

*This is a press release by New Horizons Holding B.V. (the "Offeror"), an entity incorporated under Dutch law, currently owned by certain funds managed and/or advised by Gilde Equity Management (GEM) Benelux Partners B.V. ("Gilde"), pursuant to the provisions of Section 5 paragraphs 4 and 5 of the Decree on Public Takeover Bids (Besluit openbare biedingen Wft) (the "Decree") in connection with the announced proposed recommended public offer by the Offeror for all the issued and outstanding ordinary shares in the capital of DPA Group N.V. ("DPA"). This press release may contain inside information within the meaning of Article 7(1) of the EU Market Abuse Regulation.*

*This announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities. Any offer will be made only by means of an offer memorandum. This announcement is not for release, publication or distribution, in whole or in part, in or into, directly or indirectly, any jurisdiction in which such release, publication or distribution would be unlawful.*

## The Offeror acquires shares in DPA

### Houten, 26 May 2021 – The Offeror announces that it conducted transactions in DPA shares

Reference is made to the joint press release by DPA and the Offeror dated 1 March 2021 in respect of the conditional agreement on a recommended all-cash public offer for all the issued and outstanding ordinary shares in the capital of DPA (the "Shares") at an offer price of EUR 1.70 (cum dividend) (the "Offer").

The Offeror is currently owned by certain funds managed and/or advised by Gilde. The Offeror will upon settlement of the Offer be (indirectly) controlled by Gilde, TBL Investments B.V. ("TBL") and a foundation or other entity to be incorporated for the purpose of the envisaged (indirect) participation of certain DPA management members in the Offeror.

TBL currently holds 3,725,000 Shares. Mr R.E. Strating is the sole managing director and sole shareholder of TBL. Indirectly via TBL, Gestion N.V. ("Gestion") and Juridisch Eigenaar Gestion Actief Beheer Fonds B.V. ("GABF"), Mr R.E. Strating is deemed to hold 6,388,422 Shares for the purpose of the Dutch public offer rules.<sup>1</sup> Each of TBL, Gestion and GABF has agreed to an irrevocable undertaking to support and accept the Offer and to tender all Shares held by them under the terms and conditions set out in an irrevocable undertaking.

Pursuant to the provisions of Section 5 paragraphs 4 and 5 of the Decree, the Offeror announces that it conducted transactions in Shares and/or securities that are convertible into, exchangeable for or exercisable for such shares, the details of which are stated below.

Date	Transaction type	Total number of Shares	Type of Shares	Volume weighted average price (EUR)
26 May 2021	Purchase	974,123	Ordinary	1.70

<sup>1</sup> GABF holds 2,063,369 Shares in its capacity as custodian of Gestion Actief Beheer Fonds. Pursuant to Section 5:45 paragraph 7 of the Dutch Financial Supervision Act (*Wet op het financieel toezicht*), any securities (*effecten*) owned by a custodian (*bewaarder*) of a fund as well as the voting rights attached to such securities are deemed to be held by the investment manager of the fund. Consequently, the Shares owned by Gestion Actief Beheer Fonds as well as the voting rights attached to the Shares are deemed to be held by its investment manager Gestion. Gestion is indirectly wholly owned by Mr. R.E. Strating.

The highest price per Share paid in a transaction conducted today was EUR 1.70 per Share. Based on the transactions set out above, the Offeror acquired a total of 974,123 Shares today, representing approximately 2.07% of the issued and outstanding share capital of DPA. TBL, Mr R.E. Strating, Gestion and GABF did not acquire any Shares today. Together with the Shares already held by the Offeror, TBL and Mr R.E. Strating (via Gestion and GABF) prior to today, the Offeror, TBL and Mr R.E. Strating (via Gestion and GABF) now jointly hold 12,580,664 Shares, representing approximately 26.8% of the issued and outstanding share capital of DPA on the date hereof.

