

### STOCK EXCHANGE RELEASE

27.8.2013 at 14.00

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# Componenta executed a Share Issue, a Hybrid Bond and two notes and raised in total approximately EUR 77.3 million

The Board of Directors of Componenta Corporation decided today, in addition to the executions of the share issue and the hybrid bond, to issue two new Finnish law governed notes (private placement) and to approve the subscriptions received by now. The amount of the unsecured notes to be directed to qualified investors and holders of the Company's existing bond 2010 is EUR 15 - 25 million. The amount of subscriptions of the unsecured notes received by now is approximately EUR 22.3 million in total. The principal and interest of the bond 2010 may be used for payment of the subscriptions of the notes. The unsecured notes bear fixed interest at the rate of 10.75 per cent per annum, and the maturity is 3.5 years. The unsecured notes will later be listed on NASDAQ OMX Helsinki Ltd. The amount of the secured notes subscribed by a Finnish institutional investor is EUR 10 million, and the maturity is 3 years. The two notes replace the offering of the Swedish law governed senior unsecured bond announced earlier.

As the capital raised through the two new notes exceeds EUR 30 million, all prerequisites for the executions of the share issue and the hybrid bond are fulfilled, and the Board of Directors of the Company decided today to approve the subscriptions of the share issue and the hybrid bond.

The Company will use the capital raised through the share issue as well as the loan amounts of the hybrid bond and the two notes for refinancing and repayment of the bond 2010 expiring on 29 September 2013, for repayment of other interest bearing debt as well as for the Company's general financing needs.

Componenta raised IFRS classified equity capital in these capital market transactions altogether EUR 28.8 million. This has approximately 6 per cent points positive impact on the Group's equity ratio.

The cash funds invested into the company in these capital market transactions totalled EUR 22.6 million, which also includes the investments of EUR 4 million made by the Company's two largest shareholders in the end of June 2013.

## Share Issue

The Board of Directors of the Company approved the subscriptions of 7,038,051 new shares in the share issue, corresponding to a total of EUR 11,260,881.60, at the subscription price of EUR 1.60 per share. The subscribers are estimated to be informed in writing about the approval of subscriptions on 27 August 2013. Approved subscriptions must be paid no later than 30 August 2013 in accordance with the instructions provided together with the notice of approval of the place of subscription.

The new shares subscribed in the share issue represent approximately 31.7 per cent of all of the Componenta shares and related voting rights before the share issue, and following the share issue, approximately 24.0 per cent of all of the Componenta shares and related voting rights.

The new shares subscribed in the share issue are estimated to be entered into the Trade Register on 11 September 2013. Trading with the new shares is estimated to commence on 12 September 2013. Following the share issue the number of the Company's shares will increase by 7,038,051 shares up to 29,269,224 shares.

## **Hybrid Bond**

The Board of Directors of the Company approved subscriptions of the hybrid bond, EUR 33,702,000.00 million in total. The subscribers of the hybrid bond are estimated to be informed in writing about the approval

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of subscriptions on 27 August 2013. Approved subscriptions must be paid no later than 30 August 2013 in accordance with the instructions provided together with the notice of approval of the place of subscription.

# **Payment of Subscriptions**

The holders of the Company's existing capital notes, the bond and the hybrid bond 2012 had the right to use the assets pertaining to the principals of the capital notes and the bonds receivable from the Company to pay the subscriptions, in the manner described in the terms and conditions of the share issue, the hybrid bond and the unsecured notes in more detail.

After the payment of the subscriptions, the remaining amounts of the Company's capital notes and bond are the following: capital notes 2009 approximately EUR 1.3 million, capital notes 2010 approximately EUR 2.3 million, bond 2010 approximately EUR 4.0 million at the moment and hybrid bond 2012 approximately EUR 4.5 million.

The unpaid interest accrued on the loan units of the Company's existing capital notes and bond and/or hybrid bond which were used as payment for subscriptions is estimated to be paid to the holders of the loan units in cash on 2 September 2013.

Alexander Corporate Finance Oy acts as arranger of the share issue, the hybrid bond and the two notes.

Componenta will give a new stock exchange release later today, if the subscriptions of the bond will change this afternoon during the remaining subscription period and should the final amount thus differ from the amount presented in this release.

Helsinki, 27 August 2013

**COMPONENTA CORPORATION** 

Heikki Lehtonen President and CEO

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**Componenta** is a metal sector company with international operations and production plants located in Finland, Turkey, the Netherlands and Sweden. The net sales of Componenta were EUR 545 million in 2012 and its share is listed on the NASDAQ OMX Helsinki. The Group employs approx. 4,300 people. Componenta specializes in supplying cast and machined components and total solutions made of them to its global customers, who are manufacturers of vehicles, machines and equipment.

**DISCLAIMERS** 



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