

19 11 2012 - 18·19 Uhr

EANS-Adhoc: Fielmann Family Foundation secures management for future generations

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19.11.2012

Günther Fielmann - founder, principal shareholder and Chief Executive Officer of Fielmann AG (ISIN: DE0005772206) as well as founder and sole member of the Management Board of the Fielmann Family Foundation - has today announced that in the course of implementing his plans for the company to pass down through the generations he will transfer 24.52 per cent of the shares in Fielmann AG from his shareholding to the Fielmann Family Foundation, meaning that the Fielmann Foundation will receive a holding of 51.00 per cent in Fielmann AG. This measure will permanently secure decisive influence and management responsibility over Fielmann AG for the Fielmann family.

To "future-proof" the structure of the shareholding, the Fielmann Family Foundation will be the main shareholder in a family holding company in which the majority of the Fielmann AG shares will be combined. The family holding company is to hold 55.00 per cent of the Fielmann AG shares in future. As part of implementing the concept, Günther Fielmann's children, Marc Fielmann and Sophie Luise Fielmann, to whom he has transferred shares in Fielmann AG and the Fielmann Family Foundation will hold stakes in the Lütjensee family holding. With 92.50 per cent of the votes, the Fielmann Family Foundation will obtain the decisive influence over this family holding company.

The total shareholding attributable to the Fielmann family will not change as a result of this measure and neither will the shares attributable to Mr Günther Fielmann (71.31 per cent).

The management structure will remain focused on Mr Günther Fielmann. In addition to his role as sole member of the Management Board of the Fielmann Family Foundation for life, Mr Günther Fielmann is the sole member of the Management Board of the family holding company. As Chief Executive Officer of Fielmann AG, he remains responsible for Sales, Marketing and Human Resources.

The entire scheme will be implemented in stages, which will lead to an "acquisition of control" (combination of at least 30% of the shares in Fielmann Aktiengesellschaft), as it is known, in accordance with Section 29 para. 2 of the German Takeover Act (WpÜG). In this connection, applications not to take certain issues into account in accordance with Section 36 No. 3 of the German Takeover Act (WpÜG) - and (alternatively) applications for exemption in accordance with Section 37 para. 1 of the German Takeover Act (WpÜG) will be agreed with the Federal Financial Supervisory Authority (BaFin). Hamburg, 19th November 2012

Further inquiry note: Ulrich Brockmann Head of Finance

Telefon: +49(0)40 27076-442 E-Mail: u.brockmann@fielmann.com

end of announcement euro adhoc

issuer: Fielmann AG Weidestraße 118a

D-22083 Hamburg phone: +49(0)40-270 76-0 FAX: +49(0)40-270 76-399

mail: investorrelations@fielmann.com WWW: http://www.fielmann.com

Retail sector:

DE0005772206 ISIN:

indexes: MDAX, CDAX, Classic All Share, Prime All Share

stockmarkets: free trade: Stuttgart, regulated dealing: Hannover, Berlin,

München, Hamburg, Düsseldorf, regulated dealing/prime standard:

Frankfurt language: English

Original content of: Fielmann AG, transmitted by news aktuell Diese Meldung kann unter https://www.presseportal.de/en/pm/18152/2366659 abgerufen werden.