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TomTom N.V. ("**TomTom**")

Amsterdam, 30 June 2009

- **TomTom announces principal terms of its 5 for 8 Rights Offering.**
- **Issue price in Rights Offering set at €4.21 per ordinary share, which assumes a 36.5% discount to TERP (Theoretical Ex Rights Price).**
- **Further process and timing of the Equity Offering to be announced as soon as practicable following the EGM, scheduled to be held later today.**

### **Proposed Equity Offering**

In our press release of 14 June 2009, we announced our intention to raise €430 million in a fully committed/underwritten equity offering (the "**Equity Offering**"), consisting of a €359 million rights offering (the "**Rights Offering**") and a €71 million private placement (the "**Private Placement**"). We announced that the ordinary shares to be issued in the Private Placement would be issued at a price of €6.1234 per ordinary share. ABN AMRO Bank N.V. (to be renamed The Royal Bank of Scotland N.V. in due course), Deutsche Bank AG, London Branch, Goldman Sachs International, ING Bank N.V. and Rabo Securities (the "**Banks**") are acting as Joint Global Coordinators, Joint Bookrunners and Underwriters for the Rights Offering. We will use the aggregate net proceeds of the Equity Offering, representing aggregate gross proceeds of €430 million less expenses, commissions and applicable taxes related to the Equity Offering, to reduce our total indebtedness.

### **Principal terms of the Rights Offering**

Further to our press release of 14 June 2009, TomTom announces today that it intends to launch a 5 for 8 rights offering of 85,264,381 new ordinary shares with a nominal value of €0.20 each (the "**Offer Shares**") at an issue price of €4.21 per Offer Share (the "**Issue Price**") through the granting of transferable subscription entitlements ("**SETs**") to its existing holders of ordinary shares in TomTom's share capital on the record date for the Rights Offering pro rata to their shareholdings. The Issue Price represents a discount of 36.5% to the Theoretical Ex Rights Price (or TERP).

### **Further process and timing of the Equity Offering**

TomTom has scheduled a general meeting of shareholders to be held later today for the purposes of, *inter alia*, approving the Equity Offering (the "**EGM**"). In connection with the Equity Offering, TomTom will publish a prospectus which will require the approval of the Dutch Financial Markets Authority (*Autoriteit Financiële Markten*). The prospectus is expected to be published as soon as practicable following the EGM. Commencement of the Equity Offering is subject to the approval of the Equity Offering at the EGM and approval of the prospectus by the Dutch Financial Markets Authority. Additional details regarding the timetable for, and further terms of the Rights Offering will be made available as soon as practicable following the EGM.

### **Further Information**

For more information on TomTom, the Equity Offering or the EGM, reference is made to our website ([investors.tomtom.com](http://investors.tomtom.com)), or our investor relations department that may be contacted as follows:

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TomTom's ordinary shares are listed at Euronext Amsterdam in the Netherlands

ISIN: NL0000387058 / Symbol: TOM2

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#### About TomTom

TomTom is a leading provider of navigation solutions and digital maps. In the five years from the launch of its first personal navigation device ("PND") in early 2004, close to 30 million people around the world have purchased a TomTom PND, and over 45 million PNDs were powered by Tele Atlas digital maps. In addition to producing PNDs, TomTom develops navigation systems and services for car manufacturers, offers professional navigation solutions for commercial vehicle fleets, and produces and sells digital maps and dynamic content. TomTom believes that this range of products and services uniquely positions it to deliver navigational products and services to a wide variety of different customer groups.

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