



PRESS RELEASE
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ONTEX ANNOUNCES TO LAUNCH A CAPITAL INCREASE THROUGH AN ACCELERATED BOOKBUILT PROCESS

Aalst-Erembodegem (Belgium), 22 March 2017 – Ontex Group NV (“Ontex”) announces today the launch of a capital increase of new ordinary shares, to be placed through an accelerated bookbuilt offering (“ABB Placement” for “New Shares”). The number of New Shares to be placed will be determined by the bookbuilding process but will not exceed 7,486,110 (representing approximately 10% of the current outstanding ordinary shares). The ABB Placement will not be open to the public. The New Shares will be placed with institutional investors only, without preferential subscription right for shareholders. Upon their issue, the New Shares will be entitled to the same rights as currently existing ordinary shares outstanding, including the right to dividends or other distributions declared as from their issuance.

The proceeds of the ABB Placement will be used to refinance the business, following the acquisition of the personal hygiene business of Hypermarcas, announced on December 23, 2016, and closing of which was announced on March 7, 2017. Ontex remains committed to actively managing its balance sheet to maintain an efficient, flexible and resilient capital structure to support continued investment in its business.

The issue price per share and the number of shares effectively placed will be announced after completion of the placement, expected before opening of trading on Euronext Brussels on March 23, 2017.

BNP Paribas Fortis NV/SA (“BNP Paribas Fortis”) and UBS Limited (“UBS”) are acting as Joint Bookrunners on the ABB Placement.

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About Ontex

Ontex is a leading producer of personal hygiene products, ranging from baby diapers to products for feminine hygiene and adult incontinence. Ontex's products are distributed in more than 110 countries through Ontex brands as well as leading retailer brands.

The group employs over 8,000 staff and has a presence in 25 countries. Ontex is listed on Euronext Brussels and is part of the Bel20 and STOXX® Europe 600.

FORWARD-LOOKING STATEMENTS

This press release may include forward-looking statements. Forward-looking statements are statements regarding or based upon Ontex management's current intentions, beliefs or expectations relating to, among other things, Ontex's future results of operations, financial condition, liquidity, prospects, growth, strategies or developments in the industry in which we operate. By their nature, forward-looking statements are subject to risks, uncertainties and assumptions that could cause actual results or future events to differ materially from those expressed or implied thereby. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein.

Forward-looking statements contained in this press release regarding trends or current activities should not be taken as a representation that such trends or activities will continue in the future. Ontex undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Investors should not place undue reliance on any such forward-looking statements, which speak only as of the date of this press release.

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The securities referred to herein have not been and will not be registered under the US Securities Act of 1933 (the "Securities Act") and may not be offered or sold in the United States absent registration or an exemption from, or in a transaction not subject to, registration under the Securities Act. The Company does not intend to register any portion of the placing in the United States or to conduct a public offering of securities in the United States.

This communication is being distributed only to, and is directed only 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) ("Qualified Investors"). In addition, in the United Kingdom, this communication is being distributed only to, and is directed only at, Qualified Investors (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"), and Qualified Investors falling within Article 49(2)(a) to (d) of the Order, and (ii) to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons"). The securities referred to herein are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this communication or any of its contents.

In relation to each member state of the European Economic Area which has implemented the Prospectus Directive (as defined below) (each, a "Relevant Member State"), with effect from and including the date on which the Prospectus Directive is implemented in that Relevant Member State (the "Relevant Implementation Date"), an offer to the public of securities which are the subject of the placing may not be made in that Relevant Member State, except that, with effect from and including the Relevant Implementation Date, an offer of such securities to the public may be made in that relevant Member State at any time:

- i. to Qualified Investors;
- ii. to fewer than 100 or, if the Relevant Member State has implemented the relevant provisions of the 2010 PD Amending Directive, 150 natural or legal persons (other than Qualified Investors); or
- iii. in any other circumstances falling within Article 3(2) of the Prospectus Directive; provided that no such offer of securities shall result in a requirement for the publication of a prospectus pursuant to Article 3 of the Prospectus Directive or any measure implementing the Prospectus Directive in a Relevant Member State.

For the purposes of this provision and when used elsewhere in this announcement, the expression an "offer to the public of securities", or any similar expression, in relation to any Shares in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the placing and the securities to be offered so as to enable an investor to decide to purchase or subscribe for the such securities, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "Prospectus Directive" when used in this announcement means Directive 2003/71/EC (and the amendments thereto, including 2010 PD Amending Directive, to the extent implemented in the Relevant Member State) and includes any relevant implementing measure in each Relevant Member State and the expression "2010 PD Amending Directive" means Directive 2010/73/EC.

UBS, which is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority in the UK, and BNP Paribas Fortis, which is authorized by and under the prudential supervision of the National Bank of Belgium, boulevard de Berlaimont 14, 1000 Brussels and under the supervision on investor and

consumer protection of the Financial Services and Markets Authority (FSMA), rue du Congrès 12-14, 1000 Brussels and authorized as an insurance agent under FSMA number 25789A, are acting exclusively for Ontex and no one else in connection with the transaction. In connection with such matters, UBS and BNP Paribas Fortis, their affiliates and their respective directors, officers, employees and agents will not regard any other person as their client, nor will they be responsible to any other person for providing the protections afforded to their clients or for providing advice in relation to the transaction or any other matters referred to in this announcement.