

## **PRESS RELEASE**

### **Besì Announces Exchange Ratio and Further Details of 2010 Dividend Payment and Adjustment to Conversion Price of 5.5% Convertible Notes due 2012**

Duiven, the Netherlands, May 26, 2011 - BE Semiconductor Industries N.V. ("the Company" or "Besì") (NYSE Euronext Amsterdam: BESI; OTCQX: BESIY), further to its announcement dated April 28, 2011 disclosed today that the number of dividend rights per Besì ordinary share (a "Share") in connection with the dividend for the 2010 financial year has been fixed at 29.5 (the "Exchange Ratio").

The Exchange Ratio is based on a share price of €6.005, which is the volume weighted average price of the Shares traded on NYSE Euronext Amsterdam on May 23, 24 and 25, 2011. Based on this volume weighted average share price, each dividend right entitles the holder to receive 1/29.5 of a Share with a value of €0.20356, which is approximately 1.78% higher than the value of the cash dividend of €0.20 per Share.

The Company will issue in aggregate 314,133 new Shares in connection with its dividend payment for the 2010 financial year to shareholders who opted to receive the dividend in Shares. In addition, the Company will pay in aggregate €5,050,684 to shareholders who opted to receive the dividend in cash.

Payment of the cash dividend and the delivery of Shares related to the exchange of dividend rights will take place on May 31, 2011, through the bank or broker where the Shares are held. A request for admission will be submitted to NYSE Euronext Amsterdam in accordance with Article 5:4 sub (e) of the Financial Supervision Act (*Wet op het financieel toezicht*) for the new Shares that will be issued as a result of the dividend payment.

#### **5.5% Convertible Note Redemption and Adjusted Conversion Price**

Besì also announced that the initial Conversion Price (€ 5.125 per Share) for all of its remaining 5.5% Convertible Notes due January 2012 (the "Notes") will in connection with the dividend payment for the 2010 financial year be revised downward to an adjusted Conversion Price of € 4.95 per Share effective today as per the terms and conditions governing such securities set forth in the prospectus dated January 25, 2005.

As per the press release issued on May 20, 2011, Besì will fully redeem all outstanding Notes on June 28, 2011 (the "Redemption Date") for cash at a redemption price of 100% of their principal amount together with accrued and unpaid interest to, but excluding, the Redemption Date. Subsequently, the listing and trading of the Notes will terminate on NYSE Euronext Amsterdam. Holders of the Notes (the "Noteholders") may convert their Notes into Shares at any time prior to 5:00 p.m. CET, on June 14, 2011 at the adjusted Conversion Price.

The number of Shares to be delivered upon exercise of Conversion Rights will be determined by dividing the Conversion Amount of such Note by the adjusted Conversion Price of € 4.95 per Share. To exercise Conversion Rights, the Noteholder must through the Euroclear Nederland participant who is shown in the records of Euroclear Nederland as the holder of a book entry interest in the Notes at that time (i) deliver during normal business hours to the office of the Conversion Agent (ING Bank N.V., Bijlmerplein 888, 1102 MG, Amsterdam, the Netherlands, Tel. +31 20 5636619, Fax +31 20 5636959, Email: iss.pas@ing.nl) a notice of conversion duly completed and in duplicate form obtainable from the office of the Conversion Agent, and (ii) transfer a corresponding principal amount of Notes to the account of the Conversion Agent with Euroclear Nederland plus all amounts to be paid by the Noteholder for any taxes and other duties arising on conversion of the Notes, which the Noteholder is required to pay by law, if applicable.

**About Besi**

Besi is a leading supplier of semiconductor assembly equipment for the global semiconductor and electronics industries. The Company develops leading edge assembly processes and equipment for leadframe, array connect and wafer level packaging applications in a wide range of end-user markets including electronics, computer, automotive, industrial, RFID, LED and solar energy. Customers are primarily leading semiconductor manufacturers, assembly subcontractors and electronics and industrial companies. Besi's ordinary shares are listed on NYSE Euronext Amsterdam (symbol: BESI) and OTCQX International (symbol: BESIY) and its headquarters are located in Duiven, the Netherlands. For more information, please visit our website at [www.besi.com](http://www.besi.com).

**Contacts:**

Richard W. Blickman  
President & CEO  
Tel. (31) 26 319 4500  
[investor.relations@besi.com](mailto:investor.relations@besi.com)

Cor te Hennepe  
Senior Vice President Finance  
Tel. (31) 26 319 4500  
[investor.relations@besi.com](mailto:investor.relations@besi.com)

**European IR contact:**

Uneke Dekkers / Frank Jansen  
Citigate First Financial  
Tel. (31) 20 575 4021 / 24  
[Uneke.Dekkers@citigateff.nl](mailto:Uneke.Dekkers@citigateff.nl)  
[Frank.Jansen@citigateff.nl](mailto:Frank.Jansen@citigateff.nl)