

EXOSENS INCREASES THE SIZE OF THE OFFERING IN THE CONTEXT OF ITS INITIAL PUBLIC OFFERING

PRESS RELEASE

MÉRIGNAC, FRANCE – 5 JUNE 2024

- In light of strong demand from investors in the placement, Exosens today announces that it increases the size of the Offering in the context of its initial public offering to 350 million euros (before exercise of the Over-Allotment Option) and 402.5 million euros in case the Over-Allotment Option is exercised in full (compared to respectively €300 million and €345 million initially announced)
- The Placement will end at noon (Paris time) on 6 June 2024 (compared to 5:00 p.m. Paris time on 6 June 2024 initially announced); the other dates of the timetable announced on 3 June 2024 remain unchanged, with Exosens shares beginning trading on the regulated market of Euronext Paris on 7 June 2024 on a single line entitled "Exosens Promesses" and the settlement and delivery of the initial public offering occurring on 11 June 2024
- Structure of the Offering remains unchanged, i.e.:
 - Admission to trading on the regulated market of Euronext Paris ("Euronext Paris") of all the ordinary shares comprising the share capital of Exosens ("Exosens" or the "Company"),
 - Private placement with institutional investors in France and outside France (including a private placement in the United States with *qualified institutional buyers* ("QIBs") pursuant to rule 144A of the Securities Act) (the "Private Placement"),
 - Reserved capital increase for Bpifrance Participations at the price of the Private Placement in order to hold 4.50% of the Company's share capital post-IPO, together the "Offer".
- **Size of the Offering is now the following:** A total amount of 350 million euros including (i) the sale of 8,500,000 existing shares (the "Initial Sale Shares") representing an amount of 170 million euros, by HLD Europe, Invest Prince Henri and Invest Gamma (together, "HLD") and certain minority shareholders of the Company (together, the "Selling Shareholders"), (ii) the issuance of 6,714,741 new shares (the "New Shares in the Private Placement") representing an amount of 134 million euros, as well as (iii) the issuance of 2,285,260 new shares reserved for Bpifrance Participations (the "New Shares Reserved for Bpifrance Participations" and together with the New Shares in the Private Placement, the "New Shares") representing an amount of 46 million euros, being specified that the proceeds from the issuance of the New Shares is unchanged.
- **Over-Allotment option to acquire** shares representing in total a maximum of 15% of the combined number of New Shares and Initial Sale Shares, i.e. a maximum of 2,625,002 Additional Existing Shares (the "Over-Allotment Option"), representing a maximum amount of 52.5 million euros.
- The other terms and conditions of the Offering (including the price of the Private Placement at €20 per share), described in the press release published on 3 June 2024 and the prospectus approved by the French *Autorité des marchés financiers* on 31 May 2024 under number 24-188, remain unchanged.
- Following the IPO, Exosens will continue to be controlled by Groupe HLD.

As a result of the increase of the size of the Offering, the share capital of the Company will consist in 41,782,551 ordinary shares with a nominal value of €0.425 each, after completion of the reorganisation of the corporate structure of the Groupe implemented prior to the initial public offering of the Company and before the settlement and delivery of the Offering, and 50,782,552 ordinary shares with a nominal value of €0.425 each, after the settlement and delivery of the Offering¹.

As a result of the increase of the size of the Offering described above, the breakdown of the Sale Shares is as follows:

Selling Shareholders	Number of ordinary shares held by the Selling Shareholders before the Offering but after the Reorganisation	Number of Initial Sale Shares (before exercise of the Over-Allotment Option)	Maximum number of Additional Sale Shares (after full exercise of the Over-Allotment Option)	Maximum total number of Sale Shares
HLD, of which:	36,841,611	7,438,171	2,625,002	10,063,173
HLD Europe	28,913,759	5,837,536	2,060,134	7,897,670
Invest Prince Henri	4,613,947	931,575	328,749	1,260,324
Invest Gamma	3,313,905	669,060	236,119	905,179
Minority Shareholders	4,940,940	1,061,829	--	1,061,829
<i>including M. Jérôme Cerisier, Directeur général de la Société*</i>	1,068,877	123,351	--	123,351
Total	41,782,551	8,500,000	2,625,002	11,125,002

