

WE

Ne pas distri

Not for distri

Wendel anr
subscribed f
shares and
Through thi
companies w

three successive thresholds: 1/3 (8%) at the time of the transaction, 1/3 (8%) if the share price¹ reaches € 11 and 1/3 (8%) if the share price¹ reaches € 12.

As a SPAC, the operating characteristics of Helikos include:

- The €200 million raised will be placed in an escrow account and set aside for an investment in a German company. The interest earned on the escrow funds, in an amount of up to €6 million, will be used to finance the expenses of finding such a company.
- The initial € 10 million investment by Helikos's sponsors will finance a portion of the IPO expenses and of the expenses (€3 million) dedicated to finding a partner.
- Within 24 months of listing (or 30 months in the event that a letter of intent is signed with a potential partner within 24 months), Helikos will put its proposed business combination to a shareholder vote at an extraordinary general meeting.
- Shareholders will thus have the option of choosing to approve the proposed business combination or to request, prior to the extraordinary general meeting, that their shares be redeemed in exchange for a pro rata share of the funds held in the escrow account.
- In order for the proposed business combination to be approved and implemented, the proposal must be approved by a simple majority at the extraordinary general meeting, and public shareholders redeeming their public shares must represent less than 35% of the public shares.
- Wendel will have the option to purchase shares of shareholders that request redemption (shares that are purchased will not be included in achieving the 35% threshold mentioned above) as well as the option to invest directly in the transaction alongside Helikos in order to own a larger share of the capital than initially planned.

Following the business combination, Helikos will serve as a vehicle for listing the company in which it invests, which through a combination with Helikos will become a company listed on the Frankfurt Stock Exchange.

Complete information about Helikos is available on its website: www.helikosgroup.com.

Information on Helikos

Company	Helikos S.E.
Incorporated in	Luxembourg
Reuters symbol	HIT (share) / HIT1 (warrant)
Final size	€ 200 million
Structure	20 million units (each consisting of 1 share and 1 warrant)
Sponsor investment	€ 10 million "at risk" investment / Acquisition of 10 million warrants
Sponsor lock-up period	18 months
Warrants:	
Strike price	€ 9
Lifespan	5 years
Exercise period	From the later of i) the consummation of a business combination or ii) one year after trading commences

¹ VWAP of any 20 out of 30 consecutive trading days, starting from the investment completion

Ne pas distribuer directement ou indirectement aux Etats-Unis, au Canada, en Australie ou au Japon

About Wendel

Wendel is one of Europe's leading listed investment firms. The Group invests in France and abroad, in companies that are leaders in their businesses: Bureau Veritas, Legrand, Saint-Gobain, Materis, Deutsch, Stallergenes, Oranje-Nassau and Stahl. Wendel plays an active role as industry shareholder. It implements long-term development strategies, which involve boosting growth and margins of companies so as to enhance their leading market positions. Wendel's consolidated 2008 sales totalled € 5.4 billion. Wendel is listed on Eurolist by Euronext Paris.

Dissemination of this press release in certain countries may violate legislation in force. This press release may not be published, fod-0.5(vefod-0.nc)5cc-