### **Other**

To the extent permissible under applicable law or regulation, the Offeror and its affiliates may from time to time after the date hereof, and other than pursuant to the intended offer, directly or indirectly purchase, or arrange to purchase, shares in the capital of DPA, that are the subject of the Offer. To the extent information about such purchases or arrangements to purchase is made public in the Netherlands, such information will be disclosed by means of a press release to inform shareholders of such information, which will be made available on the website of Gilde. In addition, financial advisors to Gilde may also engage in ordinary course trading activities in securities of DPA, which may include purchases or arrangements to purchase such securities.

### **For more information:**

CFF Communications

Geert Pielage

+31 (0)6 50 99 93 43

### **About Gilde Equity Management**

Gilde is one of the most prominent independent private equity firms in the Benelux with c. EUR 1.5 billion under management, entrusted by blue chip institutional investors through funds with a long-term investment horizon. Gilde participates in companies run by entrepreneurial management teams with strong growth ambitions. Over the years, Gilde has invested in a large number of companies with activities in a wide range of sectors, including in particular the consulting and staffing industry (examples being Actief Interim, Conclusion, Eiffel, EV-Box, Famed, Future Groep and Nspyre). Gilde actively supports its portfolio companies in the pursuit of its ambitious growth plans, including organic and buy-and-build opportunities. Further information is available at [www.gembenelux.com](http://www.gembenelux.com).

### **About TBL Investments**

TBL is a privately owned investment company focused on investing in small and medium sized companies. TBL's investment strategy is based on creating long-term value by participating in companies with a strong growth potential.

### ***Disclaimer***

*The distribution of this press release may, in some countries, be restricted by law or regulation. Accordingly, persons who come into possession of this document should inform themselves of and observe these restrictions. To the fullest extent permitted by applicable law, DPA, the Offeror, Gilde and TBL disclaim any responsibility or liability for the violation of any such restrictions by any person. Any failure to comply with these restrictions may constitute a violation of the securities laws of that jurisdiction. Neither DPA, nor the Offeror nor Gilde nor TBL, nor any of their advisors, assumes any*

responsibility for any violation of any of these restrictions. Any DPA shareholder who is in any doubt as to his or her position should consult an appropriate professional advisor without delay. This announcement is not to be published or distributed in or to the United States, Canada or Japan.

The information in the press release is not intended to be complete. This announcement is for information purposes only and does not constitute an offer or an invitation to acquire or dispose of any securities or investment advice or an inducement to enter into investment activity. This announcement does not constitute an offer to sell or the solicitation of an offer to buy or acquire the securities of DPA in any jurisdiction.

### **Forward Looking Statements**

Certain statements in this press release may be considered “forward-looking statements,” such as statements relating to the targeted timeline for the Offer. Forward-looking statements include those preceded by, followed by or that include the words “anticipated,” “expected” or similar expressions. These forward-looking statements speak only as of the date of this release. Although DPA, the Offeror, Gilde and TBL believe that the assumptions upon which their respective financial information and their respective forward-looking statements are based are reasonable, they can give no assurance that these forward-looking statements will prove to be correct. Forward-looking statements are subject to risks, uncertainties and other factors that could cause actual results to differ materially from historical experience or from future results expressed or implied by such forward-looking statements. Potential risks and uncertainties include, but are not limited to, receipt of regulatory approvals without unexpected delays or conditions, the Offeror’s ability to successfully operate DPA without disruption to its other business activities, the Offeror’s ability to achieve the anticipated results from the acquisition of DPA, the effects of competition, economic conditions in the global markets in which DPA operate, and other factors that can be found in DPA’s, the Offeror’s, TBL’s and/or Gilde’s press releases and public filings.

Neither DPA, nor the Offeror nor Gilde, nor TBL nor any of their advisors, accepts any responsibility for any financial information contained in this press release relating to the business, results of operations or financial condition of the other or their respective groups. Each of DPA, the Offeror, TBL and Gilde expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in the expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.