



NOT FOR RELEASE, PUBLICATION, DISSEMINATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN, INTO OR FROM THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS OR ANY OTHER JURISDICTION IN WHICH THE RELEASE, PUBLICATION, DISSEMINATION OR DISTRIBUTION OF THIS PRESS RELEASE IS UNLAWFUL.

THIS PRESS RELEASE DOES NOT CONSTITUTE OR FORM A PART OF AN OFFER OR SOLICITATION TO ACQUIRE OR EXCHANGE THE SECURITIES OF AKKA TECHNOLOGIES IN ANY JURISDICTION.

#### Announcement in accordance with Article 8, §1 of the Belgian Takeover Decree of 27 April 2007

Press release, Zurich, Switzerland, February 24, 2022

# ADECCO GROUP ANNOUNCES THE CLOSING OF THE TRANSACTION WITH RICCI FAMILY AND SWILUX SA – MANDATORY TENDER OFFER

The Adecco Group AG (the "Adecco Group") announces that on 23 February 2022, it has completed the closing of the transaction with the Ricci Family and SWILUX S.A., a fully-owned subsidiary of Compagnie Nationale à Portefeuille SA. Closing of the transaction follows the satisfaction of all conditions precedent agreed upon between the parties, including receipt of all regulatory approvals. The Adecco Group has acquired, through its subsidiaries Modis International AG and Modis Investment BV, 18,698,822 shares (59.91 percent of the shares issued by AKKA Technologies SA ("AKKA Technologies")), bringing its aggregate holding in AKKA Technologies (including the shares held by AKKA Technologies and its subsidiaries) to 20,946,076 shares (67.11 percent).

As a result, the Adecco Group, through its subsidiary Modis International AG (the "**Bidder**"), will launch a mandatory public takeover bid in Belgium and France for the remaining shares and convertible bonds issued by AKKA Technologies that are not yet held by the Bidder or its affiliates (the "**Mandatory Tender Offer**").

On the date of this announcement, (i) the Bidder holds 15,461,369 (or 49.54%) of the shares issued by AKKA Technologies and (ii) Modis Investment, a 100% subsidiary of the Bidder, holds 4,737,453 (or 15.18%) of the shares issued by AKKA Technologies, and (iii) AKKA Technologies and its subsidiaries hold 747,254 treasury shares (or 2.39% of the shares issued by AKKA Technologies). These shares are not included in the Mandatory Tender Offer.

The bid price for the shares amounts to EUR 49 per share. The bid price per convertible bond will be equal to the principal amount of EUR 100,000 per convertible bond plus accrued interest up to (but excluding) the planned optional redemption date of the convertible bonds.

The bid price of EUR 49 per share represents a premium of 99 percent to the AKKA Technologies share price of €24.60 on 26 July 2021.

The bid price of EUR 49 per share is higher than the weighted average trading prices of the AKKA Technologies share on the regulated markets of Euronext Brussels and Euronext Paris during the last 30 calendar days

preceding 26 July 2021 (*i.e.*, the day on which trading in the AKKA Technologies shares was suspended), *i.e.* €22.7, representing a premium of 115.7 percent.

The Mandatory Tender Offer will be unconditional and will be paid in cash.

Modis International AG shall file a formal notification of the Mandatory Tender Offer, which shall include a draft offer document, with the FSMA (the Belgian supervisory market authority) in the next few days (in accordance with article 5 of the Belgian Takeover Decree of 27 April 2007). The Board of Directors of AKKA Technologies will examine the offer document and will further explain its position towards the Mandatory Tender Offer in a Board memorandum of response.

The publication of the offer document, the response memorandum of the Board of Directors of AKKA Technologies and further information on the acceptance procedure will be made available to the AKKA Technologies security holders on the websites of the Adecco Group and AKKA Technologies in due course.

