

GENOMMA LAB ANNOUNCES SALE OF MAJORITY STAKE OF GRUPO MARZAM, TO DUTCH PRIVATE EQUITY FIRM MOENCH COÖPERATIEF



Mexico City, June 22, 2015

- **\$2.93 billion peso enterprise valuation purchase price**
- **Initial proceeds to support potential debt reduction and share repurchase program**
- **Moench Coöperatief to acquire an up to 90% stake**

Genomma Lab Internacional, S.A.B. de C.V. (BMV: LAB) (“Genomma Lab” or “the Company”) announced today that it has entered into a definitive agreement to sell a majority stake in its distribution company, Grupo Comercial e Industrial Marzam, S.A.P.I. de C.V. (“Grupo Marzam”), to Netherlands-based private equity firm Moench Coöperatief U.A.

Based on Grupo Marzam’s valuation in this transaction, equity consideration to Genomma Lab will be \$2.70 billion pesos, which represents a 45% premium to its original all-in investment.

Genomma Lab acquired Grupo Marzam one year ago to expand its access to the traditional channel and improve the cash conversion cycle for its pharmaceutical and personal care products. Genomma Lab’s total all-in investment at the time of purchase was \$1.86 billion pesos. Under Genomma Lab’s leadership, Grupo Marzam has improved distribution services to the pharmaceutical industry by offering a more personalized focus at the point of sale, resulting in increased market share, higher Net Sales growth, and superior profitability.

“The higher transaction value of Grupo Marzam is a testament to our team’s efforts to restructure the business and optimize EBITDA since we acquired controlling interest in the distribution company. We are pleased to partner with Moench Coöperatief, a group of long-term experienced investors. Going forward, we will work together to further improve Grupo Marzam’s operations, while providing Genomma Lab’s products the expanded reach from Grupo Marzam’s robust distribution network”, said Rodrigo Herrera Aspra, President and CEO of Genomma Lab.

Genomma Lab will be divesting an initial stake of 50% plus one share to Moench Coöperatief for approximately \$1.35 billion pesos, to be paid in two tranches. The Company will receive \$1.05 billion pesos at closing, and the remaining \$300 million pesos will be paid on the one-year anniversary of the transaction. Moench Coöperatief will receive call options to increase its ownership stake in Grupo Marzam to up to 90% over the next 7 years. Likewise, Genomma Lab will hold a 7-year put option to sell, at a pre-set value, any outstanding shares which have not been previously acquired by Moench Coöperatief by 2022, capped at 90% of Grupo Marzam’s equity.

In line with Genomma Lab’s strategy of improving its capital structure and enhancing shareholder value, the use of initial proceeds may include the reduction of bank debt and other potential shareholder value-enhancing actions, including share repurchases.

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The partners of Moench Coöperatief, the Netherlands-based private equity firm, are a group of long-term experienced investors, which is the main reason Genomma Lab selected the fund not only as a buyer, but also as a business partner to expand Grupo Marzam.

Closing of the Grupo Marzam transaction is subject to customary closing conditions, including obtaining the favorable resolution from Mexico's *Comisión Federal de Competencia Económica*.

Bank of America Merrill Lynch acted as exclusive financial advisor and EY acted as legal counsel to Genomma Lab in connection with the transaction.

Company Description

Genomma Lab Internacional, S.A.B. de C.V. is one of the fastest growing pharmaceutical and personal care products companies in Latin America. Genomma Lab develops, sells and markets a broad range of premium branded products, many of which are leaders in the categories in which they compete in terms of sales and market share. The Company has a sound business model through a unique combination of a new product development process, consumer oriented marketing, a broad retail distribution network and a low - cost, highly flexible supply chain operating model.

Note on Forward-Looking Statements

This report may contain certain forward-looking statements and information relating to the Company that reflect the current views and/or expectations of the Company and its management with respect to its performance, business and future events. Forward looking statements include, without limitation, any statement that may predict, forecast, indicate or imply future results, performance or achievements, and may contain words like "believe," "anticipate," "expect," "envisages," "will likely result," or any other words or phrases of similar meaning. Such statements are subject to a number of risks, uncertainties and assumptions. We caution you that a number of important factors could cause actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in this presentation and in oral statements made by authorized officers of the Company. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of their dates. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.