

The Hague, 14 February 2020

NIBC in advanced discussions on possible cash offer

NIBC Holding N.V. ("NIBC") announces that it has received a firm proposal from The Blackstone Group International Partners LLP (together with its affiliates, as the context requires, "Blackstone") regarding a potential voluntary public offer by a newly incorporated company owned by investment funds advised by Blackstone for all the issued and outstanding shares of NIBC, not owned by J.C. Flowers & Co ("JCF") and Reggeborgh Invest B.V. ("Reggeborgh"), at an offer price of EUR 9.85 (cum dividend) per share, to be paid fully in cash on completion (the "Potential Transaction").

The Potential Transaction is supported by NIBC's two largest shareholders, JCF and Reggeborgh, representing 60.6% and 14.6% of the shares respectively. Each intend to sell their full shareholding in NIBC in separate conditional private transactions with Blackstone, at agreed fixed prices per share (cum dividend), being EUR 8.93 per share for JCF and EUR 9.65 per share, a 2% illiquidity discount to the potential offer, for Reggeborgh.

Discussions between NIBC and Blackstone are at an advanced stage. The NIBC Management Board and Supervisory Board are exploring the feasibility and merits of the potential transaction and in light of their fiduciary duty will take the interests of all stakeholders, including the minority shareholders, into full consideration. For the avoidance of doubt, there can be no assurance that any transaction will materialise from these discussions and negotiations. Further announcements will be made if and when required.

This is a public announcement by NIBC pursuant to section 17 paragraph 1 of the European Market Abuse Regulation (596/2014). This public announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities in NIBC. This press release contains inside information within the meaning of Article 7(1) of the EU Market Abuse Regulation.

For more information, please refer to our website www.nibc.com or contact:

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About NIBC

NIBC is best suited to help entrepreneurs at their decisive moments. Now and in the future. As a bank for entrepreneurs, we are committed to cultivating our 'THINK YES' mentality by being flexible and agile and by matching our clients' can-do attitude. We support our corporate clients in building their businesses. For our retail clients in the Netherlands, Germany and Belgium we offer mortgages, online savings and brokerage products that are accessible, easy to understand and fairly priced. Operating in the Netherlands (The Hague and Amsterdam), Germany and UK, our corporate clients business (mainly mid-market) offers advice and debt, mezzanine and equity financing solutions to entrepreneurs across select sectors and sub-sectors in which we have strong expertise and market positions. The mid-market is dynamic by nature and requires a bank that can respond quickly and in a highly flexible way. Our aim is to meet the market's requirements at decisive moments such as mergers and acquisitions, management buy-outs, investments and strategic financings and re-financings.

You can read more about NIBC on www.nibc.com.