After the closing of the Mandatory Tender Offer, the Bidder intends to proceed to a simplified squeeze-out if the conditions of such a squeeze-out bid are met, with a view to acquiring all shares and convertible bonds of AKKA Technologies as well as its delisting from Euronext Brussels and Euronext Paris.

### About AKKA

AKKA is a European leader in engineering consulting and R&D services. AKKA's comprehensive portfolio of digital solutions combined with expertise in engineering, uniquely positions AKKA to support its clients by leveraging the power of connected data to accelerate innovation and drive the future of Smart Industry. AKKA accompanies leading industry players across a wide range of sectors throughout the life cycle of their products with cutting edge digital technologies (autonomous driving, IoT, Big Data, robotics, embedded computing, machine learnings etc.) to help them rethink their products and business processes. Founded in 1984, AKKA has a strong entrepreneurial culture and a wide global footprint. Its 20,000 employees around the world are all passionate about technology and share the AKKA values of respect, courage, and ambition. AKKA Technologies is listed on Euronext Paris and Brussels – segment A (ISIN: FR0004180537).

## About Modis

In the converging world of IT and engineering, Modis pioneers Smart Industry by delivering cross-industry expertise in technology and digital engineering consulting, tech talent services and up- and re-skilling through its Tech Academy. Modis has a global presence with 30,000+ consultants and around 10,000 customers in over 20 countries, focused on digital transformation, cognitive technologies (e.g., AI, data analytics), cloud and data security, smart ecosystem (e.g., digital twin), and industry 4.0 across high-growth Smart Industry sectors. Modis' key sectors include Automotive & Transportation, Environmental & Energy, Software, Internet & Communication, Financial Services, and Industrial Manufacturing. Modis has a balanced footprint across North America, Europe, and APAC, including strong positions in Japan and Australia. With passion for technology and talent, Modis drives innovation and enables digital transformation for a smart and sustainable tomorrow. Modis is a Global Business Unit of the Adecco Group.

### About the Adecco Group

The Adecco Group is the world's leading talent advisory and solutions company. We believe in making the future work for everyone, and every day enable more than 3.5 million careers. We skill, develop and hire talent in 57 countries, enabling organisations to embrace the future of work. As a Fortune Global 500 company, we lead by example, creating shared value that fuels economies and builds better societies. Our culture of inclusivity, entrepreneurship and teamwork empowers our 33,000 employees. The Group is headquartered in Zurich, Switzerland (ISIN: CH0012138605) and listed on the SIX Swiss Exchange (ADEN).

# In case of discrepancies between the English and other language versions of this press release, only the English version shall be deemed valid.

#### Disclaimer

This press release does not constitute or form a part of an offer or solicitation to acquire, purchase, subscribe for, sell or exchange the securities of AKKA Technologies nor a solicitation by any person in any jurisdiction thereof.

The public tender offer will and can only be made on the basis of an offer document that will be approved by the FSMA. No steps will be taken to enable a public tender offer in any jurisdiction other than in Belgium and France. Any securities to be offered have not been and will not be registered under the United States Securities Act of 1933, as amended, or with any securities regulatory authority of any state of the United States and may not be offered or sold in the United States absent registration or an applicable exemption from registration thereunder. There may be no public offering of securities in the United States.

Neither this press release nor any other information relating to the matters contained herein may be published, broadcasted, disseminated or distributed, directly or indirectly, in any jurisdiction where a registration, qualification or any other legal or regulatory obligation or restriction is in force or would be with regard to the content hereof or thereof, including the United States of America, its territories and possessions. Any failure to comply with these restrictions may constitute a violation of the financial laws and regulations of such jurisdiction. Therefore, persons located in countries where this press release is published, broadcasted or distributed must inform themselves about and comply with such restrictions. Modis, the Adecco Group, and its affiliated persons explicitly decline any liability for any failure of any person to comply with these restrictions.

### For further information please contact:

Investor Relations investor.relations@adeccogroup.com +41 (0)44 878 88 88 Press Office <u>media@adeccogroup.com</u> +41 (0)44 878 87 87