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EANS-Adhoc: ams AG / ams announces results of share offering in conjunction with rights issue

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No Keyword
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Premstaetten - Premstaetten, Austria (1 April 2020) -- ams AG (SIX: AMS), a leading worldwide supplier of high performance sensor solutions, announces the results of the public offering in Switzerland and Austria as well as private placements in certain jurisdictions outside Switzerland and Austria in compliance with applicable securities laws of 72,417,942 ordinary no-par value bearer shares (the "Offering") for which holders of subscription rights have not exercised their subscription rights at the completion of the rights exercise period of the approx. CHF 1.75bn (approx. EUR 1.65bn) rights issue (the "Rights Issue").

As part of the Offering, 15,023,697 shares were successfully placed with investors at a price of CHF 9.20, equivalent to the issue price of the Rights Issue. Together with 117,451,512 shares already subscribed by ams shareholders and holders of subscription rights at the completion of the rights exercise period, a total of 132,475,209 shares have been taken up by investors, corresponding in total to 70% of the 189,869,454 shares offered in the Rights Issue. The remaining 57,394,245 shares, or 30% (the "Unplaced Shares"), will be taken up by the syndicate banks according to their underwriting quota.

The Joint Global Coordinators, UBS and HSBC have entered into a coordination agreement to secure an orderly sell-down of the Unplaced Shares.

The share capital of ams will increase from EUR 84,419,826.00 to EUR 274,289,280.00 representing an increase of 189,869,454 new, no-par value bearer shares with a nominal value of EUR 1.00 per share and with full dividend rights as of 1 January 2019.

Listing and first day of trading of the new shares on SIX Swiss Exchange is expected on 3 April 2020. Delivery of the new shares against payment of the offer price is expected for 3 April 2020.

ams intends to use the proceeds of the offering to partially refinance the acquisition of OSRAM Licht AG, including related costs.

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Important notice:

This announcement constitutes neither an offer to sell nor a solicitation to buy securities. Any public offer has been made solely by means of, and on the basis of, a securities prospectus (including any amendments thereto, if any) approved by the Austrian Financial Market Authority (Finanzmarktaufsichtsbehörde, "FMA") and published in Austria. An investment decision regarding any publicly offered securities of ams AG ("ams") should only be made on the basis of the securities prospectus. The securities prospectus is available free of charge from ams during usual business hours, or on the ams website.

This announcement is not for distribution or release, directly or indirectly, in

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The shares of ams have not been and will not be registered under the U.S. Securities Act of 1933 ("Securities Act") and may not be offered or sold within the United States of America except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There will be no public offering of shares in the United States of America. This announcement constitutes neither an offer to sell nor a solicitation to buy securities and does not constitute a prospectus according to Articles 35 et seqq. of the Swiss Financial Services Act ("FinSA") or Articles 652a and 1156 of the Swiss Code of Obligations (as such articles were in effect immediately prior to the entry into effect of FinSA) or Article 27 et seqq. of the SIX Swiss Exchange Listing Rules. The offer is made solely by means of, and on the basis of, the prospectus which is available free of charge, inter alia, from ams during regular business hours, or on the ams website. An investment decision regarding the publicly offered securities of ams should only be made on the basis of the prospectus.

This communication does not constitute an "offer of securities to the public" within the meaning of Regulation (EU) 2017/1129 (the Prospectus Regulation) of the securities referred to herein in any member state of the European Economic Area (the EEA). Any offers of the securities referred to in this announcement to persons in the EEA is made pursuant to an exemption under the Prospectus Regulation, as implemented in member states of the EEA, from the requirement to produce a prospectus for offers of the Securities.

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About ams

ams is a global leader in the design and manufacture of advanced sensor solutions. Our mission is to shape the world with sensor solutions by providing a seamless interface between humans and technology.

ams' high-performance sensor solutions drive applications requiring small form factor, low power, highest sensitivity and multi-sensor integration. Products include sensor solutions, sensor ICs, interfaces and related software for consumer, communications, industrial, medical, and automotive markets.

With headquarters in Austria, ams employs about 9,000 people globally and serves more than 8,000 customers worldwide. ams is listed on the SIX Swiss stock exchange (ticker symbol: AMS). More information about ams can be found at <https://www.ams.com>:

//ams.com [<https://ams.com/>]

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