

Lexmark increases tender offer price for all outstanding shares of ReadSoft

LEXINGTON, Ky., Aug. 5, 2014 /PRNewswire/ --

- Lexmark International, Inc. (NYSE: LXX) today announced that it has increased its cash tender offer price for all of the outstanding shares of Sweden-based ReadSoft (NASDAQ OMX: RSOF-B). This cash offer is Swedish Krona (SEK) 55.50, an 11 percent increase from Lexmark's July 14, 2014, offer of SEK 50.00 for each Class A and Class B share of ReadSoft, for a price of approximately \$248 million, net of cash acquired.¹
- Lexmark made the decision to increase its tender offer price because it continues to believe the combination of ReadSoft with Lexmark's Perceptive Software is a strong strategic fit and in response to a competitive offer for ReadSoft shares announced on Aug. 4.
- Pursuant to a Transaction Agreement with Lexmark, ReadSoft's Board of Directors has agreed to continue to recommend in favor of Lexmark's revised tender offer. In addition, the undertaking by ReadSoft's two largest shareholders to tender their shares to Lexmark extends to Lexmark's revised tender offer.
- The offer period for ReadSoft shareholders to tender their shares will begin on or about Aug. 7 and run to Aug. 28, 2014, unless otherwise extended. Settlement of the tender offer is expected to occur around Sept. 4, 2014, after the end of the offer period.

Supporting Quotes:

"We remain convinced that the acquisition by Lexmark is the best strategic, long-term fit for ReadSoft and its employees," said Paul Rooke, Lexmark chairman and chief executive officer.

"We have presented a compelling offer to ReadSoft shareholders, which is confirmed by the undertaking of ReadSoft's founders to tender their shares to Lexmark, and the unanimous recommendation from ReadSoft's Board of Directors," added Rooke.

About Lexmark

Lexmark is uniquely focused on connecting unstructured printed and digital information across enterprises with the processes, applications and people that need it most. For more information, please visit www.lexmark.com.

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"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Statements in this release which are not historical facts are forward-looking and involve risks and uncertainties which may cause the company's actual results or performance to be materially different from the results or performance expressed or implied by the forward-looking statements. Factors that may impact such forward-looking statements include, but are not limited to, continued economic uncertainty related to volatility of the global economy; inability to execute the company's strategy to become an end-to-end solutions provider; uncertainty as a result of a slowdown in government spending; decreased supplies consumption; failure to successfully integrate newly acquired businesses; fluctuations in foreign currency exchange rates; inability to realize all of the anticipated benefits of the company's acquisitions; possible changes in the size of expected restructuring costs, charges, and savings; market acceptance of new products; aggressive pricing from competitors and resellers; changes in the company's tax provisions or tax liabilities; the inability to develop new products and enhance existing products to meet customer needs on a cost competitive basis; reliance on international production facilities, manufacturing partners and certain key suppliers; increased investment to support product development and marketing; the financial failure or loss of business with a key customer or reseller; periodic variations affecting revenue and profitability; excessive inventory for the company's reseller channel; failure to manage inventory levels or production capacity; credit risk associated with the company's customers, channel partners, and investment portfolio; entrance into the market of additional competitors focused on office printing and imaging

and software solutions, including enterprise content management, business process management, document output management, intelligent data capture and search; inability to perform under managed print services contracts; increased competition in the aftermarket supplies business; fees on the company's products or litigation costs required to protect the company's rights; inability to obtain and protect the company's intellectual property rights and defend against claims of infringement and/or anticompetitive conduct; the outcome of litigation or regulatory proceedings to which the company may be a party; unforeseen cost impacts as a result of new legislation; the inability to attract, retain and motivate key employees; changes in a country's political or economic conditions; the failure of information technology systems, including data breaches or cyber attacks; disruptions at important points of exit and entry and distribution centers; business disruptions; terrorist acts; acts of war or other political conflicts; or the outbreak of a communicable disease; and other risks described in the company's Securities and Exchange Commission filings. The company undertakes no obligation to update any forward-looking statement.

1. Tender offer is priced in Swedish Krona. The net price is based on 30,686,744 outstanding shares and includes payment for outstanding convertibles issued as part of ReadSoft's incentive programs for employees. Acquired cash and cash equivalents are as reported by ReadSoft at the end of the second quarter of 2014. The net price is based on the Swedish Krona currency exchange rate to the U.S. dollar as of August 4, 2014. Excludes transactions fees.

SOURCE Lexmark International, Inc.

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<https://newsroom.lexmark.com/2014-08-05-Lexmark-increases-tender-offer-price-for-all-outstanding-shares-of-ReadSoft>