

Notice to Holders

of the convertible bonds issued by Heidelberg Pharma AG (ISIN DE000A2GSZA0 / WKN A11QVV)

Heidelberg Pharma AG ("Issuer") issued convertible bonds in bearer form ("Notes") on 22 November 2017 in the aggregate principal amount of up to EUR 14,968,380.00.

Under Sec. 8.1 of the Terms and Conditions of the Notes, the Issuer is entitled to require the mandatory conversion of the Notes into Issuer shares ("Mandatory Conversion") provided that the Notes have not been redeemed, converted, or repurchased and cancelled as of the maturity date ("Mandatory Conversion Right").

The Issuer hereby gives notice to the holders of the Notes that it is requesting the Mandatory Conversion of the Notes, pursuant to Sec. 8.1 of the Terms and Conditions, on the maturity date (22 November 2019).

Pursuant to Sec. 6.1 of the Terms and Conditions, the Conversion Price for the Mandatory Conversion has been determined to be EUR 2.60. Each Note shall be converted into the number of shares that results by dividing the principal amount of the Note by the Conversion Price.

A total of 14,968,380 Notes with a nominal value of EUR 1.00 each were issued, of which 134,184 Notes had not been converted into shares as of 25 October 2019. With the Mandatory Conversion of the 134,184 outstanding Notes, up to 51,609 new shares will be created, to the extent such Notes have not been converted as of the maturity date (22 November 2019).

The conversion process will be conducted according to Sec. 9 of the Terms and Conditions.

Ladenburg, October 2019

Heidelberg Pharma AG

- The Executive Management Board –

Corresponding press release of 3 November 2017: [Heidelberg Pharma AG plans capital measure to fund its ATAC development programs](#)