These materials are not an offer or the solicitation of an offer for the sale or subscription of the shares of Aroundtown SA in the United States of America. The subscription rights and the shares referred to herein may not, at any time, be offered, sold, exercised, pledged, delivered or otherwise transferred within or into the United States of America except to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act of 1933, as amended ("Securities Act")) in accordance with Section 4(a)(2) of the Securities Act or another applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Aroundtown SA has not registered and does not intend to register the subscription rights and/or shares under the Securities Act or publicly offer the subscription rights and/or shares in the United States of America.



Aroundtown SA

(a public limited liability company (société anonyme),
established under the laws of the Grand Duchy of Luxembourg,
with registered office at 40, Rue du Curé, L-1368 Luxembourg, Grand Duchy of Luxembourg,
registered with the Luxembourg trade and companies register
(Registre de commerce et des sociétés) under number B 217868

ISIN: LU1673108939 WKN: A2DW8Z Trading Symbol: AT1 (XETRA)

ISIN LU2264048211 / WKN A2QHZU (subscription rights and inseparably associated dividend rights – cash payment)

ISIN LU2264047759 / WKN A2QHZT (exercised subscription rights and inseparably associated dividend rights – share delivery)

Publication of Subscription Price and Subscription Ratio

We refer to the offer published on the website of Aroundtown SA ("**Aroundtown**" or "**Company**") on 16 December 2020 ("**Subscription Offer**"). Dividend rights of EUR 0.14 (gross) per share have arisen from the resolution on the distribution of a dividend by the ordinary general meeting of the shareholders of the Company on 15 December 2020. During the period from 16 December 2020 to 8 January 2021 (inclusive) shareholders of the Company are able to choose whether to have their dividend paid out (i) in cash, (ii) in the form of Aroundtown shares ("**Scrip Dividend**"), or (iii) in cash for a portion of their shares and as Scrip Dividend for the other portion of their shares. Out of the dividend of EUR 0.14 (gross) per share, an amount of EUR 0.0210 per share will be withheld by the Company to settle the applicable Luxembourg withholding tax. The remaining amount of EUR 0.1190 per share ("**Dividend Right**") is available for subscribing for Aroundtown shares in the Scrip Dividend ("**Dividend Shares**").

The Board of Directors of the Company resolved to utilize outstanding shares held in treasury by the Company for delivery of the Scrip Dividend but reserved the right to resolve on or around 13 January 2021 on the creation of new shares to the extent required for the implementation of the Scrip Dividend through partial use of the authorised share capital pursuant to Article 7.1 of the Company's articles of association against a contribution in kind of Dividend Rights. The Dividend Shares are entitled to participate in any dividends as from 1 January 2020.

In line with the principles for the determination of the subscription price and the subscription ratio as set out in the Subscription Offer, the Company on 5 January 2021 determined that:

The information in this document is not intended for distribution in the USA, Australia, Canada or Japan, or for publication in the USA, Australia, Canada or Japan.

The subscription price per Dividend Share shall be EUR 5.19.

The subscription ratio shall be 43.61:1.

Due to rounding effects the calculation of the number of Dividend Shares in the Scrip Dividend based on the subscription ratio may deviate from the calculation based on the subscription price. Only the subscription ratio will be decisive for determining the number of Dividend Shares in the Scrip Dividend.

Consequently, for the subscription for each Dividend Share 43.61 Dividend Rights shall be transferred and assigned (and, in the event of the issuance of New Shares, to the extent required, contributed).

The subscription period will continue up to and including 8 January 2021.

Sales restrictions

The Dividend Shares will be offered to the public exclusively in the Grand Duchy of Luxembourg and Germany. Neither the subscription rights nor the Dividend Shares have been, or will be, registered under the U.S. Securities Act of 1933 as amended ("Securities Act") or with the securities regulators of any state or other jurisdiction of the United States of America. At no time may the subscription rights and Dividend Shares be directly or indirectly offered, sold, exercised, pledged, transferred or delivered within or into the United States of America, except to "qualified institutional buyers" as defined in Rule 144A of the Securities Act, in accordance with Section 4(a)(2) of the Securities Act or on the basis of an applicable exemption, or in a transaction not subject to the registration requirements of the Securities Act, provided that there is no breach of applicable securities legislation in the individual states of the United States of America.

Luxembourg, 5 January 2021

Aroundtown SA

The Board of Directors