Dear Nordex Shareholders:

On behalf of Omnia Holdings Limited, I am writing to you on a matter that has significant implications on the value of your Nordex shares.

Omnia, through its BME division, is formally commencing its cash offer of Cdn.$0.22 per share for all of the outstanding common shares of Nordex. I urge you to tender your shares for an attractive premium of approximately 57% to the closing price of the shares on July 13, 2016, the day prior to the announcement of our intention to make this offer.

Despite the significant premium available and despite our offer price being 22% higher than what you would receive from Société Anonyme d’Explosifs et de Produits Chimiques (or EPC), Nordex’s board of directors has chosen to continue to pursue a dilutive private placement and going private transaction with EPC that is simply not in the best interests of shareholders, and does not provide you with the most value available for your Nordex shares.

However, in order for you to have access to the value created by our offer, Nordex shareholders need to vote AGAINST the inadequate EPC transactions either in person or by proxy at the shareholder meeting that has been called for August 18, 2016.

Omnia’s Cdn.$0.22 per share offer is compelling and we urge you to consider it and accept it.

The Omnia offer provides a significant premium for Nordex shareholders and will allow Nordex shareholders to realize immediate and certain value.

The Cdn.$0.22 cash Offer price Share continues to represent a 22% premium to the value offered to Nordex shareholders in the proposed EPC transactions. Indeed if the EPC going private transaction is not approved, you will receive nothing. The all-cash consideration provides shareholders with the opportunity to realize an immediate and certain value for their shares. In accordance with applicable Canadian securities laws, our Offer is not subject to any financing condition and is being made from cash on hand.

Omnia will benefit the local Kirkland Lake community.

The Nordex business will not be leaving Kirkland Lake, Ontario. Omnia sees Nordex as the ideal base to grow its North American business, and has the financial means and capacity to ensure that the facility continues to provide jobs to the surrounding community for years to come and to make the necessary technical investment to improve the business.

The going private transaction with EPC puts Nordex shareholders at risk.

If the going private transaction with EPC is not completed, Nordex shareholders will have been diluted into a change of control transaction at an unconscionable Cdn.$0.12 per share and will be left as minority holders in a controlled subsidiary of EPC with no means to realize full value for their shares.
The proposed change of control private placement to EPC is highly dilutive and keeps significant value from the Nordex shareholders.

The proposed change of control private placement to EPC is highly dilutive at Cdn.$0.12 per share, a full Cdn.$0.10 per share less than our Offer, which means that the Nordex board is leaving Cdn.$2.04 million of value on the table that is not going into the Nordex business, and in supporting EPC’s Cdn.$0.18 per share going private transaction, keeps a further Cdn.$816,500 away from Nordex shareholders.

As well, the EPC private placement represents a 45% discount to the share price set forth in our Offer, which is opportunistic and significantly undervalues Nordex.

The Offer need only be open for 35 calendar days.

Our offer will expire on September 9, 2016, only 22 days following the date set for the Nordex shareholder meeting at which the undervalued EPC transactions will be considered. This means that Nordex shareholders will only need to wait a few weeks to realize the full and fair value for their shares.

The Offer provides shareholders with liquidity.

Nordex shareholders currently have limited liquidity based on the trading history of the Nordex shares, and the fully-funded Offer provides an opportunity for shareholders to dispose of all of their Nordex shares for a clean cash consideration of Cdn.$0.22 and at value levels not seen in the Nordex share price since the first half of 2015.

***

We are questioning the motivations of your board of directors and you should too. The Nordex board of directors does not seem mindful of their duty to seek out the most value for your shares. You should ask them why, and you should vote AGAINST the inadequate EPC transactions that your board considers to be a better deal for you than the higher value to be delivered by our Offer.

Voting AGAINST the EPC transactions is easy. You simply need to check the AGAINST box next to each resolution on the form of proxy or voting instruction form that Nordex sent you by mail, sign and mail the form in accordance with the instructions thereon. You may also vote online by following the instructions found on your proxy or voting instruction form. If you have already submitted a FOR vote and wish to change it, you simply need to cast a later-dated vote following the same instructions set out above as this will supersede and revoke any earlier vote. It is important to note that abstaining from voting is not considered the same as voting AGAINST. For this reason we urge you to take the time to submit your AGAINST vote prior to the proxy deadline on August 16, 2016 at 10:00 a.m. (Toronto time).

If you wish to review our Offer, please visit Nordex’s issuer profile on the SEDAR website at www.sedar.com; or Omnia’s website at www.omnia.co.za; or contact Laurel Hill Advisory Group, Omnia’s information agent, toll-free at 1-877-452-7184 or outside North America at 1-416-304-0211 or by email at assistance@laurelhill.com.

I hope that you will seriously consider our superior offer and let Omnia deliver the most value for your Nordex shares to you.

Sincerely,

Rod Humphris (Signed)
Group Managing Director