

3d investors secures support from QuaeroQ in connection with bid for Zenitel by changing the bidding structure

- **House of Thor purchases QuaeroQ's entire participating interest in Zenitel at the bid price of EUR 22.75**
- **Abacus buys a participating interest of 10% in House of Thor**

Ghent, 1 February 2021, 22 h

3D NV ("**3d investors**") announces today that it has entered into an agreement with QuaeroQ NV ("**QuaeroQ**") and its parent company Abacus Group NV ("**Abacus**"), in connection with its previously announced intention to launch a voluntary and conditional public takeover bid by its subsidiary House of Thor BV ("**House of Thor**") for all shares in Zenitel NV ("**Zenitel**"). QuaeroQ holds 14.99% of the shares in Zenitel and is therefore the second largest shareholder.

Based on the agreement, QuaeroQ will sell its entire participating interest of 14.99% in Zenitel to House of Thor, at the bid price of EUR 22.75 per share. Simultaneously, Abacus will buy a participating interest of 10% in House of Thor from 3d investors, at a price per share equal to the implied bid price.

QuaeroQ will sell its participating interest in Zenitel outside the takeover bid, irrespective of the takeover bid comes to a closing. The purchase by Abacus of a participating interest in House of Thor will also take place irrespective of the success of the takeover bid.

The agreement changes the bidding structure in the sense that Abacus participates in the bidder, and House of Thor immediately secures the acquisition of 14.99% of the shares in Zenitel held by QuaeroQ, in addition to the 47.87% of the shares in Zenitel held by 3d investors. With De Wilg CommV, which holds 12.08% of the shares in Zenitel, House of Thor previously closed an agreement in which De Wilg CommV irrevocably committed to tender its shares to the bid. House of Thor expects the takeover bid to be launched shortly, once the prospectus has been approved.

About Zenitel

Zenitel is a major global player in the development and marketing of intelligent communication solutions where security, guaranteed availability and sound quality are essential. With nearly 120 years of experience, Zenitel has proven to be a reliable and quality provider of broadcast systems, intercom solutions and two-way radio. These systems interface with other security devices, enabling end users and integrators to build a comprehensive and integrated security solution that combines access control, video surveillance, digital messaging and other solutions. Today, Zenitel's customers include security services providers, companies and organisations active in the transportation and shipping sectors, healthcare institutions and industrial companies.

Zenitel employs approximately 300 people worldwide, is headquartered in Norway and sells its solutions under the Vingtor-Stentofon and Phontech brands.

About QuaeroQ / Abacus

Abacus is a family-owned investment company that invests as a professional and committed shareholder with a long-term perspective in companies with a clear strategy, solid management and a culture of entrepreneurship, high performance and integrity.

Abacus is the main shareholder of Matexi (real estate development) and Sibomat (timber-framed housing) and also participates in – either directly or through its subsidiary QuaeroQ - venture capital funds and holdings (Creafund, Fortino Capital, Smile Invest, ...), Proptech startups (Letsbuild, LivSpace, Hoplr, Sweepbright, ...) and various publicly quoted and private companies (Zenitel, Generix Group, Ionic Materials, ...).

About 3d investors

3d investors is a family investment company that chooses to support the growth of solid companies, in partnership with entrepreneurs and management. They always start from the core values: entrepreneurship, empathy, integrity, passion and agility.

3d investors is a long-term shareholder in a number of listed groups (KBC, Ackermans & van Haaren, Atenor, Barco and Zenitel), non-listed companies (including Care Cosmetics, Pauwels Consulting, Plastiflex, Studio 100 and 3P) and 3d Real Estate.

More information can be found on www.3d-investors.be

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Disclaimer

This notice is also published in Dutch. If this should create uncertainty, the Dutch version will prevail.

This press release does not constitute a bid to purchase securities of Zenitel nor a solicitation by anyone in any jurisdiction thereof. If a bid to purchase securities of Zenitel through a public takeover bid is proceeded with, such bid will and can only be made on the basis of a prospectus approved by the FSMA. No action has been taken to enable a public takeover bid in any jurisdiction other than in Belgium. Neither this press release nor any other information in respect of the matters contained herein may be supplied in any jurisdiction where a registration, qualification or any other obligation is in force or would be with regard to the content hereof or thereof. Any failure to comply with these restrictions may constitute a violation of the financial laws and regulations of such jurisdiction. 3d investors, House of Thor, Abacus, QuaeroQ and their respective affiliates explicitly decline any liability for breach of these restrictions by any person.
