



Quart de Poblet, January 31st 2019

Dear Sirs:

For the purposes of complying with article 227 of the Restated Text of the Spanish Securities Market Act, Natra, S.A. (“**Natra**” or “**the Company**”) hereby informs on the following:

RELEVANT NOTIFICATION

On January 25th 2019 (last business day prior to the end of the conversion window that finished on Sunday January 27th) ending the Third Period for Conversion of the Convertible Bonds into Shares of Natra, S.A. issued by virtue of the Public Deed of issuance of convertible bonds granted on December 23rd 2015 before the public Notary of Madrid Mr. Pedro Antonio Mateos Salgado, under number 3.064 of his protocol being declared the closing of the issuance of the Convertible Bonds by virtue of the Certificate of subscription and closing of issuance of bonds granted on January 27th, 2016 before the Public Notary of Madrid Mr. Pedro Antonio Mateos Salgado, under number 289 of his protocol and complemented by additional Certificate granted before the same Notary on February 3rd, 2016, under number 362 of his protocol, for a total amount of 14,763,355.20 Euros, through the issuance of 110,836 Convertible Bonds of 133.20 Euros for each one.

Along the aforementioned Third Period of Conversion, the Company has received a notification from the Agent Entity (BNP Paribas Securities Services Branch in Spain S.C.A.) stating the reception of a total of 92,589 requests for conversion of Convertible Bonds by the holders. Said amount represents 94.1 % of the total outstanding Convertible Bonds.

In order to proceed with the issuance and delivery of shares of the Company to the holders of Convertible Bonds who have requested to convert their bonds into shares, the Board of Directors of NATRA, S.A. in a meeting held yesterday, adopted the relevant agreement for the execution of the capital increase issued with a par value without share premium for the amount of 12,332,854.80 euros through the issuance of 92,589,000 new shares, with par value of 0.1332 euros per share. The said capital increase includes 91,916,000 shares corresponding to 91,614 convertible bonds which conversion was committed by its holders by virtue of the irrevocable undertaking agreement referred to in the prior announcement of the Offer published by World Confectionery Group S.à.r.l. on January 3rd.

All the new shares issued represent a 60.69% of the total post- conversion share capital, as detailed in the following chart:

	Share Capital	Number of Shares	%
Previous to 3rd conversion window:	7,987,508.50	59,966,280	39.31%
Issued in 3rd conversion window	12,332,854.80	92,589,000	60.69%
Total post 3rd conversion window	20,320,363.30	152,555,280	100.00%



Furthermore, the Board of Directors agreed to pay interest accrued in favour of the holders of the aforementioned 92,589 Convertible Bonds, at the rate of 1.00% per annum from the Issue Date, within the term established for that purpose, amounting in total 374,985.45 euros, as calculated by the Calculation Agent (Conv-Ex Advisors Limited).

The Company foresees that, after the relevant mercantile and administrative procedures, the listing of the shares corresponding to the Converted Bonds will be realized during the next weeks.

Yours sincerely,

Mr. Ignacio López-Balcells
Secretary of the Board of Directors