

Press Release

Regulated information – inside information

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**

Zellik, 1 February 2021, 10 pm

3D NV ("3d investors") has announced 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. A copy of the press release of 3d investors is attached.

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 whether 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 whether the takeover bid is successful.

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.

More information can be found at www.zenitel.com.

BECAUSE

when communication is critical

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Disclaimer

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

This press release does not constitute an offer to buy Zenitel securities nor a request from anyone in any jurisdiction to this effect. If 3d investors resolves to pursue a bid to buy Zenitel securities by means of a public takeover bid, such an bid may only take place based on a prospectus approved by the FSMA. No actions have been taken to enable a public takeover bid in any jurisdiction and no such actions will be taken before 3d investors resolves to pursue a public takeover bid. Neither this press release nor any other information regarding the matters set out herein may be distributed in any jurisdiction where filing, qualification or other obligations are or would be in effect in respect of the contents of this press release or of that information. Any non-compliance with these restrictions may constitute a breach of financial laws and regulations in such jurisdictions. Zenitel and its affiliated companies expressly disclaim any liability for such a breach of these restrictions by anyone.

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Zenitel has firmly established itself at the intersection of two domains - communication on the one hand, security and safety on the other. As a leading player in instant audio and data communication, Zenitel is the preferred choice in situations that involve the protection of human lives, or the management of critical activities. Zenitel is committed to the success and future objectives of its activity that develops and distributes fully integrated communication platforms including Intercom, Public Address and two-way Radio Systems.

Zenitel has a strong presence in both the onshore and offshore secure communications market through its global brands, Vingtor-Stentofon and Phontech. These brands are recognized globally for offering advanced offshore and onshore communication systems. Vingtor-Stentofon and Phontech provide integrated security communications for environments where life, property and assets are at stake. Systems interface with other security devices including CCTV, access control and alarm for a comprehensive security solution. Vingtor-Stentofon's primary system offering is within Public Address, Intercom and Radio. The key markets include Building Security & Public Safety, Transportation, Industrial, Energy and Maritime.

Zenitel is a listed company (Euronext). The statutory headquarter of Zenitel is in Zellik (Brussels) and the operational headquarters is based in Norway.

(*) Representing a BV

For more information: www.zenitel.com

The enclosed information constitutes regulated information as defined in the Royal Decree of 14 November 2007 regarding the duties of issuers of financial instruments, which have been admitted for trading on a regulated market.

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Ghent, 1 February 2021, 22 h

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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.

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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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