

This is a joint press release by Eiger Acquisition B.V. and Exact Holding N.V. pursuant to the provisions of section 4, paragraph 1 and 3 of the Decree on Public Takeover Bids (Besluit openbare biedingen Wft) (the "Takeover Decree") in connection with the recommended public offer by Eiger Acquisition B.V. for all the issued and outstanding ordinary shares in the capital of Exact Holding N.V. This announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities in Exact Holding N.V. Any offer will be made only by means of an offer memorandum. This announcement is not for release, publication or distribution, in whole or in part, in or into, directly or indirectly, Canada and the United States. Terms not defined in this press release will have the meaning as set forth in the Offer Memorandum.



BUSINESS SOFTWARE

The logo for Exact, consisting of a red rounded rectangle containing the word "exact" in a white, lowercase, sans-serif font.

JOINT PRESS RELEASE

11 February 2015

Acceptance of the Offer for Exact at 98.23% of the Shares

Amsterdam and Delft, The Netherlands, 11 February 2015 – Eiger Acquisition B.V. (a newly incorporated wholly owned subsidiary of certain funds advised by Apax Partners LLP (the "Offeror")) and Exact Holding N.V. ("Exact") today jointly announce that 98.23% of all issued and outstanding ordinary shares in the capital of Exact (the "Shares") have been tendered under the recommended public cash offer by the Offeror at an offer price of EUR 32.00 (cum dividend) in cash per Share (the "Offer"). The Offeror will announce whether the Offer will be declared unconditional on or before 13 February 2015.

At 17:40 hours CET on 10 February 2015, being the Acceptance Closing Time, 22,412,835 Shares, representing approximately 98.23% of the issued and outstanding Shares, had been tendered under the Offer.

The Offeror will announce whether the Offer will be declared unconditional on or before 13 February 2015. If the Offer will be declared unconditional by the Offeror, settlement of the Offer will take place on or before 20 February 2015.

The Offeror is making the Offer on the terms and subject to the conditions and restrictions contained in the offer memorandum dated 15 December 2014 (the "Offer Memorandum"). In addition, Exact has made available its position statement regarding the Offer, containing the information required by section 18, paragraph 2 and Annex G of the Takeover Decree in connection with the Offer (the "Position Statement"). Digital copies of the Offer Memorandum and the Position Statement are available on the website of Exact (www.exact.com). Printed copies of the Offer Memorandum are also available free of charge at the offices of Exact and the Settlement Agent at the addresses mentioned below.

For more information

Settlement Agent

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Corporate Broking (HQ7050)
Gustav Mahlerlaan 10
P.O. Box 283
1000 EA Amsterdam
The Netherlands
Tel: +31 20 344 2000

Email: corporate.broking@nl.abnamro.com

The Offeror

Eiger Acquisition B.V.
Herikerbergweg 238
1101 CM Amsterdam
The Netherlands

Exact

Exact Holding N.V.
Molengraaffsingel 33
2629 JD Delft
The Netherlands

General restrictions

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 Exact 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 Exact 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 the Offeror nor Exact, nor any of their advisors assumes any responsibility for any violation by any person of any of these restrictions.

Any Exact shareholder who is in any doubt as to his position should consult an appropriate professional advisor without delay. This announcement is not to be published or distributed in or to Canada and the United States.

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 € 188 million in 2014.

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, please visit www.exact.com.

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About Apax Partners

Apax Partners is one of the world's leading private equity investment groups. It operates globally and has more than 30 years of investing experience. Apax Partners has advised funds that total over \$40 billion around the world in aggregate. Funds advised by Apax invest in companies across four global sectors of Consumer, Healthcare, Services and Tech & Telco. These funds provide long-term equity financing to build and strengthen world-class companies. In the Software sector, funds advised by

Apax have a successful track record, having invested approximately \$2.3 billion in enterprise software buyouts.

Software investments include Paradigm, Epicor, Activant, Sophos, RealPage, IntraLinks, Plex Systems, Princeton Softech, Planview and Autonomy. For further information about Apax, please visit www.apax.com.

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