

(To be delivered through the clearing agencies)

From: **Vilmorin & Cie**

To: **BNP Paribas Securities Services**, as Fiscal Agent

The holders of the Bonds referred to below



4 Quai de la Mégisserie
75001 Paris
France

Paris, 22 March 2021

**SUPPLEMENT TO THE NOTICE OF REDEMPTION OF THE BONDS DATED 18 MARCH
2021**

**€450,000,000 2.375 per cent. Bonds due 26 May 2021
issued in two tranches on 26 May 2014 and 11 March 2015**

ISIN Code: FR0011921881

Common Code: 107013172

LEI (Legal Entity Identifier): 969500TQ4OAZZXSUPZ18

Reference is made to the €450,000,000 2.375 per cent. Bonds due 26 May 2021 issued by Vilmorin & Cie in two tranches on 26 May 2014 and 11 March 2015 (the "**Bonds**") pursuant to the terms and conditions set forth in the prospectuses dated 22 May 2014 and 9 March 2015 approved by the *Autorité des Marchés Financiers* respectively on 22 May 2014 and 9 March 2015 (the "**Terms and Conditions**").

This supplement (the "**Supplement**") hereby supplements the notice of redemption of the Bonds delivered to the Bondholders by Vilmorin & Cie on 18 March 2021 through the Euroclear system and attached as Annex 1 thereto (the "**Original Notice**"), for the purpose of correcting (i) the Early Redemption Date and (ii) the aggregate amount of accrued and unpaid interest payable on such Early Redemption Date.

The Early Redemption Date provided for in the Original Notice not being a Business Day, Vilmorin & Cie has decided to postpone the Early Redemption Date to the next Business Day, i.e. 6 April 2021. According to the Original Notice, bondholders would indeed not have been entitled to receive the payment due until the next Business Day, i.e. 6 April 2021, nor any interest in respect of such postponed payment, pursuant to Condition 5.2 (*Payments on Business Days*) of the Terms and Conditions. Accordingly, Vilmorin & Cie has decided to pay to the Bondholders the amount of interest accrued over this additional period from (and including) 2 April 2021 to (but excluding) 6 April 2021.

All other provisions provided for in the Original Notice shall remain unchanged.

The terms of the call and redemption of the outstanding Bonds are supplemented as follows:

1. The redemption date for the Bonds will be 6 April 2021.

2. The aggregate outstanding principal amount of the Bonds being called and redeemed is €346,200,000. The aggregate amount of accrued and unpaid interest payable on the Early Redemption Date is €7,095,914.38. Bondholders are advised to inform themselves on the specific conditions relating to redemption and interest calculation provided for in the Terms and Conditions.

[For further information, please contact Vilmorin & Cie at 04.73.63.41.21.]

ANNEX 1

Original Notice

(To be delivered through the clearing agencies)

From: **Vilmorin & Cie**

To: **BNP Paribas Securities Services**, as Fiscal Agent

The holders of the Bonds referred to below



4 Quai de la Mégisserie
75001 Paris
France

Paris, 18 March 2021

NOTICE OF REDEMPTION OF THE BONDS

**€450,000,000 2.375 per cent. Bonds due 26 May 2021
issued in two tranches on 26 May 2014 and 11 March 2015**

ISIN Code: FR0011921881

Common Code: 107013172

LEI (Legal Entity Identifier): 969500TQ4OAZZXSUPZ18

Reference is made to the €450,000,000 2.375 per cent. Bonds due 26 May 2021 issued by Vilmorin & Cie in two tranches on 26 May 2014 and 11 March 2015 (the "**Bonds**") pursuant to the terms and conditions set forth in the prospectuses dated 22 May 2014 and 9 March 2015 approved by the *Autorité des Marchés Financiers* respectively on 22 May 2014 and 9 March 2015 (the "**Terms and Conditions**").

All capitalized terms used therein and not defined shall have the meaning assigned to such terms in the Terms and Conditions.

Pursuant to Condition 4.3 (*Redemption at the option of the Issuer*) of the Terms and Conditions, Vilmorin & Cie hereby gives notice to the Bondholders of the call and redemption of the outstanding Bonds, in whole, at their principal amount together with interest accrued to, but excluding, the date fixed for redemption as follows:

1. The redemption date for the Bonds will be 2 April 2021 (the "**Early Redemption Date**").
2. The aggregate outstanding principal amount of the Bonds being called and redeemed is €346,200,000. The aggregate amount of accrued and unpaid interest payable on the Early Redemption Date is € 7,005,807.53. Bondholders are advised to inform themselves on the specific conditions relating to redemption and interest calculation provided for in the Terms and Conditions.
3. The Fiscal Agent is BNP Paribas Securities Services, Les Grands Moulins de Pantin – 9, rue du Débarcadère – 93500 Pantin – France.

4. Payment of principal and interest in respect of the Bonds on the Early Redemption Date shall be made by transfer to the account denominated in euros of the relevant Account Holders for the benefit of the Bondholders. Such payments validly made to such Account Holders will be an effective discharge of the Issuer in respect of such payments.
5. This Notice is irrevocable.

[For further information, please contact Vilmorin & Cie at 04.73.63.41.21.]