* Including shares held through Kanji Management, a company wholly-owned by Mr. Jérôme Cerisier

In addition, as a result of the increase of the size of the Offering described above, following the Private Placement and the Reserved Capital Increase for Bpifrance Participations, the breakdown of the Company's share capital would be as follows, on an illustrative basis:

¹ Compared to, respectively, 41,793,718 ordinary shares and 50,793,719 ordinary shares initially announced.

Shareholder	After the Global Offering and the Reserved Capital Increase for Bpifrance Participations and without exercise of the Over-Allotment Option			After the Global Offering and the Reserved Capital Increase for Bpifrance Participations and after exercise in full of the Over-Allotment Option		
	Number of shares	% of share capital	% of voting rights	Number of shares	% of share capital	% of voting rights
HLD, including:	29,403,440	57.90%	57.90%	26,778,438	52.73%	52.73%
<i>HLD Europe</i>	23,076,223	45.44%	45.44%	21,016,089	41.38%	41.38%
<i>Invest Prince Henri</i>	3,682,372	7.25%	7.25%	3,353,623	6.60%	6.60%
<i>Invest Gamma</i>	2,644,845	5.21%	5.21%	2,408,726	4.74%	4.74%
Bpifrance Participations	2,285,260	4.50%	4.50%	2,285,260	4.50%	4.50%
Public float	15,214,741	29.96%	29.96%	17,839,743	35.13%	35.13%
Minority shareholders	3,879,111	7.64%	7.64%	3,879,111	7.64%	7.64%
<i>including Jérôme Cerisier, Chief Executive Officer*</i>	945,526	1.86%	1.86%	945,526	1.86%	1.86%
TOTAL	50,782,552	100.00%	100.00%	50,782,552	100.00%	100.00%

* Including shares held through Kanji Management, a company wholly-owned by Mr. Jérôme Cerisier

Information available to the public

Copies of the Prospectus approved by the AMF on 31 May 2024 under number 24-188, consisting of (i) a registration document approved on 22 May 2024 under number I. 24-010, (ii) a supplement to the registration document approved on 31 May 2024 under number I. 24-011 and (iii) a securities note including a summary of the Prospectus, are available free of charge on request from the Group at the following address: Exosens, 18 Avenue Pythagore, 33700 Mérignac, France, as well as on the websites of the AMF (www.amf-france.org) and Exosens (<https://www.exosens.com/>).

The Group draws the public's attention to the risk factors set out in chapter 3 of the registration document and in section 2 of the securities note. The realization of one or more of such risks may have a material adverse effect on the Group's activities, reputation, financial position, results or outlook, and on the trading price of Exosens' shares.

ABOUT EXOSENS:

Accompanied by Groupe HLD since 2021, Exosens is a high-tech company, with more than 85 years of experience in the innovation, development, manufacturing and sale of high-end electro-optical technologies in the field of amplification, detection and imaging. Today, it offers its customers

detection components and solutions such as travelling wave tubes, advanced cameras, neutron & gamma detectors, instrument detectors and light intensifier tubes. This allows Exosens to respond to complex issues in extremely demanding environments by offering tailor-made solutions to its customers. Thanks to its sustained investments, Exosens is internationally recognized as a major innovator in optoelectronics, with production and R&D carried out on 10 sites, in Europe and North America and with over 1,600 employees.

For more information: exosens.com

Press contact:

For Exosens

Brunswick group – exosens@brunswickgroup.com

Benoit Grange, + 33 6 14 45 09 26

Hugues Boëton, + 33 6 79 99 27 15

Laetitia Quignon, + 33 6 83 17 89 13

For Groupe HLD

DGM

Charles-Etienne Lebatard: +33 6 14 74 83 08

Etienne Gautier: +33 7 48 15 22 35

Christian d'Oléon: +33 6 08 49 89 07

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