



RSQ Investors acquires stake in Nyrstar

Diegem, December 20, 2019

RSQ Investors, a division of Quanteus Group focusing on investments with a substantial upwards potential resulting from special or exceptional situations, acquired together with related parties a stake above the 3% threshold in Nyrstar NV/SA, a Belgian stock quoted company and (at least until recently) the world's second largest zinc smelter.

Next to its social purpose, RSQ Investors' investment serves a dual purpose:

- Provide support to the legal actions aiming at demonstrating the possible abuse of control by Trafigura (reference shareholder with 24.4% of the shares in Nyrstar) and the impact thereof on the profitability and shareholder value of Nyrstar, as well as defending the interests of the minority shareholders of Nyrstar in this respect;
- Contribute to a public debate on the (lack of) effective protection of minority shareholders and the need for a more powerful policy aimed at protecting our business patrimony against foreign companies who purposefully identify loopholes in the protection mechanism to exploit it to their advantage, resulting in an economic impoverishment of our region.

Kris Vansanten, Managing Partner: "An increasing number of elements confirm the possibility of Trafigura having applied a well-designed strategy to incorporate Nyrstar by surprise, while denying the most fundamental minority shareholder rights and resulting in a total loss of their holdings in the Company.

This investment reflects our fundamental belief in the resilience of our constitutional state, and our conviction that the substantial economic value which was possibly unfairly transferred to the reference shareholder will ultimately be returned to the rightful owners, being the minority shareholders of the stock quoted Nyrstar.

We believe that the regulatory and supervisory authorities and the competent courts ultimately will conclude that it is not possible for a reference shareholder, who at least has partial responsibility for the conditions that led to the hastily implemented restructuring, to ultimately show up as the only winner thereof, taking all the proceeds for himself while leaving the minority shareholders empty-handed despite their year-long contribution to the investments of the past. Via this way we also want to stress the urgency to actively intervene in the daily management of the company, in order to fully unlock all needed and desired information, to allow the whistle-blower to talk freely to the competent authorities, and to stop the ongoing integration



of the operational activities and the financial reporting into Trafigura and the possible removal of potentially incriminating information.

Even more since the Extraordinary General Assembly of December 9 confirmed convincingly that the acting Board (dismissed by the shareholders present) acts de facto under full control by Trafigura, and is even contractually obliged to do so. The signing by the Board of a loan agreement with Trafigura in the amount of EUR 13.5 million, of which EUR 5 million is reserved for Nyrstar's litigation lawyers to fight against its own minority shareholders in their attempt to return the unfairly transferred economic ownership of the operational companies to Nyrstar, speaks for itself".

About RSQ Investors

RSQ Investors focuses on companies in financial distress or in a special situation. It acquires equity stakes in companies with a substantial upwards potential resulting from a lack of business ethics, a too short-sighted focus on short-term profit maximisation to the expense of the wellbeing of employees and other key stakeholders, or of an insufficiently thorough or independent Board as a result of which necessary decisions are not, not timely or not correctly taken or implemented. RSQ Investors only invests in companies in which it can take on an important or even determining role in order to realize the identified impact.

About Quanteus Group:

Since its creation in 2004 Quanteus Group systematically expands its reach with the creation and acquisition of different companies. By doing so Quanteus Group realizes its objective: to bridge the gap between strategy and implementation. Quanteus Group focuses on the opportunities offered by two important business and societal transformations, being the digital transformation and the transformation of the economic business model from a pure profit focus to a model based on sustainable, socially responsible profitability. Quanteus Group promotes value driven entrepreneurship and consists of The House of Marketing, Upthrust, BrightWolves, HighMind, QuantIM and RSQ Investors, who complementarily combine general knowledge with specific expertise and the capacity to develop solutions. By doing so, Quanteus Group helps its clients increasing their impact and transforming themselves to market leaders in their sector.

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