NEWS RELEASE

Mitel übernimmt ShoreTel

7/27/2017

KONSOLIDIERUNG BESTÄTIGT DEN FOKUS VON MITEL AUF DEN WACHSTUMSSTARKEN UCAAS-MARKT

Mitel® (Nasdaq:MITL) (TSX:MNW) und ShoreTel (Nasdaq: SHOR) haben heute bekannt gegeben, dass sie eine endgültige Fusionsvereinbarung getroffen haben. Mitel wird 100 Prozent der ausstehenden Aktien der ShoreTel Stammaktien in einer All-Cash-Transaktion zu einem Preis von 7,50 Dollar pro Aktie oder einem Gesamtwert des Eigenkapitals von etwa 530 Millionen Dollar und einem Gesamtunternehmenswert von etwa 430 Millionen Dollar erwerben. Der Kaufpreis stellt eine 28-prozentige Prämie für den ShoreTel-Schlusskurs am 26. Juli 2017 dar.

Gemeinsam stärker im schnell wachsenden UCaaS-Markt

Mit dieser Transaktion und der Investition in den UCaaS (Unified Communications as a Service)-Markt treibt Mitel seine „move-to-the-cloud“-Strategie schneller und stärker voran. Durch den Zusammenschluss rückt das Unternehmen auf Position Zwei im UCaaS-Markt und wird dadurch zu einem Anbieter mit der Größe und den

technologischen Ressourcen, jeden Kunden mit neuen Cloud-basierten Lösungen und Applikationen zu versorgen.

Das vereinte Unternehmen wird seinen Hauptsitz in Ottawa, Kanada, haben und als Mitel agieren. Rich McBee, Chief Executive Officer (CEO) von Mitel, wird die Organisation leiten. Steve Spooner, Chef Financial Officer (CFO) von Mitel, wird seine Tätigkeit in dieser Position fortsetzen.

„Dies ist ein sehr natürlicher Zusammenschluss, der es uns ermöglicht, die Branche weiter zu konsolidieren und von Kosten-Synergien zu profitieren. Gleichzeitig erhält unser Unternehmen neue Technologien und kann ein deutliches Cloud-Wachstum verzeichnen", so Mitel-CEO Rich McBee. „Gemeinsam werden Mitel und ShoreTel in der Lage sein, Kunden mit vollständiger, Cloud-basierter Kommunikation und Applikationen schneller in die Cloud zu führen."

Einzigartig qualifiziert, um Kunden und Partner in die Cloud zu bringen

Gemeinsam wird das zusammengeschlossene Unternehmen rund 3.200 Channel-Partner und ein branchenführendes Portfolio an Kommunikations- und Collaboration-Lösungen anbieten. Mitel und ShoreTel wollen einen fortlaufenden Support und eine auch in Zukunft attraktive Zusammenarbeit für alle Kunden und Partner anbieten – sowohl in der Cloud als auch On-Premises. Bei Abschluss der geplanten Transaktion wird das zusammengeschlossene Unternehmen eine Belegschaft von rund 4.200 Mitarbeitern haben.

„Die heutige Ankündigung schließt unsere umfassende Überprüfung der strategischen Alternativen durch die Bereitstellung einer erheblichen Bargeld-Prämie für unsere Aktionäre ab", so Don Joos, CEO von ShoreTel. "Kunden ziehen bereits jetzt in einem rasanten Tempo in die Cloud um. Der Zusammenschluss von Mitel und ShoreTel schafft einen neuen UCaaS-Marktführer mit einer ausgeglichenen Strategie und Lösung sowie einer klaren Migrationsstrategie, so dass kein Kunde zurückgelassen wird oder bereits vorhandene Lösungen aufgeben muss, um das Unternehmen Cloud-fähig zu machen."

