

Current Report

Current Report as per - *Law no. 24/2017 and Regulation no. 1/2006*

Report date: - *17.04.2018*

Name of issuing entity - *ZENTIVA S.A.*

Registered headquarters: - *50 Theodor Pallady Blvd., Bucharest*

Tel/fax number: - *021-3047200 /021-345.40.04*

Sole registration code: - *336206*

No. of registration with the Trade Registry: *J/40/363/1991*

Subscribed paid-in share capital - *41,696,115 RON*

Regulated market on which the issued securities are traded: - *Bucharest Stock Exchange*

Important event to report:

S.C. Zentiva SA informs that on April 17, 2018 Sanofi made public, a press release related to the negotiations related to acquisition of its Generics business in Europe, as follows:

“Advent International enters into exclusive negotiations to acquire Zentiva, Sanofi’s European generics business

- * Advent to invest in Zentiva to create a new, independent European generics leader.
- * Divestiture of European generics, a non-core business, is part of Sanofi’s strategy to simplify and reshape the Company.
- * Transaction anticipated before end of the year, following consultation with Sanofi employees’ representatives and subject to customary closing conditions.

PARIS – 17 April 2018 - Advent International (“Advent”) and Sanofi have entered into exclusive negotiations under which Advent would acquire Zentiva, Sanofi’s European generics business for €1,9 billion¹. Advent’s offer is firm, binding and fully financed.

Advent is a global investor, with over 25 years’ experience of investing in the healthcare sector. It has extensive experience of executing corporate carve-outs and will work collaboratively with Sanofi to form a new independent operation. Advent will support the Zentiva management team to invest in the company’s operations, production facilities and R&D pipeline.

“Zentiva is a robust business with a highly talented workforce and we believe it has demonstrated its potential for growth. Following a comprehensive review of strategic options for our generics unit in Europe, we have determined that transferring this business to Advent is the best option to ensure its long-term success,” said Olivier Brandicourt, Chief Executive Officer, Sanofi.

¹ 1,919 million euros Enterprise Value.



“We have long been attracted to the generic pharmaceutical sector as it enables more people to access high quality treatments by lowering their cost. We believe that Zentiva is a great platform, full of talented people, who we can invest behind to build a new, independent, European generics leader” jointly commented Tom Allen, Managing Director and co-head of Advent International’s European Healthcare team and Cédric Chateau, Managing Director and head of Advent International in France.

The transaction is expected to close by the end of 2018, subject to finalization of definitive agreements, completion of the appropriate social processes and approval of relevant regulatory authorities. This process will be conducted in full respect of social dialogue with Sanofi employee representatives.

About Zentiva

Zentiva is an agile healthcare player providing reliable access across Europe to a broad generics portfolio covering a multitude of therapeutic areas. Headquartered in Prague, Zentiva reaches over 40 million patients in 25 European countries, operating throughout a large marketplace with attractive levels of both short- and midterm growth outlook. Zentiva stands apart with the expertise and agility to tailor customer-centric solutions in the three European generics market archetypes (pharmacy, physician and tender/wholesaler). Zentiva’s integrated value chain and pan-European commercial footprint makes it one of the largest generics players in Europe. Operating to the highest quality and safety standards, Zentiva’s flexible manufacturing facilities in Prague and Bucharest work with partners to produce and distribute more than 350 million packs each year.

About Advent International

Founded in 1984, Advent International is one of the largest and most experienced global private equity investors. The firm has invested in over 330 private equity transactions in 40 countries and as of December 31, 2017, it had €35 billion in assets under management. With offices on four continents, Advent has established a globally integrated team of over 190 investment professionals across North America, Europe, Latin America and Asia. The firm focuses on investments in five core sectors, including business and financial services; healthcare; industrial; retail, consumer and leisure; and technology, media and telecom. After more than 30 years dedicated to international investing, Advent remains committed to partnering with management teams to deliver sustained revenue and earnings growth for its portfolio companies. For more information, visit www.adventinternational.com.

About Sanofi

Sanofi is dedicated to supporting people through their health challenges. We are a global biopharmaceutical company focused on human health. We prevent illness with vaccines, provide innovative treatments to fight pain and ease suffering. We stand by the few who suffer from rare diseases and the millions with long-term chronic conditions.

With more than 100,000 people in 100 countries, Sanofi is transforming scientific innovation into healthcare solutions around the globe.

Sanofi, Empowering Life

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Please note that the official text of the communication can be found on Sanofi's site, Investors Section, at the link: <http://mediaroom.sanofi.com/advent-international-enters-into-exclusive-negotiations-to-acquire-zentiva-sanofis-european-generics-business-n/>.

ZENTIVA SA
Simona Cocos