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**14 NOVEMBER 2023**

**POSTNL N.V. ANNOUNCES INDICATIVE RESULTS OF TENDER OFFER FOR ITS OUTSTANDING €400,000,000 1.00 PER CENT. FIXED RATE NOTES DUE 21 NOVEMBER 2024 (ISIN: XS1709433509)**

PostNL N.V. (the "**Offeror**") announces the indicative results of its invitation to holders of its outstanding €400,000,000 1.000 per cent. fixed rate Notes due 21 November 2024 (ISIN: XS1709433509) (the "**Notes**" and each such holder, a "**Noteholder**"), to tender such Notes for purchase by the Offeror for cash up to the Maximum Acceptance Amount (such invitation, the "**Offer**"). The Offer is being made subject to applicable law and regulation, on the terms and subject to the conditions and the offer and distribution restrictions described in the tender offer memorandum dated 6 November 2023 (the "**Tender Offer Memorandum**").

Capitalised terms used in this announcement and not otherwise defined herein have the meanings given to them in the Tender Offer Memorandum.

The Offer was launched by the Offeror on 6 November 2023. The Expiration Deadline for the Offer was on 13 November 2023 at 5:00 p.m. (CET). As at the Expiration Deadline of the Offer, €47,032,000 in aggregate nominal amount of the Notes had been validly tendered pursuant to the Offer.

The Offeror hereby announces, on a non-binding and indicative basis only, that it will accept for purchase in accordance with the terms and subject to the conditions set out in the Tender Offer Memorandum, all Notes validly tendered pursuant to the Offer without scaling in an aggregate nominal amount of €47,032,000, being the Indicative Final Acceptance Amount.

Notes	ISIN / Common Code	Maturity Date	Aggregate Nominal Amount Outstanding	Benchmark Rate	Purchase Spread	Indicative Final Acceptance Amount	Indicative Scaling Factor
€400,000,000 1.000 per cent. fixed rate Notes due 21 November 2024	XS1709433509 / 170943350	21 November 2024	€400,000,000	Interpolated Mid-Swap Rate	0 bps	€47,032,000	Not applicable

Until the Offeror announces the Final Acceptance Amount, no assurance can be given that any Notes validly tendered pursuant to the Offer will be accepted. The acceptance for purchase by the Offeror of Notes validly tendered pursuant to the Offer is at the sole and absolute discretion of the Offeror and tenders may be rejected by the Offeror for any reason in its sole and absolute discretion.

The Offeror will announce, as soon as reasonably practicable following the Pricing Time on the Pricing Date (expected to be at or around 11.00 a.m. (CET) today), (i) whether it will accept any valid tenders of Notes pursuant to the Offer and, if so accepted, (ii) the aggregate nominal amount of Notes validly tendered for purchase pursuant to the Offer, (iii) the Final Acceptance Amount, (iv) the Interpolated Mid-Swap Rate, the Purchase Yield and the Purchase Price, (v) any Scaling Factor that will be applied to any valid tenders of Notes accepted for purchase, (vi) the Settlement Date for the Offer and (vii) the nominal amount of Notes that will remain outstanding after the Settlement Date (the "**Final Results Announcement**").

The expected Settlement Date in respect of any Notes accepted for purchase pursuant to the Offer is 16 November 2023.

BofA Securities Europe SA and Coöperatieve Rabobank U.A. are acting as Dealer Managers for the Offer and Kroll Issuer Services Limited is acting as Tender Agent.

#### **THE DEALER MANAGERS**

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#### **THE TENDER AGENT**

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#### **DISCLAIMER**

This announcement must be read in conjunction with the Tender Offer Memorandum and the announcement published on 6 November 2023. If any Noteholder is in any doubt as to the contents of this announcement, the Tender Offer Memorandum or the action it should take, it is recommended to seek its own financial, legal, regulatory and tax advice, including in respect of any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, regulatory tax or legal adviser.

None of the Offeror, the Dealer Managers or the Tender Agent or any of their respective directors, employees, officers, agents or affiliates expresses any opinion about the merits of the Offer or makes any recommendation as to whether or not any Noteholder should offer to sell its Notes and no one has been authorised by the Offeror, the Dealer Managers or the Tender Agent to make any such recommendation.

#### ***About PostNL***

*We are PostNL, the mail and logistics solutions provider for all. With our mail and parcel deliverers who get everywhere, our 5,500 PostNL locations, 11.000 mail boxes and 517 automated parcel lockers, we are always nearby. We aim to be our customers' favourite deliverer by making it as easy as possible for them to send and receive parcels and letters. Our over 35,000 people are right at the heart of society. On weekdays, we deliver an average 1.1 million parcels and 7.4 million letters across the Benelux region. Our focus is on quality for our customers, creating opportunities for our people and adding value for our stakeholders through growth, digitalisation and sustainability initiatives.*

*We optimise and support our physical networks by using smart digital solutions and launching new propositions that create value for our customers. We build long-lasting working relationships by acting as a good employer and client for everyone who works for and with us. To make our deliveries as sustainable as possible, we cover a lot of kilometres on foot or by bicycle or e-bike, provide innovative city logistics, use cleaner fuels, and use electric vans and light electric trucks. PostNL NV is a listed company with revenues of €3.1 billion in 2022, 61% of this derived from e-commerce. We provide deliveries of mail and parcels, logistics solutions for e-commerce, and cross-border solutions.*

This announcement is released by PostNL N.V. Elements of this announcement contain or may contain inside information within the meaning of article 7(1) Market Abuse Regulation (EU) 596/2014, as amended.

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