Sobald die Transaktion abgeschlossen ist, wird Mitel ideal positioniert sein, um allen Kunden die Vorteile von Cloud-basierter Kommunikation zugänglich zu machen. Für Unternehmenskunden werden die Lösungen von ShoreTel die Fähigkeit von Mitel stärken, Kunden mit vorhandenen Vor-Ort- oder hybriden Implementierungen in die Cloud zu führen und damit die technische Voraussetzung für die Bereitstellung von Cloud-Anwendungen der nächsten Generation zu schaffen.

Größe, Skala und finanzielle Grundlage, um Wachstum voranzutreiben

Finanzielle Highlights der Transaktion beinhalten:

- Kombinierter Umsatz von 1,3 Milliarden US-Dollar *
- Der insgesamt wiederkehrende Umsatz von Mitel erhöht sich auf 39% des Gesamtumsatzes *
- Der UCaaS-Umsatz von Mitel wird mit 263 Millionen US-Dollar mehr als verdoppelt *
- Eine signifikante Synergie-Chance ausgerichtet auf 60 Millionen US-Dollar in jährlichen Run-Rates soll innerhalb von zwei Jahren erreicht werden
- Im ersten Jahr wird eine wachsende Non-GAAP-EPS erwartet

  * Basierend auf den zurückliegenden zwölf Monaten zusammengefasst zum 31. März 2017

Transaction Details

The transaction will be completed through a cash tender offer for all of the outstanding shares of ShoreTel common stock, followed by a merger, which will not require approval of ShoreTel's stockholders, in which remaining shares of ShoreTel common stock will be converted into the right to receive the same $7.50 cash per share price paid in the tender offer. ShoreTel's Board of Directors has recommended that ShoreTel stockholders tender their shares in the offer. In connection with the execution of the merger agreement, ShoreTel's directors and executive officers, have entered into tender support agreements with Mitel pursuant to which they have agreed to tender their shares to Mitel's offer.

Mitel intends to finance the consideration for the acquisition and associated transaction expenses using a combination of cash on hand from the combined business, drawings on its existing revolving credit facility and proceeds from a new fully underwritten $300 million term loan maturing in 2023. The existing term loan and revolving credit facility will remain in place, with the Company having already obtained the requisite majority consent to certain amendments which accommodate the acquisition and the incremental financing. BMO Capital Markets is leading the new term loan facility with Citizens Bank, N.A., HSBC Bank Canada and Canadian Imperial Bank of Commerce serving as Joint Lead Arrangers and Joint Bookrunners. Citizens Bank, N.A., lead on the existing amended facilities, will act as administrative agent for these and the new term loan. EA Markets LLC provided Mitel with independent advisory and transaction services in conjunction with the arrangement and structuring of the new financing.

The transaction is expected to be completed in the third quarter of 2017, subject to ShoreTel stockholders having tendered shares representing more than 50% of the outstanding shares of ShoreTel common stock, certain regulatory approvals having been obtained and other customary conditions to the tender offer having been satisfied.

Jefferies LLC is serving as financial advisor to Mitel, Paul, Weiss, Rifkind, Wharton & Garrison LLP is serving as legal advisor to Mitel and Osler, Hoskin & Harcourt LLP is serving as legal advisor to Mitel in connection with the financing. J.P. Morgan Securities LLC is serving as financial advisor to ShoreTel and Fenwick & West LLP is serving as

legal advisor to ShoreTel.

Conference Call Information

Mitel is hosting an investor conference call and live webcast today, Thursday, July 27, 2017 at 8:30 a.m. ET (5:30 a.m. PT) to discuss this announcement, as well as its financial results for the second quarter ended June 30, 2017. To access the conference call, dial 888-734-0328. Callers outside the U.S. and Canada should dial 678-894-3054. The live webcast will be accessible on Mitel's investor relations website at www.mitel.com. It will be archived and is expected to be available on this site for replay on or about Friday, July 28, 2017 after 12:00 p.m. ET. We have also provided a slide deck to supplement comments made specific to this transaction as well as to help illustrate our financial results. It has been posted on www.mitel.com. Our Form 10-Q is expected to be filed with the U.S. Securities and Exchange Commission (the "SEC") and Canadian securities regulatory authorities on July 27, 2017 and will include our complete financial results for the quarter ended June 30, 2017.

