

Announcement of results of first phase capital increase

92.62% subscribed after the Subscription Period with
Priority Allocation Rights



Public Offering for subscription up to a maximum of 4,209,288 New Shares in the context of a capital increase in cash within the authorised capital with Priority Allocation Right for an amount up to a maximum of approx. 178.9 MEUR.

92.62% subscribed for at the end of the Subscription Period with Priority Allocation Rights

Launch of Private Placement of the Scrips

Antwerp, Belgium – 5 March 2021 – Xior announces the results of the first phase of the capital increase in cash after the closing of the Subscription Period with Priority Allocation Rights.

During the Subscription Period with Priority Allocation Rights, represented by coupon no. 18, which ended on 4 March 2021, 3,898,723 New Shares were subscribed to, representing 92.62% of the total number of New Shares offered.

The 1,552,825 (i) non-exercised Priority Allocation Rights at the closing date of the Subscription Period and (ii) exercised registered Priority Allocation Rights (x) for which a duly completed subscription form or request for dematerialisation was not received in time, (y) which have not been sold in the name of the Company and for the account of the relevant registered Shareholder by ING Belgium NV (notwithstanding any instruction in the subscription form), or (z) for which the total Issue Price has not been paid on time (and which will therefore all qualify as non-exercised Priority Allocation Rights) will now be sold in the form of Scrips in an exempted accelerated private placement with the composition of an order book, as described in chapter 8.1.4 of the Prospectus (the "Private Placement of Scrips"). The sale will take place immediately after the publication of this press release. The purchasers of Scrips will have to subscribe to the New Shares that are still available at the same price and at the same ratio applicable to subscriptions by way of exercising Priority Allocation Rights, namely 1 New Share (at EUR 42.50 per New Share) for 5 Priority Allocation Rights (in the form of Scrips).

The net proceeds from the sale of the Scrips, after deduction of costs, expenses and charges of any kind incurred by the Company in the context of the Scrips Private Placement (the "Excess Amount") will be distributed proportionally to all (i) holders of Priority Allocation Rights that were not exercised during the Subscription Period and (ii) holders of during the Subscription Period exercised registered Priority Allocation Rights (x) for which a duly completed subscription form or request for dematerialisation was not received in time, (y) which have not been sold in the name of the Company and for the account of the relevant registered Shareholder by ING Belgium NV (notwithstanding any instruction in the subscription form), or (z) for which the total Issue Price was not paid on time (and which will therefore all qualify as non-exercised Priority Allocation Rights), upon presentation of coupon no. 18, in principle from 12 March 2021. If the Excess Amount divided by the total number of unexercised (or qualifying as such) Priority Allocation Rights is less than EUR 0.01 per Scrip, it will not be distributed to the holders of the non-exercised Priority Allocation Rights, but will be transferred and accrue to the Company.

The result of the subscriptions to the New Shares following the Private Placement of Scrips and the Excess Amount attributable to holders of non-exercised (or qualifying as such) Priority Allocation Rights will in principle be published on 5 March 2021 via a press release following the completion of the Private Placement of Scrips.

The payment and delivery of the New Shares will take place on 9 March 2021. In principle, the New Shares will be admitted to trading on the regulated market of Euronext Brussels as of that same date.

Trading in the Company's Shares on the regulated market of Euronext Brussels has been suspended today, 5 March 2021, at the Company's request, from the market opening until the publication of the press release on the results of the Offer (thus including the results of the Private Placement of Scrips) which will be published on the Company's website later today.

Belfius Bank and ING Belgium are acting as Joint Global Coordinators & Joint Bookrunners, and BNP Paribas Fortis, ABN AMRO - ODDO BHF and KBC Securities are acting as Joint Bookrunners and together with the Joint Global Coordinators & Joint Bookrunners, are the Underwriters for the Offer.

For more information, please contact:

Xior Student Housing NV
Mechelsesteenweg 34, Box 108
2018 Antwerp, Belgium
www.xior.be

Christian Teunissen, CEO
Frederik Snauwaert, CFO
Bastiaan Grijpink, CIO
info@xior.be
T +32 3 257 04 89

Xior Investor Relations
Sandra Aznar
Head of Investor Relations
ir@xior.be
T +32 3 257 04 89



About Xior Student Housing

Xior Student Housing NV is the first Belgian public regulated real estate company (RREC) specialising in the student housing segment in Belgium, the Netherlands, Spain and Portugal. Within this real estate segment, Xior Student Housing offers a variety of accommodation, ranging from rooms with shared facilities to en-suite rooms and fully-equipped studios. Since 2007, as owner-operator, Xior Student Housing has built high-quality, reliable student accommodation for students looking for the ideal place to study, live and relax. A place with that little bit extra, where every student immediately feels at home.

Xior Student Housing has been accredited as a public RREC under Belgian law since 24 November 2015. Xior Student Housing's shares have been listed on Euronext Brussels (XIOR) since 11 December 2015. Xior Student Housing held a property portfolio worth approximately EUR 1.56 billion as at 31 December 2020. More information is available at www.xior.be.

Xior Student Housing NV, a Public RREC under Belgian law (BE-REIT)
Mechelsesteenweg 34, Box 108, 2018 Antwerp, Belgium
BE 0547.972.794 (Antwerp Register of Legal Entities, Antwerp Division)

Disclaimer

These written materials are not for distribution in or to persons resident in the United States of America, Australia, Canada, Japan or South Africa. The information contained herein does not constitute an offer of securities for sale in the United States of America, Australia, Canada, Japan or South Africa.

