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AMREST HOLDINGS SE

Execution of the share capital increase through a private placement

Madrid, 12 October 2018

Following the relevant fact published on 11 October 2018 (number RB 64/2018) by AmRest Holdings SE (“**AmRest**” or the “**Company**”) regarding the Company’s share capital increase through a private placement of newly-issued shares (the “**New Shares**”), with a nominal value of EUR 0.10 per share, of the same class and series as the outstanding shares and excluding pre-emption rights (the “**Share Capital Increase**”), AmRest informs about the completion of the private placement process carried out by JB Capital Markets Sociedad de Valores, S.A. (the “**Sole Global Coordinator**” and “**Bookrunner**”). The offer price of the New Shares has been set at EUR 9.44 (PLN 40.75) per share, with a nominal value of EUR 0.10 per share and an issue premium of EUR 9.34 per share.

Under the Share Capital Increase, the Company will issue 7,415,254 New Shares, of the same class and series as the outstanding shares in the Company. Consequently, the total gross proceeds (including nominal value and share issue premium) of the Share Capital Increase will amount to EUR 69,999,997.76, with a total nominal value of EUR 741,525.40 and a total share issue premium of EUR 69,258,472.36.

The New Shares represent 3.50% of the Company’s share capital before the Share Capital Increase and 3.38% of its share capital thereafter.

The Company will request the admission to trading of the New Shares on the Stock Exchange of Warsaw (*Gielda Papierów Wartościowych w Warszawie*) in the following dates.

Legal act:

Art. 17 Sec. 1 of Regulation (EU) No 596/2014 of The European Parliament and of The Council of 16 April 2014 on market abuse (Market Abuse Regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC.

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THE NEW SHARES ARE SOLELY ADDRESSED TO INVESTORS QUALIFYING AS “QUALIFIED INVESTORS” AS DEFINED IN ARTICLE 39 OF ROYAL DECREE 1310/2005 OF 4 NOVEMBER OR IN OTHER LAWS ADOPTED BY OTHER EU MEMBER STATES IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 2(1)(E) OF DIRECTIVE 2003/71/EC (“QUALIFIED INVESTORS”). PERSONS INITIALLY SUBSCRIBING THE NEW SHARES WILL BE DEEMED TO HAVE STATED, ACKNOWLEDGED AND AGREED THAT THEY ARE “QUALIFIED INVESTORS” AS DEFINED IN THE REFERRED LEGISLATION.

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