Important Information for Investor

The tender offer for the outstanding shares of ShoreTel common stock referenced in this press release has not yet commenced. This press release is for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell shares of ShoreTel common stock, nor is it a substitute for the tender offer materials that Mitel and its acquisition subsidiary will file with the SEC upon commencement of the tender offer. At the time the offer is commenced, Mitel and its acquisition subsidiary will file tender offer materials on Schedule TO, and ShoreTel will thereafter file a Solicitation/Recommendation Statement on Schedule 14D-9 with the SEC with respect to the tender offer. The tender offer materials (including an Offer to Purchase, a related Letter of Transmittal and certain other offer documents) and the Solicitation/Recommendation Statement will contain important information. Holders of shares of ShoreTel common stock are urged to read these documents when they become available because they will contain important information that holders of ShoreTel common stock should consider before making any decision regarding tendering their shares. The Offer to Purchase, the related Letter of Transmittal and certain other offer documents, as well as the Solicitation/Recommendation Statement, will be made available to all holders of shares of ShoreTel common stock at no expense to them. The tender offer materials and the Solicitation/Recommendation Statement will be made available for free at the SEC's web site at www.sec.gov. Copies of these documents will also be made available free of charge on Mitel's website at investor.Mitel.com or by contacting Mitel's Investor Relations Department at 469-574-8134. Copies of the documents filed with the SEC by ShoreTel will be available free of charge on ShoreTel's website at ir.ShoreTel.com or by contacting ShoreTel's Investor Relations Department at (408) 962-2573. In addition to the Offer to Purchase, the related Letter of Transmittal and certain other offer documents, as well as the Solicitation/Recommendation Statement, Mitel and ShoreTel file annual, quarterly and special reports and other information with the SEC. You may read and copy any reports or other information filed by Mitel or ShoreTel at the SEC public reference room at 100 F Street, N.E., Washington, D.C. 20549. Please call the Commission at 1-800-SEC-0330 for further information on the public

reference room. Mitel's and ShoreTel's filings with the SEC are also available to the public from commercial document-retrieval services and at the website maintained by the SEC at www.sec.gov.

Non-GAAP Financial Measures

In an effort to provide investors with additional information regarding Mitel's results as determined by generally accepted accounting principles (GAAP), Mitel also discusses, in its press releases and presentation materials, non-GAAP information which Mitel's management believes provides useful information to investors, including Adjusted EBITDA, non-GAAP net income, non-GAAP EPS (earnings per share) or non-GAAP net income per common share and Constant Currency. Non-GAAP financial measures do not have any standardized meaning and are therefore unlikely to be comparable to similar measures presented by other companies. We use these non-GAAP financial measures to assist management and investors in understanding our past financial performance and prospects for the future, including changes in our operating results, trends and marketplace performance, exclusive of unusual events and other factors which do not directly affect what we consider to be our core operating performance. Non-GAAP measures are among the primary indicators management uses as a basis for our planning and forecasting of future periods. Investors are cautioned that non-GAAP financial measures should not be relied upon as a substitute for financial measures prepared in accordance with U.S. generally accepted accounting principles. Mitel provides a reconciliation between GAAP and non-GAAP financial information in our quarterly results announcements and in the supplemental slides used in conjunction with Mitel's quarterly calls. This information is available on our website at www.mitel.com under the "Investor Relations" section http://investor.mitel.com/events.cfm.

