

## Modalities of the payment of the 2019 dividend

The Combined Shareholders' General Meeting of Imerys which met today has approved the distribution of a dividend of 1.72 euros per share (3<sup>rd</sup> resolution) as well as the option for payment in whole or in part of the amount of this dividend in shares (4<sup>th</sup> resolution).

The main terms and conditions relating to this payment of the 2019 dividend in shares and / or in cash are as follows:

### ❑ Possible options

At the choice of each shareholder expressed as described below, the 2019 dividend will be payable:

- Option 1: entirely in new shares
- Option 2: entirely in cash
- Option 3: in new shares and in cash in the proportions chosen by such shareholder

### ❑ Issue price of new shares

The issue price is 21.12 euros per share, corresponding to 95% of the average market price at the opening on the regulated market of Euronext Paris during the 20 trading sessions preceding the date of the Shareholders' General Meeting of May 4, 2020 reduced by the net amount of the dividend, this price being rounded up to the nearest euro cent.

### ❑ Exercise of the option

- Shareholders who wish to opt for the payment of the dividend in whole or in part in shares must opt from May 19, 2020 pursuant to modalities and before the deadline specified above. If the option is not exercised by such deadline, the shareholder will receive the entire dividend in cash.
- The subscription shall be for a whole number of shares. If the amount of the dividend for which the payment option in shares is exercised does not correspond to a whole number of shares, the shareholder will receive the immediately lower whole number of shares with the balance paid in cash.
- If your shares are pure registered:

As the payment in cash is the default option, each holder of pure registered shares must express its choice for the payment of the dividend in full or in part in shares (in this second case, with indication of the number of shares concerned) by:

  - by using the OLIS-Shareholder website, **by June 7, 2020 (23h59)**; or
  - by returning the form sent by CACEIS, duly completed, dated and signed: by mail to the following address: CACEIS Corporate Trust - OST Service Registry - 14 rue Rouget de Lisle, 92862 Issy les Moulineaux Cedex 09, France or by fax at +33 1 49 08 05 89, **by June 4, 2020 to ensure its receipt by CACEIS no later than June 8, 2020 (morning)**.

Please do not send your form directly to Imerys.
- If your shares are administered registered or bearer:

You must contact your financial intermediary authorized to pay said dividend.

## ❑ Rights attached to new shares

The new shares thus issued will be ordinary shares and will carry right to immediate enjoyment. They will be the subject of a request for admission to listing on the regulated market Euronext in Paris and will carry the same rights and obligations as the existing ordinary shares and will be fully assimilated to the other existing shares as from their issue.

## ❑ Maximum capital increase<sup>1</sup>

The maximum number of new shares that might be issued as payment of the dividend in shares is 6,461,655 shares, representing a maximum 7.53% of the capital and 5,12% of voting rights of the Company based on the share capital on April 30, 2020 (i.e. 79,343,115 existing shares and 126,163,067 (net) voting rights).

## ❑ Calendar

May 15, 2020 (before trading)	Date of ex-dividend
May 18, 2020	Record date
May 19, 2020	Opening of the option period for the payment of the dividend in shares
June 8, 2020	Closing of the option period for the payment of the dividend in shares
June 10, 2020	Announcement of the results of the option to pay the dividend in shares
June 12, 2020	Delivery date of newly issued shares and payment of dividend in cash

### Warning

*This press release constitutes the information document required under Article 1, paragraphs 4. (h) and 5. (g) of Chapter I of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017. It does not constitute an offer to buy financial securities subject to the publication of a prospectus. This press release and any other document relating to the payment of the dividend in shares may only be distributed outside of France in accordance with the laws and regulations applicable locally, and may not constitute an offer of financial securities in countries where such an offer would violate the locally applicable legislation. The option to receive the dividend payment for the 2019 financial year in shares is thus open to all shareholders of the Company, except those of shareholders residing in any country for which such an option would require registration, or obtaining an authorization from local stock exchange authorities; shareholders residing outside of France must inform themselves of any local restrictions and comply with them. The shareholders must inform themselves of the conditions and consequences relating to such an option and which could be applicable under local law. For the tax aspects related to the payment of the dividend in shares, the shareholders are invited to study their particular situation with their tax adviser. When deciding whether to opt for a dividend payment in shares, shareholders must take into consideration the risks associated with an investment in shares. For any additional information relating to the Company and the risks relating to the Group, please refer in particular to the "Risk Factors" Chapter of the Company's 2019 Universal Registration Document (available on the website [www.imerys.com](http://www.imerys.com)).*

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*The world's leading supplier of mineral-based specialty solutions for industry with €4.4 billion in revenue and 16,300 employees in 2019. Imerys delivers high value-added, functional solutions to a great number of sectors, from processing industries to consumer goods. The Group draws on its understanding of applications, technological knowledge and expertise in material science to deliver solutions by benefiting its mineral resources, synthetic*

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<sup>1</sup> It is specified that this calculation does not take into account treasury shares, it being recalled that in the event that when the payment is made, the Company would hold some of its own shares, (i) the amount of the dividend corresponding to these treasury shares held will not be paid and will be used to carry over (ii) such own shares will be without voting rights.

*minerals and formulations. Imerys' solutions contribute essential properties to customers' products and their performance, including heat resistance, hardness, conductivity, opacity, durability, purity, lightness, filtration, absorption and water repellency. Imerys is determined to develop responsibly, in particular by fostering the emergence of environmentally-friendly products and processes.*

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