

## PRESS RELEASE

# Bencis and Gimv-XL complete acquisition of 65.68% stake in Xeikon N.V.

20 September 2013 – Bencis Capital Partners ('Bencis') and Gimv-XL announce that XBC B.V., a company controlled by Bencis and in which Gimv-XL indirectly holds a minority stake of approximately 20% ('XBC'), has completed the acquisition of 65.68% of the share capital of Xeikon N.V. ('Xeikon') from Punch International nv ('Punch').

### Completion of acquisition of 65.68% stake in Xeikon

The acquisition by XBC of 65.68% of the share capital of Xeikon from Punch (the 'Transaction'), as referred to in Xeikon's press release of 11 September 2013 and as set out in the press release issued by Punch, Bencis and Gimv-XL on 18 July 2013, has been completed today. The conditions precedent to the Transaction, including the disentanglement of Accentis nv and the unconditional approval of the Transaction by the German competition authority, have been satisfied.

XBC has paid a purchase price of EUR 5.85 per share. The total purchase price paid for the 18,856,298 shares is EUR 110,309,343.30.

### Mandatory public offer

As further described in the press release issued by Bencis, Punch and Gimv-XL on 18 July 2013, Bencis (through XBC) intends to launch a mandatory public offer at a price of EUR 5.85 per share shortly after completion of the repurchase of own shares by Xeikon as referred to in the press release issued by Xeikon today (except when all shares held by free float shareholders have been tendered).

After the application period for the mandatory public offer, Bencis (through XBC) intends to launch a squeeze out of the remaining Xeikon shares, if possible.

### Certainty of funds

Bencis and XBC confirm that they have attracted committed financing to fully finance payment of the purchase price for the mandatory public offer. They will finance the mandatory public offer through a combination of fully committed equity and (senior and mezzanine) debt financing. The equity will primarily be funded by Bencis and Gimv-XL, the mezzanine debt financing will primarily be funded by Belgian mezzanine providers and the senior debt financing will be received from a consortium of initially four reputable European financial institutions. The senior and mezzanine debt financing is subject to customary conditions.

This announcement is made pursuant to Section 5:72a of the Act of Financial Supervision (*Wet op het financieel toezicht*) and Section 7 paragraph 4 of the Dutch Decree on Public Takeover Bids (*Besluit openbare biedingen Wft*).

### About Bencis Capital Partners

Bencis Capital Partners ([www.bencis.com](http://www.bencis.com)) is an independent private equity firm in the Netherlands and Belgium. It is specialized in management buy-outs of medium sized companies in the Benelux countries. Bencis targets mature and internationally active companies in various industries. In doing so, it supports management teams in realizing their growth ambitions.

#### **About Gimv**

Gimv ([www.gimv.com](http://www.gimv.com)) is a European investment company with over three decades of experience in private equity and venture capital. Gimv is listed on NYSE Euronext Brussels. Gimv currently manages around 1.8 billion EUR (including third party funds) of investments in 75 portfolio companies, which jointly realise a turnover of more than EUR 6 billion and employ over 26,000 professionals. Gimv's four investment platforms are: Consumer 2020, Health & Care, Smart Industries and Sustainable Cities. Each of these platforms works with a skilled and dedicated team across Gimv's home markets of the Benelux, France and Germany and can count on an extended international network of experts.

#### **Cautionary statement regarding forward-looking statements**

This press release contains certain forward-looking statements. Any forward-looking statement applies only on the date of this press release. Such statements are based on current expectations and convictions and, by their nature, are subject to a number of known and unknown risks and uncertainties as a result of which the actual results and performance may differ substantially from expected future results or performance expressed or implied in the forward-looking statements. The information and views contained in this press release may change without prior notice, and Bencis and Gimv NV have neither the intention nor the obligation to update forward-looking statements in this communication, except insofar as it is obliged to do so by any applicable legislation or by the rules of any stock exchange on which its shares may be traded.

#### **Disclaimer**

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