



HRA Pharma Acquires the Mederma[®] Brand from Merz Pharmaceuticals GmbH

Paris, France and Frankfurt, Germany – 27 May 2019 – Laboratoire HRA Pharma SAS, a fast-growing, innovative global consumer healthcare company, and Merz, a global leader in aesthetics and neurotoxins, announced today that they have completed the previously announced acquisition pursuant to which HRA Pharma will acquire the global rights to the Mederma[®] brand, which includes products across the scar care, stretch marks and skin care categories.

"The acquisition of Mederma® provides HRA Pharma with access to the world's biggest Consumer Healthcare market and is another step in building a strong portfolio of leading brands. After the acquisition of Compeed® in 2017, this new strategic acquisition in the US confirms HRA's ambition to become one of the fastest growing CHC company in the world", said David Wright, CEO of HRA Pharma.

With the addition of Mederma® to its portfolio, HRA Pharma now has a solid consumer healthcare platform in the US and intends to pursue its development combining ambitious organic growth, launches of innovative Rx to OTC switches, and other targeted acquisitions.

Mederma[®] is the US market leader in scar care and has been named a #1 Pharmacist Recommended brand by *Pharmacy Times* and *U.S. News & World Report* for the past 17 years. While the US is the largest market for Mederma[®], the products are also available in a number of additional countries in Europe, Latin America and Asia Pacific.

"Our decision to divest Mederma® emphasizes Merz's continued strategic focus on aesthetics and neurotoxins. Mederma® has been a strong and valuable brand for Merz for more than two decades, and we are grateful for the success and excellent reputation that the products have enjoyed over the years," said Jörg Bergler, Global Head of Corporate Development for Merz. "Today, we are pleased to announce the conclusion of what was a very competitive divestiture process, and we are confident that the Mederma® brand will find continued success as a part of the HRA Pharma portfolio, due to their dedicated focus on consumer healthcare."

The terms of this agreement, which includes the sale of the Mederma[®], Mederma[®] AG, Eldertonic[®] and Nu-Iron[®] products, were not disclosed.

Second lien financing for the acquisition was provided by Nomura. Advisors involved for HRA Pharma included: Sawaya Partners (M&A advisor), BCG (strategic due diligence), MPG (US commercial due diligence), Frederic Fernandez & Associates (digital strategy due diligence) PWC (financial due diligence), Dechert (legal advisor), EY (tax advisor), Freshfields (financing), Ashurst (Lender's counsel), Latham & Watkins (structuring).

Advisors involved for Merz Pharmaceuticals GmbH included Rothschild GmbH (M&A advisor and transaction support) and Hogan Lovells US LLP and Hogan Lovells International LLP (legal advisor).





About Mederma®

The Mederma® brand offers a range of over-the-counter products across the scar care, stretch marks and skin care categories.

- The Mederma[®] scar care line includes four different options to improve the appearance of old and new scars caused by cuts, scrapes, burns, acne and surgery, including: Mederma[®] Advanced Scar Gel, Mederma[®] Scar Cream Plus SPF 30, Mederma[®] PM Intensive Overnight Scar Cream, Mederma[®] For Kids™.
- Mederma® products in the stretch marks category include: Mederma® Stretch Marks Therapy, a
 nourishing cream formula to help prevent and improve the appearance of new and existing stretch
 marks, and Mederma® Quick Dry Oil, a multi-use product for use on scars, stretch marks, uneven
 skin tone and dry skin.
- Mederma[®] AG is a complete skincare line with five products formulated with glycolic acid to exfoliate and hydrate skin. The products include: Mederma[®] AG Facial Cleanser, Mederma[®] AG Facial Toner, Mederma[®] AG Face Cream, Mederma[®] AG Body Cleanser and Mederma[®] AG Hand & Body Lotion.

About HRA Pharma – HRA Pharma is a fast growing, innovative consumer healthcare company, empowering people throughout the world to improve their lives by developing accessible, value added, self-care solutions. Historically centered on women's health, the company has become the European leader in emergency contraception. With ambitious projects in the pipeline, including innovative Rx-to-OTC switches, HRA Pharma is committed to bringing a range of innovative products and services to market, particularly in areas of unmet customer needs. Headquartered in Paris, France with subsidiaries across Western Europe and a global network of local partners covering over 90 countries, the company has a proven structure, the skills and experience to capture new consumer healthcare businesses and deliver high quality brands on a global scale. Visit www.hra-pharma.com for more information.

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About Merz

Merz is a global, family-owned aesthetics and neurotoxin company based in Frankfurt, Germany. Privately-held for 110 years, the company is distinguished by its commitment to innovation, long-term perspective and focus on profitable growth. In addition to its comprehensive portfolio of medical aesthetics products across the device, injectable and skincare categories, Merz also develops neurotoxin therapy to treat neurologically-induced movement disorders. In fiscal year 2017/18, Merz generated revenue of EUR 1.024,4 million; the company has a total workforce of 3,151 employees and a direct presence in 28 countries, with product availability in more than 100 countries worldwide via a network of select distribution partners. More information is available at www.merz.com.

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About Astorg

Astorg is an independent private equity firm with total funds under management of over €8 billion. Astorg seeks to partner with entrepreneurial management teams to acquire global companies and create value through the provision of strategic guidance, experienced governance and adequate capital. Astorg enjoys a distinct entrepreneurial culture, a long-term shareholder perspective and a lean decision-making body enhancing its reactivity. Though not specialized, Astorg has gathered valuable industry expertise in software, healthcare, business-to-business professional services and technology-based industrial companies. Astorg has offices in London, Paris, Luxembourg, Frankfurt and Milan, plus Senior Advisors based in Zurich, Paris and London.

For further information about Astorg: www.astorg.com

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