

NOTICE TO NOTEHOLDERS (“NOTICE”)

**UCB SA
EURO MEDIUM TERM NOTE PROGRAMME
(the “Programme”)**

**UCB SA
(the “Issuer”)**

**EUR 350,000,000 1.875 per cent. Notes due 2 April 2022
issued under the Programme
(the “Notes”)**

ISIN Code: BE0002488634

This Notice is made in relation with the EUR 350,000,000 1.875 per cent. Notes due 2 April 2022 and must be read in conjunction with the Terms and Conditions included in the Base Prospectus dated 10 March 2015 (the “**Terms and Conditions**”) and the Final Terms dated 31 March 2015 relating to such Notes (together with the Terms and Conditions, the “**Applicable Terms**”). Terms defined in the Applicable Terms shall have the same respective meanings when used in this Notice.

The Issuer hereby provides notice to the holders of the Notes (the “**Noteholders**”) that, pursuant to Condition 5 (d) (*Redemption at the option of the Issuer (Issuer Call)*) of the Terms and Conditions, it will redeem on 29 April 2021 (the “**Optional Redemption Date**”) all the Notes then outstanding at the Optional Redemption Amount together with interest accrued to (but excluding) the Optional Redemption Date, as determined in accordance with the Applicable Terms (the “**Issuer Call**”).

The Optional Redemption Amount, calculated by the Calculation Agent on the basis of the Reference Rate on 12 April 2021 at 11.00 am, is 101.90451% of the Calculation Amount (€100,000). The accrued and unpaid interest is 0.13870% of the Calculation Amount.

The Notice is irrevocable and shall be governed by Belgian law.

The Issuer accepts responsibility for the information contained in this Notice.

Made in Brussels on 14 April 2021

DocuSigned by:

B3015FCE45284E5...
By **Xavier Michel**
Authorized signer

DocuSigned by:

576394F202DE45F...
Raf Remijnsen
Authorized signer