Forward Looking Statements

Some of the statements in this press release are forward-looking statements (or forward-looking information) within the meaning of applicable U.S. and Canadian securities laws. These include statements using the words believe, target, outlook, may, will, should, could, estimate, continue, expect, intend, plan, predict, potential, project and anticipate, and similar statements which do not describe the present or provide information about the past. There is no guarantee that the expected events or expected results will actually occur. Such statements reflect the current views of management of Mitel and ShoreTel and are subject to a number of risks and uncertainties. These statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, operational and other factors. Any changes in these assumptions or other factors could cause actual results to differ materially from current expectations. All forward-looking statements attributable to Mitel or ShoreTel, or persons acting on either of their behalf, are expressly qualified in their entirety by the cautionary statements set forth in this paragraph. Undue reliance should not be placed on such statements. In addition, material risks that could cause actual results to differ from forward-looking statements include: the inherent uncertainty associated with financial or other projections; the integration of Mitel and ShoreTel and the ability to recognize the anticipated benefits from the proposed acquisition of ShoreTel (the "transaction"); the ability to obtain required regulatory approvals for the transaction, the timing of obtaining such approvals and the risk that

such approvals may result in the imposition of conditions that could adversely affect the expected benefits of the transaction; the risk that the conditions to the transaction are not satisfied on a timely basis or at all and the failure of the transaction to close for any other reason; the anticipated size of the markets and continued demand for Mitel and ShoreTel products and services; the impact of competitive products and pricing and disruption to Mitel's and ShoreTel's respective businesses that could result from the announcement of the transaction; access to available financing on a timely basis and on reasonable terms, including amending Mitel's existing credit facilities to fund the cash portion of the consideration in connection with the transaction; the ability to recognize the anticipated benefits from the divestment of Mitel's mobile division ("Mobile Division"); risks associated with the non-cash consideration received by Mitel in connection with the divestment of the Mobile Division; the impact to Mitel's business that could result from the announcement of the divestment of the Mobile Division; Mitel's ability to achieve or sustain profitability in the future; fluctuations in quarterly and annual revenues and operating results; fluctuations in foreign exchange rates; current and ongoing global economic instability, political unrest and related sanctions; intense competition; reliance on channel partners for a significant component of sales; dependence upon a small number of outside contract manufacturers to manufacture products; and, Mitel's ability to successfully implement and achieve its business strategies, including its growth of the company through acquisitions and the integration of recently acquired businesses and realization of synergies, including the proposed acquisition of ShoreTel. Additional risks are described under the heading "Risk Factors" in Mitel's Annual Report on Form 10-K for the year ended December 31, 2016 filed with the SEC and Canadian securities regulatory authorities on March 1, 2017, in Mitel's Quarterly Report on Form 10-Q for the quarter ended June 30, 2017 to be filed with the SEC and Canadian securities regulatory authorities, and in ShoreTel's Annual Report on Form 10-K for the year ended June 30, 2016 filed with the SEC on September 12, 2016. Forward-looking statements speak only as of the date they are made. Except as required by law, neither Mitel nor ShoreTel has any intention or obligation to update or to publicly announce the results of any revisions to any of the forward-looking statements to reflect actual results, future events or developments, changes in assumptions or changes in other factors affecting the forward-looking statements.

Über Mitel

About Mitel

A global market leader in enterprise communications powering more than two billion business connections, Mitel (Nasdaq:MITL) (TSX:MNW) helps businesses and service providers connect, collaborate and provide innovative services to their customers. Our innovation and communications experts serve more than 60 million business users in more than 100 countries. For more information, go to www.mitel.com and follow us on Twitter @Mitel.

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About ShoreTel
ShoreTel (NASDAQ: SHOR) provides businesses worldwide with communication solutions that make interactions simple. From business phone systems, unified communications and contact center solutions to a fully hosted voice and SMS development platform, ShoreTel delivers unmatched flexibility and ease for companies looking to increase productivity and drive innovation. ShoreTel offers solutions in the cloud, onsite or a hybrid of both, giving customers the freedom to choose the best fit for their business needs now and in the future. Headquartered in Sunnyvale, Calif., ShoreTel has offices and partners worldwide. For more information, visit shoretel.com.

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