

NIET BESTEMD VOOR GEHELE OF GEDEELTELIJKE, RECHTSTREEKSE OF INDIRECTE OPENBAARMAKING, VERSPREIDING OF PUBLICATIE IN OF NAAR DE VERENIGDE STATEN, AUSTRALIË, CANADA, JAPAN, ZUID-AFRIKA OF EEN ANDERE JURISDICTIE WAAR DIT IN STRIJD IS MET DE TOEPASSELIJKE WETGEVING.

Den Haag, 12 januari 2017

NLFI KONDIGT VERKOOP GEDEELTE VAN HAAR BELANG IN a.s.r. AAN

Stichting administratiekantoor beheer financiële instellingen (“**NLFI**”), optredend namens de Nederlandse Staat, kondigt hierbij haar voornemen aan om maximaal 20.400.000 gewone aandelen (de “**Aandelen**”) in ASR Nederland N.V. (“**a.s.r.**” of de “**Vennootschap**”) te verkopen. Dit aantal vertegenwoordigt 13,6% van a.s.r.’s uitstaande aandelenkapitaal. De Aandelen worden verkocht aan gekwalificeerde beleggers via een “accelerated bookbuilding offering” (de “**Aanbieding**”).

a.s.r. heeft zich gecommitteerd tot het inleggen van een order in de Aanbieding voor 3.000.000 Aandelen, hetgeen het maximum is waartoe a.s.r. momenteel gerechtigd is om eigen aandelen in te kopen. NLFI zal de order van a.s.r. volledig alloceren. a.s.r. heeft de intentie om deze Aandelen op termijn in te trekken. a.s.r. heeft aangekondigd dat de intrekking van deze Aandelen en de toekenning van een nieuwe machtiging aan de Raad van Bestuur van a.s.r. op marktconforme voorwaarden tot de inkoop van eigen aandelen op de agenda zal worden geplaatst van de Algemene Vergadering die op 31 mei 2017 zal plaatsvinden.

Na een succesvolle afronding van de transactie, zal het aandelenbelang van NLFI naar verwachting afnemen tot 50,1% van a.s.r.’s aandelenkapitaal (van de huidige 63,7%). Na intrekking van de 3.000.000 Aandelen die a.s.r. voornemens is te verkrijgen in de Aanbieding, zal NLFI's aandelenbelang naar verwachting 51,1% vertegenwoordigen van a.s.r.'s aandelenkapitaal. a.s.r. zal geen opbrengst van de Aanbieding ontvangen.

De verkoopprijs en het definitieve aantal verkochte Aandelen zal worden bepaald door NLFI (onder voorbehoud van goedkeuring van de Nederlandse Minister van Financiën), aan het einde van het bookbuilding proces op basis van de resultaten van het bookbuilding proces en zal worden aangekondigd in een apart persbericht.

De inschrijving gaat per direct open en zal naar verwachting sluiten om 9:00 CET op 13 januari 2017. NLFI behoudt zich echter het recht voor om op korte termijn en zonder verdere openbare aankondiging de inschrijving eerder te sluiten. De transactie zal naar verwachting worden afgewikkeld op 17 januari 2017 (de “**Afwikkeling**”).

Verdere details van de verkoop

NLFI is met onderstaande Joint Bookrunners overeengekomen dat de resterende aandelen in a.s.r. die worden gehouden door NLFI onderworpen zullen zijn aan een lock-up voor een periode van 90 kalenderdagen na de Afwikkeling. De Joint Bookrunners kunnen, naar eigen discretie, afstand doen van de overeengekomen lock-up.

De Nederlandse Staat heeft eerder aangekondigd dat zij, na de beursgang van a.s.r. op 10 Juni 2016, voornemens is om haar belang (via NLFI) in a.s.r. geleidelijk af te bouwen. De Relationship Agreement tussen NLFI en a.s.r. van 30 Mei 2016 (de “**Relationship Agreement**”) geeft NLFI de bevoegdheid om haar Aandelen te verkopen, al dan niet op de openbare markt, in overeenstemming met de ordelijke verkoopafspraken overeengekomen in de Relationship Agreement. De volledige tekst van de Relationship Agreement is beschikbaar op de website van zowel NLFI als a.s.r.



ABN AMRO Bank N.V., Barclays Bank PLC, Citigroup Global Markets Limited en Deutsche Bank AG, London Branch treden op als Joint Bookrunners voor de Aanbieding. ABN AMRO Bank N.V. treedt op als noteringsagent en betaalkantoor voor de Aanbieding.

Rothschild treedt op als financieel adviseur van NLFI en Allen & Overy LLP treedt op als juridisch adviseur van NLFI.

NOOT: DIT IS EEN VERTALING VAN EEN ENGELS PERSBERICHT. DE ENGELSE TEKST IS LEIDEND.

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