

PRESS RELEASE

Delft, January 27, 2015

Exact: Extraordinary General Meeting of Shareholders adopts all resolutions

At the Extraordinary General Meeting of Shareholders of Exact Holding N.V. (“Exact”) held today, all resolutions were approved. The shareholders adopted the following resolutions:

- Conditional amendment of the Articles of Association of the Company as per the Settlement Date (as defined in the Offer Memorandum) and authorization to execute the deed of amendment of the Articles of Association.
- Conditional Asset Sale and Liquidation: Approval of the Asset Sale as required under section 2:107a DCC; Resolution to dissolve (*ontbinden*) and liquidate (*vereffenen*) the Company in accordance with section 2:19 of the DCC.
- Appointment as per the Settlement Date of the following Supervisory Board members: Mr Roy Mackenzie, Mr Jason Wright, Mr Will Chen, Mrs Ilonka Jankovich de Jeszenice, Mr Kiran Patel.
- Authorization for the Board of Managing Directors of the Company to repurchase shares in its own capital for a price not exceeding the Offer Price (as defined in the Offer Memorandum).
- Conditional acceptance of the resignation of the resigning Supervisory Board members as per the Settlement Date and conditional granting of full discharge to each of the resigning Supervisory Board members with respect to their duties and obligations performed and incurred as members of the Supervisory Board until the date of the EGM, effective as per the Settlement Date: Mr Thierry Schaap, Mr Willem Cramer, Mr Peter van Haasteren, Mr Evert Kooistra.

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About Exact

Vigorous business software. That’s what Exact builds. For more than 200,000 businesses around the world. For entrepreneurial Doers who dare and, if they fall, always get up again. Exact breathes that same spirit. Thirty years ago a garage start-up by six students, now a global company, employing 1,550 people in 15 countries with revenues of € 213 million in 2013.

With Exact, businesses can quickly respond to shifting market conditions and grasp opportunities with both hands when they arise. Our business software enables customers to focus on their next goal, and look ahead to the next challenge.

For further information about Exact, visit www.exact.com or contact:

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