



This information is not intended for, and shall not be accessible, published, distributed or circulated to persons resident or located in the United States of America, Canada, Japan or Australia, and is not an offer to subscribe for or sell, nor a solicitation of an offer to subscribe for or buy securities of Medicrea International in the United States, Canada, Japan or Australia. Any person who wishes to access the information and documents contained on this website must first satisfy himself that he is not subject to local laws or regulations prohibiting or restricting such right of access or requiring registration or approval of the securities in order to acquire them. Medicrea International will not accept any liability arising out of the breach by any person of the applicable laws or regulations. By scrolling down, I confirm that I have read and agree to these terms and undertake to comply with applicable regulations.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA OR JAPAN

Medicrea International raises € 7.216 million

Lyon, December 22, 2017 – MEDICREA INTERNATIONAL (Euronext Growth: ALMED, FR0004178572, PEA-PME eligible), major innovating player in the convergence of healthcare IT and next-generation, outcome-centered device design and manufacturing with UNiD™ Adaptive Spine Intelligence™ (ASI) technology ("Medicrea" or the "Company"), today announces that it has completed a capital increase of € 7,216,957.35 with 4 U.S. institutional investors.

This fund raising concerns a total of 2,336,341 ordinary shares with warrants attached ("ABSA") issued at a unit price of €3.089 (including issue premium), i. e. a gross amount of € 7,216,957.35. The number of ordinary shares issued may be increased to 3,504,510 or a maximum total gross amount of € 10,896,689.70 in the event that all the warrants ("BSA") are exercised.

KEY FEATURES OF THE CAPITAL INCREASE

Subscription Price

The ABSAs have been subscribed at a price of €3.089 compared to the share reference price¹ of € 3.078. The subscription price of the ABSA compared to the sum of the reference share price and of the theoretical value of the BSA shows an overall discount of 9.1%.

Settlement and delivery of the ABSA should take place (subject to customary market conditions) on December, 29, 2017.

Number of securities issued and resulting dilution

The transaction involves 2,336,341 new ordinary shares issued, resulting in a dilution of approximately 15.49%. Based on existing capital of 12,746,470 shares prior to the transaction, the capital increase raises the total number of ordinary shares comprising the share capital to 15,082,811 shares.

The new shares carry rights from January 1, 2017 and are tradable on the Euronext Growth market as from December 29, 2017. They will be listed on the same listing line as the existing shares (ISIN: FR0004178572) as soon as they are admitted for trading.

The shares represent 18.32 % of the Company's share capital as of this day (pre-issue), and 27.50% in the event of the exercise of all the BSAs.

¹ The reference price of the share corresponds to the volume-weighted average of the share prices of the last 20 trading days prior to the fixing of the subscription price.

For illustrative purposes, the interest of a shareholder holding 1.00% of share capital of the Company prior to the transaction is brought to 0.85% after the transaction, and would be brought to 0.78% if all the BSAs were to be exercised.

Characteristics of the warrants

Each new share issued comes with one BSA, for a total issuance of 2,336,341 BSAs.

Two BSAs entitle holders to subscribe to one new Medicea ordinary share, at an exercise price of €3.15.

The BSAs shall be exercisable for a period of three years after their issuance.

The theoretical value of one BSA is €0.319 assuming a volatility of 34% based on the closing price as of December 22, 2017 which is equal to €2.98 (Black & Scholes formula).

The BSAs are immediately detached from the shares upon issuance. The BSAs will not be subject to a request for admission to trading on the Euronext Growth market in Paris and will therefore not be listed.

Lock-up

As part of the capital increase, the Company promises not to issue shares or other equity linked securities for a period of 90 days following the settlement and delivery date of new shares, subject to certain customary exceptions. Certain shareholders and/or officers of the Company have also undertaken not to sell, directly or indirectly, shares or other securities giving access to the share capital for a period of 90 days following the settlement dates of the securities issued, subject to the usual exceptions.

Type of transaction and type of offering

This fund raising is made by way of a capital increase through the issuance of ordinary shares, one BSA being attached to each ordinary share, with the cancellation of preferential subscription rights, by way of a private placement in accordance with Article L 411-2 II. of the French Monetary and Financial Code as well as by way of an offer reserved to a category of investors in accordance with Article L. 225-138 of the Commercial Code.

None of the current significant shareholders or current officers of the company are among the beneficiaries of this transaction.

Legal framework

Using the authorizations granted by the ordinary and extraordinary General Meeting of May 11, 2017, pursuant to the 7th and 9th resolution, the Board of Directors decided on December 21, 2017, the issuance of the ABSAs in the context of :

- a private placement in accordance with paragraph II of Article L. 411-2 of the French Monetary and Financial Code and to the 7th resolution of the said meeting, and

- a reserved offer in favour of a category of investors as defined in the 9th resolution of the said meeting in accordance with the provisions of Article L. 225-138 of the French Commercial Code, i. e. funds and/or investment companies with an international dimension (i. e.: carrying out financial operations in several countries), operating in the field of health and/or medical devices and each of which would participate in the operation for an amount at least equal to €100,000 or the equivalent of this amount in foreign currency (in accordance with the provisions of Article 211-2 3° of the General Regulations of the *Autorité des Marchés Financiers*).

