



Sotera Health Announces Secondary Offering of Common Stock

September 4, 2024

CLEVELAND, Sept. 04, 2024 (GLOBE NEWSWIRE) -- Sotera Health Company (Nasdaq: SHC) (the "Company") today announced the launch of a secondary offering (the "Offering") of 25,000,000 shares of its common stock, par value \$0.01 per share. All 25,000,000 shares are being offered for sale by certain affiliates of Warburg Pincus LLC ("Warburg Pincus") and GTCR LLC ("GTCR") as selling stockholders. No other entities, and no individuals, are selling shares in the Offering. It is expected that, as a result of the Offering, the Company's sponsors (affiliates of Warburg Pincus and GTCR) will cease to own a majority of the Company's outstanding common stock, which will affect certain sponsor rights and related matters. These rights are described in the Company's most recently filed annual general meeting proxy statement. The Company is not offering any shares in the Offering and will not receive any of the proceeds from the Offering. The Company will pay the expenses of the Offering pursuant to its obligations under its Amended and Restated Registration Rights Agreement.

Citigroup is acting as the underwriter for the Offering. The underwriter will offer the shares from time to time in one or more transactions on the Nasdaq, in the over-the-counter market or through negotiated transactions at market prices or at negotiated prices.

The Offering is being made only by means of a prospectus. Copies of the preliminary prospectus relating to the Offering may be obtained, when available, from: Citigroup, Attention: Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, by telephone at 1-800-831-9146.

A registration statement relating to these securities was filed with the Securities and Exchange Commission on February 27, 2024, and became effective automatically.

This press release shall not constitute an offer to sell, or the solicitation of an offer to buy these securities, nor shall there be any sale of, these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Forward-looking Statements:

Statements in this press release regarding the Company that are not historical facts are "forward-looking statements" that involve risks and uncertainties. Certain of these risks and uncertainties are described in the Company's registration statement on Form S-3 filed with the SEC, including under the headings "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements," under the headings "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" in the Company's most recent Annual Report on Form 10-K and under the heading "Risk Factors" in the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2024. Forward-looking statements made in this release speak only as of the date of this release, and the Company undertakes no obligation to update the information contained in this press release to reflect subsequently occurring events or circumstances, except as required by law.

About Sotera Health:

Sotera Health Company is a leading global provider of mission-critical end-to-end sterilization solutions and lab testing and advisory services for the healthcare industry. Sotera Health goes to market through three businesses – Sterigenics®, Nordion® and Nelson Labs®. Sotera Health is committed to its mission, Safeguarding Global Health®.

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Source: Sotera Health Company