protection. Our biological solution is an alternative to chemical products widely used today. Amoéba is currently focusing on the market of industrial cooling towers estimated at €1.7Bn <sup>(1)</sup> on a global chemical biocide market for water treatment, evaluated at €21Bn <sup>(2)</sup> and on the biocontrol market for plant protection estimated globally at €1.6Bn <sup>(4)</sup>. In the future, the Company is looking at developing new applications such as chronic wound care, estimated at € 751 million <sup>(3)</sup> in the USA. Sales of associated products with healthcare, biocides and crop protection are subject to the Company being granted local regulatory market authorizations. The Company is currently in a trial phase for biocidal and plant protection applications and does not market any products.

Created in 2010, based in Chassieu (Lyon, France) with a subsidiary in Canada and in the United States, Amoéba is quoted on the compartment C of Euronext Paris. The Company is a member of the BPIfrance Excellence network and is eligible for the PEA-PME SME equity savings plan setup. More information on [www.amoeba-biocide.com](http://www.amoeba-biocide.com).



(1): Amoéba data combined from sources: DRIRE 2013, Eurostat, ARHIA 2013

(2): Sources combined by Amoéba from water treaters, Freedonia, Eurostat et MarketsandMarkets

(3): BCC Research, "Markets for Advanced Wound Management Technologies," Wellesley, MA, 2017

(4): Biopesticides Worldwide Market 2013, CPL, Wallingford, UK

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## **Disclaimer**

This press release contains certain forward-looking statements concerning AMOEBA which are based on its own assumptions and hypothesis and on information that are available to us. However, AMOEBA gives no assurance that the estimates contained in such forward-looking statements will be verified, which estimates are subject to numerous risks including the risks set forth in the reference document of AMOEBA filed with the French Financial Markets Authority (*Autorité des Marchés Financiers*) on April 27, 2018 (a copy of which is available on [www.amoeba-biocide.com](http://www.amoeba-biocide.com)). The forward-looking statements contained in this press release are also subject to risks not yet known to AMOEBA or not currently considered material by AMOEBA. The occurrence of all or part of such risks could cause actual results, financial conditions, performance or achievements of AMOEBA to be materially different from such forward-looking statements.