It should be noted that the aforementioned capital increase did not give rise to, nor will it give rise to, the establishment of a prospectus subject to approval by the *Autorité des Marchés Financiers*.

Risk factors

The Company draws the public's attention to the risk factors related to the Company and its activities presented in the registration document (*document de référence*) filed with the AMF under number R.17-072 on November 10, 2017, which is available free of charge on the websites of the Company (www.medicea.com) and/or the AMF (www.amf-france.org).

Placement Agent.

Craig-Hallum Capital Group LLC acted as placement agent in the offering.

Representative of the masse

The representative of the masse of BSA holders will be Aether Financial Services.

Next press release : January 11, 2018 : 2017 annual sales

About MEDICREA INTERNATIONAL (www.medicrea.com)

Through the lens of predictive medicine, Medicea international leads the design, integrated manufacture, and distribution of 30+ FDA approved spinal implant technologies that have been utilized in over 150,000 spinal surgeries to date. By leveraging its proprietary software analysis tools with big data and machine learning technologies and supported by an expansive collection of clinical and scientific data, Medicea International is well-placed to streamline the efficiency of spinal care, reduce procedural complications and limit time spent in the operating room.

Operating in a \$10 billion marketplace, Medicea international is a Small and Medium sized Enterprise (SME) with 175 employees worldwide, which includes 50 who are based in the U.S. The Company has an ultra-modern manufacturing facility in Lyon, France housing the development and production of 3D-printed titanium patient-specific implants.

For further information, please visit: www.medicrea.com

Connect with Medicea®

[FACEBOOK](#) | [INSTAGRAM](#) | [TWITTER](#) | [WEBSITE](#) | [YOUTUBE](#)

Medicea®

Denys SOURNAC
Founder, Chairman and CEO
dsournac@medicea.com

Fabrice KILFIGER
Chief Financial Officer
fkilfiger@medicea.com
Tél. : +33 (0)4 72 01 87 87

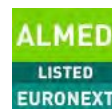
Medicea® is listed on

EURONEXT Growth Paris

ISIN : FR 0004178572

Mnémonique : ALMED

LEI : 969500BR1CPTYMTJBA37



Disclaimer

In France, the offer of Medicrea securities described above will take place solely as a placement, in accordance with Article L II. 411-2 of the French Monetary and Financial Code and/or in the context of a reserved offer in favour of a category of investors in accordance with Article L. 225-138 of the Code de commerce and applicable regulations. The offering does not constitute a public offering in France, as defined in Article L. 411-1 of the Code monétaire et financier and no prospectus reviewed or approved by the Autorité des marchés financiers will be published.

With respect to Member States of the European Economic Area that have transposed European Directive 2003/71/EC of the European Parliament and European Council (as amended, in particular by Directive 2010/73/EU to the extent that the said Directive has been transposed into each Member State of the European Economic Area) (the "Prospectus Directive"), no action has been taken or will be taken to permit a public offering of the securities referred to in this press release which would require the publication of a prospectus in any Member State.

This press release and the information it contains is not an offer to subscribe for or sell, nor the solicitation of an offer to subscribe for or buy, securities of Medicrea in the United States or any other jurisdiction where restrictions may apply. Securities may not be offered or sold in the United States absent registration or an exemption from registration under the US Securities Act of 1933, as amended. Medicrea does not intend to register securities or conduct a public offering in the United States, or in any other jurisdiction.

This distribution of this press release may be subject to legal or regulatory restrictions in certain jurisdictions. Any person who comes into possession of this press release must inform him or herself of and comply with any such restrictions.

This press release has not been independently verified and no representation or warranty, express or implied, is made or given by or on behalf of any of Craig-Hallum Capital Group LLC or any of their respective parent or subsidiary undertakings, or the subsidiary undertakings of any such parent undertakings, or any of such person's directors, officers, employees, agents, affiliates or advisers, as to, and no reliance should be placed on, the accuracy, completeness or fairness of the information or opinions contained in this press release. No responsibility or liability is assumed by any such persons for any such information or opinions or for any errors or omissions. All information presented or contained in this press release is subject to verification, correction, completion and change without notice.

Craig-Hallum Capital Group LLC is acting exclusively for the Company and no one else in connection with the placement and will not regard any other person (whether or not a recipient of this press release) as their client in relation to the placement and will not be responsible to anyone other than the Company for providing the protections afforded to its client nor for providing advice in relation to the proposed placement.