



*This is a joint press release by Neways Electronics International N.V. ("**Neways**"), and Infestos Sustainable Solutions B.V. (the "**Offeror**"), a direct wholly-owned subsidiary of Infestos Sustainability B.V. ("**Infestos Sustainability**"), pursuant to the provisions of Section 16, paragraphs 1 and 2 of the Netherlands Decree on Public Takeover Bids (Besluit openbare biedingen Wft, the "**Decree**") in connection with the recommended public offer by the Offeror for all the issued and outstanding ordinary shares in the capital of Neways (the "**Shares**"). This announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities in Neways. The offer is made only by means of the offer memorandum (the "**Offer Memorandum**") approved by the Dutch Authority for Financial Markets (Stichting Autoriteit Financiële Markten (the "**AFM**")) which is available as of 31 August 2021, and subject to the restrictions set forth therein. This announcement is not for release, publication or distribution, in whole or in part, in or into, directly or indirectly, in any jurisdiction in which such release, publication or distribution would be unlawful. Terms not defined in this press release will have the meaning as set forth in the Offer Memorandum.*

## **INFESTOS DECLARES OFFER FOR NEWAYS UNCONDITIONAL**

### **Highlights**

- **All Offer Conditions are either satisfied or waived**
- **The Offeror declares the Offer unconditional**
- **Settlement of the Offer will take place on 5 November 2021**

**Enschede/Son, the Netherlands, 29 October 2021** - the Offeror and Neways are pleased to jointly announce today that, because all Offer Conditions have either been satisfied or waived, the Offeror declares the Offer unconditional (*doet gestand*). Reference is also made to the Offeror's press release of 28 October 2021.

With reference to the Offer Memorandum, holders of Shares who accepted the Offer shall receive the Offer Price for each Tendered Share tendered during the Acceptance Period and transferred (*geleverd*) for acceptance pursuant to the Offer, under the terms and conditions of the Offer and subject to its restrictions. Settlement of the Shares and payment of the Offer Price will take place on 5 November 2021. Upon Settlement the changes to the composition of the Supervisory Board of Neways, as approved by the EGM on 19 October 2021, will become effective.

If the Offeror decides to announce a Post-Closing Acceptance Period during which Shareholders who did not tender their Shares during the Acceptance Period may tender their Shares on the same terms and subject to the same conditions and restrictions as the Offer, the Offeror will, in accordance with Section 17 of the Decree and paragraph 5.8 of the Offer Memorandum do so publicly in a press release ultimately on 3 November 2021.

### **Further information**

Any further announcements will be made if and when required. More information can be found in the Offer Memorandum and Position Statement, which are published on [www.newayselectronics.com](http://www.newayselectronics.com).

### **For more information, please contact:**

#### Neways

Angela Benner

Head of Communications Neways

Tel: + 31 (0) 40 2679201

Neways Electronics International N.V.

Postbus 69, 5690 AB SON

[www.newayselectronics.com](http://www.newayselectronics.com)

#### Infestos

Hill+Knowlton Strategies

Ariën Stuijt

T: +31 20 404 4707

E: [Arien.Stuijt@hkstrategies.com](mailto:Arien.Stuijt@hkstrategies.com)



### **About Neways**

Neways is an international company active in the EMS (Electronic Manufacturing Services) market. Neways offers its clients custom-made solutions for the complete product life cycle (from product development to after-sales service) of both electronic components and complete (box-built) electronic control systems. Neways operates in a niche of the EMS market and focuses primarily on small to medium-sized specialist series, in which quality, flexibility and time-to-market play a crucial role. Neways products are used in sectors such as the Semiconductor, Medical, Automotive and Industrial. Neways has operating companies in the Netherlands, Germany, the Czech Republic, Slovakia, China and the United States, with a total of 2,598 employees at year-end 2020. Neways shares are listed on the Euronext Amsterdam stock exchange (symbol: NEWAY).

### **About Infestos**

Infestos is a sustainable investment firm focused on entrepreneurial and hands-on investment of family capital. Infestos was established in 1999 and consists of a team of experienced professionals with multidisciplinary skills. Infestos has extensive experience on the capital markets through its investments in Alfen, NX Filtration and ESG Core Investments. In addition to its investment portfolio, Infestos supports talent development in sports through TalentNED, sustainable renovation of monumental real estate and projects in the fields of education and healthcare through the Infestos Foundation.

### **General restrictions**

This is a public announcement by Neways Electronics International N.V. pursuant to Section 17 paragraph 1 of the European Market Abuse Regulation (596/2014). The information in this announcement is not intended to be complete. This announcement is for information purposes only and does not constitute an offer or an invitation to acquire or dispose of any securities or investment advice or an inducement to enter into investment activity. This announcement does not constitute an offer to sell or issue or the solicitation of an offer to buy or acquire the securities of Neways in any jurisdiction.

The distribution of this press release may, in some countries, be restricted by law or regulation. Accordingly, persons who come into possession of this document should inform themselves of and observe these restrictions. To the fullest extent permitted by applicable law, the Offeror and Neways disclaim any responsibility or liability for the violation of any such restrictions by any person. Any failure to comply with these restrictions may constitute a violation of the securities laws of that jurisdiction. Neither Neways, nor Offeror, nor any of their advisers assume any responsibility for any violation by any person of any of these restrictions. Shareholders in any doubt as to their position should consult an appropriate professional adviser without delay. This announcement is not for release, publication or distribution, in whole or in part, in or into, directly or indirectly, in any jurisdiction in which such release, publication or distribution would be unlawful.

### **Forward-looking statements**

This press release may include "forward-looking statements" such as statements relating to the impact of this transaction on the Offeror and Neways and language that indicates trends, such as "anticipated" and "expected". These forward-looking statements speak only as of the date of this release. Although Neways and the Offeror believe that the assumptions upon which their respective financial information and their respective forward-looking statements are based are reasonable, they can give no assurance that these assumptions will prove to be correct. Forward-looking statements are subject to risks, uncertainties and other factors that could cause actual results to differ materially from historical experience or from future results expressed or implied by such forward looking statements. Potential risks and uncertainties include, but are not limited to, the Offeror's ability to achieve the anticipated results from the acquisition of Neways, the effects of competition (in particular the response to the Transaction in the marketplace), economic conditions in the global markets in which the Offeror and Neways operate, and other factors that can be found in the Offeror's and Neways' press releases and public filings. Neither Neways nor the Offeror, nor any of their advisers accept any responsibility for any financial information contained in this press release relating to the business or operations or results or financial condition of the other or their respective groups. Each of Neways and the Offeror expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in the expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.