

THIS ANNOUNCEMENT RELATES TO THE DISCLOSURE OF INFORMATION THAT QUALIFIED OR MAY HAVE QUALIFIED AS INSIDE INFORMATION WITHIN THE MEANING OF ARTICLE 7(1) OF THE MARKET ABUSE REGULATION (EU) 596/2014.

NOT FOR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS), ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA (the United States) OR IN OR INTO ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT.

**Stedin Holding N.V. announces results of its Tender Offer for its
€500,000,000 Perpetual Fixed Rate Reset Securities**

30 March 2021. Stedin Holding N.V. (the **Offeror**) announces today the results of its invitation to holders of its outstanding €500,000,000 Perpetual Fixed Rate Reset Securities (ISIN: XS1141810991) (the **Notes**) to tender their Notes for purchase by the Offeror for cash (such invitation, the **Offer**).

The Offer was announced on 22 March 2021 and was made on the terms and subject to the conditions contained in the tender offer memorandum dated 22 March 2021 (the **Tender Offer Memorandum**) prepared by the Offeror. Capitalised terms used in this announcement but not defined have the meaning given to them in the Tender Offer Memorandum.

The Expiration Deadline for the Offer was 5.00 p.m. (CET) on 29 March 2021.

As at the Expiration Deadline, the Offeror had received valid tenders of €410,469,000 in aggregate nominal amount of the Notes for purchase pursuant to the Offer. The Offeror announces that it has decided to set the Final Acceptance Amount at €410,469,000 and, therefore, it will accept for purchase all Notes validly tendered pursuant to the Offer in full, with no *pro rata* scaling.

The Purchase Price the Offeror will pay for those Notes accepted for purchase pursuant to the Offer is 102.242 per cent. of their nominal amount, and the Offeror will also pay an Accrued Interest Payment in respect of such Notes.

A summary of the final results of the Offer appears below:

Description of Notes	ISIN / Common Code	Aggregate nominal amount validly tendered pursuant to the Offer	Final Acceptance Amount	Scaling Factor	Purchase Yield	Purchase Price
€500,000,000 Perpetual Fixed Rate Reset Securities	XS1141810991 / 114181099	€410,469,000	€410,469,000	Not Applicable	-0.10 per cent.	102.242 per cent.

The Offeror also announces that the New Financing Condition has been satisfied and settlement of the purchase of the relevant Notes pursuant to the Offer is expected to take place on 1 April 2021, after which €89,531,000 in aggregate nominal amount of the Notes will remain outstanding. The Notes purchased by the Offeror pursuant to the Offer are expected to be cancelled.

Coöperatieve Rabobank U.A. (Telephone: +31 30 216 9082; Attention: Liability Management; Email: corporate.liabilitymanagement@rabobank.com), ING Bank N.V. (Telephone: +44 20 7767 6784; Attention: Liability Management Team; Email: liability.management@ing.com), MUFG Securities (Europe) N.V. (Telephone: +44 20 7577 4218; Attention: Liability Management Group; Email: liability.management@mufgsecurities.com) and NatWest Markets N.V. (Telephone: +31 20 464 2755; Attention: Liability Management; Email: liabilitymanagement@natwestmarkets.com) are acting as Dealer Managers and Lucid Issuer Services Limited (Telephone: + 44 20 7704 0880; Fax: +44 20 3004 1590, Attention: Thomas Choquet / Jacek Kusion; Email: stedin@lucid-is.com) is acting as Tender Agent.

For the purposes of MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made by Sebastiaan Weeda, Group Treasurer at Stedin Holding N.V.

DISCLAIMER This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire any securities is being made pursuant to this announcement. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of the

Offeror, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.