

Press release

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RAG-Stiftung again successfully issues exchangeable bonds into shares of Evonik Industries

- Issue size of EUR 500 million
- Issue Price of 104%
- Maturity 16 March 2023
- 0.0% Coupon
- 30% Exchange Premium, Exchange Price of 38.2529 Euro per share

Essen, 9 March 2017. RAG-Stiftung (the "Issuer") again successfully placed today EUR 500 million senior unsecured bonds due 2023 (the "Bonds"), exchangeable into existing ordinary registered shares of Evonik Industries AG ("Evonik"). The Bonds were offered exclusively to institutional investors outside the US in an accelerated bookbuilding process.

The Bonds will be issued at 104% of their principal amount and will bear no periodic interest. The exchange price has been set at 38.2529 Euro, which represents an exchange premium of 30% above the volume weighted average price of the Evonik share on XETRA between launch and pricing. The Bonds are callable by the RAG-Stiftung after 6 April 2021 if the Evonik share price (over a certain period) exceeds 130% of the then applicable exchange price. The Bonds will be redeemed at 100% of their principal amount on 16 March 2023, the final maturity date.

Settlement is expected to take place on or around 16 March 2017. It is intended to apply for inclusion of the Bonds to be traded on the Open Market (*Freiverkehr*) of the Frankfurt Stock Exchange.

The Issuer will use the net proceeds of the offering to increase its existing financial assets and for the implementation of its investment strategy.

In the context of the transaction, the RAG-Stiftung has committed to a lock-up of 90 days in respect to Evonik shares.

Citigroup Global Markets Limited, Deutsche Bank AG and UBS Investment Bank acted as Joint Bookrunners in connection with the offering.

The Bonds were offered exclusively to institutional investors outside the United States of America, Australia, Canada, South Africa and Japan or any other jurisdiction in which offers or sales of securities would be prohibited by applicable law.

About the RAG-Stiftung

The RAG-Stiftung is a private foundation that was established in 2007. The mission of the RAG-Stiftung is to accumulate sufficient assets by the end of 2018 to enable the permanent financing starting in 2019 of the inherited liabilities with unlimited duration related to German coal mining operations in the Ruhr and Saar region.

Further information on the RAG-Stiftung is available at: www.rag-stiftung.de

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