This information is an advertisement and not a prospectus and investors should not purchase or subscribe for any securities referred to in this information except on the basis of information in the prospectus to be published by Xior Student Housing NV ("Xior" or the "Company") in due course in connection with the offering (the "Prospectus"). Copies of the Prospectus will, following publication and subject to restrictions set forth in the Prospectus, be available from the Company's registered office at Mechelsesteenweg 34, box 208, 2018 Antwerp, Belgium and on the website www.xior.be and will also be made available upon request at ING, Belfius, BNP Paribas Fortis and KBC Securities.



This information does not contain a solicitation for money, securities or other considerations and, if sent in response to the information contained herein, will not be accepted. This announcement contains statements which are "forward-looking statements" or could be considered as such. These forward-looking statements can be identified by the use of forward-looking terminology, including the words 'believe', 'estimate', 'anticipate', 'expect', 'intend', 'may', 'will', 'plan', 'continue', 'ongoing', 'possible', 'predict', 'plans', 'target', 'seek', 'would' or 'should', and contain statements made by the Company regarding the intended results of its strategy. By their nature, forward-looking statements involve risks and uncertainties and readers are warned that none of these forward-looking statements offers any guarantee of future performance. The Company's actual results may differ materially from those predicted by the forward-looking statements. The company makes no undertaking whatsoever to publish updates or adjustments to these forward-looking statements, unless required to do so by law.

The Company's securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or under the laws of any state or other jurisdiction in the United States of America, and may not be offered or sold within the United States of America except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state laws. No public offering of securities will be made in the United States of America.

This information does not constitute an offer or invitation to proceed to an acquisition of or subscription for the Company's securities, nor an offer or invitation to proceed to an acquisition of or subscription for the Company's securities in the United States of America, Australia, Canada, Japan, South Africa, Switzerland, the United Kingdom or any other jurisdiction where such offer or invitation is not allowed without registration or qualification under the applicable legislation of the relevant jurisdiction, or where such offer or invitation does not meet the required conditions under the applicable legislation of the relevant jurisdiction.

This information and any materials distributed in connection with this information are not directed to, or intended for distribution to or use by, any person or entity that is a citizen or resident of or located in the United States of America, Australia, Canada, Japan, South Africa or any other jurisdiction where such distribution, publication, availability or use would be contrary to law or regulation or which would require any registration or licensing within such jurisdiction.

In the United Kingdom, this information is directed only at (i) persons having professional experience in matters relating to investments falling within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"), (ii) high net worth entities, etc. falling within Article 49(2)(a) to (d) of the Order, and (iii) any other person to whom it may otherwise lawfully be communicated (all "Relevant Persons"). Any investment activity to which this document relates will only be available to and will only be engaged in with, Relevant Persons. No person who is not a Relevant Person may act or rely on this document or any of its contents.

In Switzerland, this information is directed only at persons that qualify as "professional clients" in accordance with Article 4 juncto 36 of the Swiss Financial Services Act ("Finanzdienstleistungsgesetz") of 15 June 2018, as amended ("FinSA"). Any investment activity to which this document relates will only be available to and will only be engaged in with, professional clients. Any person who is not a professional client should not act or rely on this document or any of its contents. The distribution of this document in other jurisdictions may be restricted by law and persons into whose possession this document comes should inform themselves about, and observe, any such restrictions.

Any failure to comply with these restrictions may constitute a violation of the laws or regulations of the United States of America, Australia, Canada, Japan, South Africa, Switzerland, the United Kingdom or any other jurisdiction. The distribution of this information in other jurisdictions than Belgium, may be restricted by laws or regulations applicable in such jurisdictions. All persons in possession of this information must inform themselves about, and comply with, any such restrictions.

An investment in shares entails significant risks. Relevant investors are encouraged to read the Prospectus that is made available on the website of Xior, www.xior.be.

This document is not a prospectus and investors should not subscribe for or purchase any shares referred to herein except on the basis of the information contained in the Prospectus. Potential investors must read the Prospectus before making an investment decision in order to fully understand the potential risks and rewards associated with the decision to invest in the securities. The approval of the Prospectus should not be understood as an endorsement of the securities offered or admitted to trading on a regulated market.

This press release has been prepared in Dutch and has been translated into English and French. In case of discrepancies between the different versions of this press release, the Dutch version will prevail.

Information for distributors

The Underwriters have informed the Company that the following information is intended for distributors only. The information is provided by the Underwriters and the Company does not assume responsibility for it.

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("**MiFID II**"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "**MiFID II Product Governance Requirements**"), the Underwriters have informed the Company that they have submitted the New Shares, Priority Allocation Rights and Scrips subject of the proposed Private Placement of Scrips to a product approval process, which has determined that such New Shares, Priority Allocation Rights and Scrips are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the New Shares may decline and investors could lose all or part of their investment; the New Shares offer no guaranteed income and no capital protection; and an investment in the New Shares, Priority Allocation Rights or Scrips is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the proposed Private Placement of Scrips. It is further noted that, notwithstanding the Target Market Assessment, the Underwriters will only attract investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the New Shares, Priority Allocation Rights or Scrips.

Each distributor is responsible for undertaking its own target market assessment in respect of the New Shares, Priority Allocation Rights and Scrips and determining appropriate distribution channels.