



**Exercise in full of the over-allotment option
Total initial public offering size increased to €313.7 million**

Paris, February 18, 2010. The MEDICA group announced today in relation to its initial public offering that the Global Coordinators, Joint Lead Managers and Joint Bookrunners, BNP Paribas, Credit Suisse and RBS (on behalf of the Underwriters) have, following the favourable performance of the share price, exercised in full their over-allotment option, resulting in the purchase from TBU-3 International S.A.¹ and ICG Entities² of 2,938,698 additional existing shares at the offering price of €13.00 per share.

As a result, the total number of MEDICA group shares offered to the market in connection with its initial public offering amounts to 22,530,044 shares, or approximately 47.0% of MEDICA group's share capital and voting rights, thereby increasing the public offering size (both French and international) to €292.9 million, and the total size of the initial public offering to €313.7 million (after the reserved capital increase to Predica, a subsidiary of Crédit Agricole Assurances, and to independent directors, and after the employee offering).

After the exercise of the over-allotment option, TBU-3 International S.A. will hold approximately 45.1% of the share capital and voting rights of the MEDICA group.

In addition, BNP Paribas, in its capacity as stabilizing agent, has informed the MEDICA group that no stabilization was carried out during the stabilization period, which started on February 10, 2010 (after the issue of MEDICA group's press release announcing the results of the offering) and ended today.

¹ A company owned by funds advised by BC Partners

² Subsidiaries or vehicles advised and/or managed by Intermediate Capital Group Plc

Public Information

Copies of the prospectus that received visa number 10-015 from the AMF on January 25, 2010, consisting of the *Document de Base* registered on December 9, 2009 under number I.09-092 and a *note d'opération* (which includes a summary of the prospectus), are available free of charge at the MEDICA group, 39 rue du Gouverneur Général Félix Eboué, 92130 Issy-les-Moulineaux, and on the websites of the MEDICA group (www.medica-france.fr) and of the AMF (www.amf-france.org). Potential investors are urged to consider the risk factors set forth in section 5 "Risk Factors" of the MEDICA group's *Document de Base* and in section 2 "Risk Factors Relating to the Offering" of the *note d'opération*.

About MEDICA group

The MEDICA group operates mainly in two business sectors: the "long-term care" sector (EHPAD, Etablissements d'Hébergement pour Personnes Agées Dépendantes) with 111 facilities at December 31, 2009 in France and in Italy and the post-acute and psychiatric sector, mainly at rehabilitation and recuperative care facilities and psychiatric facilities with 37 facilities at December 31, 2009. The MEDICA group has over 6,400 employees and confirmed its revenue forecast at December 31, 2009, which should amount to approximately €480 million.

Website: www.medica-france.fr

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Notice

This announcement and the information it contains does not, and shall not, under any circumstances constitute a public offering or an invitation to the public in connection with any offering of securities. No public offering of securities will be conducted in France or abroad prior to the delivery of the AMF's visa on a prospectus that conforms to the provisions of Directive 2003/71/CE issued by the European Parliament and European Council on November 4, 2003. The publication of this press release in certain countries may be considered to be a violation of applicable regulations. The information contained in this press release does not constitute an offer for securities in the United States, Canada, Australia or Japan. This press release should not be published, transmitted or distributed, directly or indirectly, into the United States, Canada, Australia or Japan. This document is not an offer for sale of the shares of the MEDICA group in the United States or in any other jurisdiction. The shares of the MEDICA group may not be sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. The MEDICA group does not intend to register any portion of the offering in the United States or to conduct a public offering of the shares in the United States.

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This press release includes forward-looking statements relating to Medica's prospects and growth strategy. This information is not historical data and should not be interpreted as guarantees of the future occurrence of such facts and data. These statements are based on data, assumptions and estimates that Medica believes are reasonable. Medica's data, assumptions and estimates may change as a result of uncertainties related to the economic, financial, competitive or regulatory environment. The forward-looking statements contained in this press release are made only as of the date hereof. Except as required by any applicable law, rules or regulations, Medica expressly disclaims any obligation or undertaking to release publicly any updates of any forward-looking statements contained in this press release to reflect any change in its expectations or any change in events, conditions or circumstances on which any forward-looking statement contained in this press release is based. Medica operates in a competitive and rapidly changing environment. It is therefore not in a position to predict all of the risks, uncertainties or other factors that may affect its business, their potential impact on its business, or the extent to which the occurrence of a risk or a combination of risks could have results that are significantly different from those included in any forward-looking statement. None of these forward-looking statements constitutes a guarantee of actual results. It is recalled that Medica's profit forecasts were the subject matter of a report prepared by the statutory auditors included in section 14 "Profit Forecasts and Estimates" of the Document de Base.