

## Proposed Simplified Tender Offer by TCC on NHOA

### NHOA's Board of Directors appoints Ledouble as independent expert

**Paris, 17 June 2024** – NHOA S.A. (EURONEXT PARIS: NHOA.PA) (“**NHOA**” or the “**Company**”) announces that its Board of Directors has, on the recommendation of its *ad hoc* committee, appointed Ledouble, represented by Mr. Olivier Cretté and Ms. Stéphanie Guillaumin, partners, as independent expert. This appointment was made pursuant to Article 261-1, I-1° and II of the General Regulations of the French *Autorité des Marchés Financiers* (the “**AMF**”).

NHOA's Board of Directors had previously designated its independent members, namely Ms. Chen Ming Chang, Mr. Romualdo Cirillo, Mr. Luigi Michi, Ms. Cynthia A. Utterback and Ms. Veronica Vecchi, as members of an *ad hoc* committee pursuant to article 261-1 III of the AMF's General Regulations. The *ad hoc* committee will monitor the works of the independent expert in accordance with applicable regulations.

This follows the announcement, on June 13, 2024, of the intention of TCC Group Holdings Co., Ltd (“**TCC**”), NHOA's indirect majority shareholder through Taiwan Cement Europe Holdings B.V. (“**TCEH**”), to file a simplified tender offer for NHOA's shares (the “**Tender Offer**”), to be followed by a squeeze-out if the legal conditions are met (the “**Squeeze-out**”).

Ledouble will draw up a fairness opinion (*attestation d'équité*) on the proposed Tender Offer, as well as on the Squeeze-out, in accordance with article 262-1 of the General Regulations of the AMF. Once the proposed Tender Offer is filed with the AMF by TCEH, the Company's Board of Directors will meet in due course, after reviewing the independent expert's report and the recommendation of the *ad hoc* committee, to issue a reasoned opinion on the contemplated Tender Offer. This reasoned opinion and the independent expert's report will be included in the draft response document to be filed with the AMF.

#### Contact of the independent expert

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#### Disclaimer

This press release has been prepared for information purposes only. It does not constitute an offer to purchase or a solicitation to sell NHOA shares in any country, including France. There is no certainty that the simplified tender offer mentioned above will be filed or opened. Under French law, the offer can only be made in accordance with the offer documentation, which must contain the full terms and conditions of the offer. The offer documentation must be submitted to the AMF for review, and the offer may not be opened until the AMF has issued a clearance decision (*déclaration de conformité*). Any decision relating to the offer must be based exclusively on the information contained in the offer documentation.

The dissemination, publication or distribution of this press release may be subject to specific regulations or restrictions in certain countries. The offer will not be addressed to persons subject to such restrictions, either directly or indirectly, and will not be accepted from any country where the offer would be subject to such restrictions. Accordingly, persons in possession of this press release are required to inform themselves about and to comply with any local restrictions that may apply. The Company declines all responsibility for any breach of these restrictions by any person whatsoever.

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## NHOA Group

NHOA S.A. (formerly Engie EPS), global player in energy storage, e-mobility and EV fast and ultra-fast charging network, develops technologies enabling the transition towards clean energy and sustainable mobility, shaping the future of a next generation living in harmony with our planet.

Listed on Euronext Paris regulated market (NHOA.PA), NHOA Group forms part of the CAC® Mid & Small and CAC® All-Tradable financial indices.

NHOA Group, with offices in France, Spain, Portugal, United Kingdom, United States, Taiwan and Australia, maintains entirely in Italy research, development and production of its technologies.

For further information, go to [www.nhoagroup.com](http://www.nhoagroup.com)



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## Forward looking statement

This release may contain forward-looking statements. These statements are not undertakings as to the future performance of NHOA. Although NHOA considers that such statements are based on reasonable expectations and assumptions at the date of publication of this release, they are by their nature subject to risks and uncertainties which could cause actual performance to differ from those indicated or implied in such statements. These risks and uncertainties include without limitation those explained or identified in the public documents filed by NHOA with the French Financial Markets Authority (AMF), including those listed in the “Risk Factors” section of the NHOA 2023 Universal Registration Document, filed with the AMF on April 12, 2024 (under number D.24-0279). Investors and NHOA shareholders should note that if some or all of these risks are realized they may have a significant unfavorable impact on NHOA.

These forward looking statements can be identified by the use of forward looking terminology, including the verbs or terms “anticipates”, “believes”, “estimates”, “expects”, “intends”, “may”, “plans”, “build- up”, “under discussion” or “potential customer”, “should” or “will”, “projects”, “backlog” or “pipeline” or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These forward looking statements include all matters that are not historical facts and that are to different degrees, uncertain, such as statements about the impacts of the war in Ukraine and the current economic situation pandemic on NHOA’s business operations, financial results and financial position and on the world economy. They appear throughout this announcement and include, but are not limited to, statements regarding NHOA’s intentions, beliefs or current expectations concerning, among other things, NHOA’s results of business development, operations, financial position, prospects, financing strategies, expectations for product design and development, regulatory applications and approvals, reimbursement arrangements, costs of sales and market penetration. Important factors that could affect performance and cause results to differ materially from management’s expectations or could affect NHOA’s ability to achieve its strategic goals, include the uncertainties relating to the impact of war in Ukraine and the current economic situation on NHOA’s business, operations and employees. In addition, even if the NHOA’s results of operations, financial position and growth, and the development of the markets and the industry in which NHOA operates, are consistent with the forward-looking statements contained in this announcement, those results or developments may not be indicative of results or developments in subsequent periods. The forward-looking statements herein speak only at the date of this announcement. NHOA does not have the obligation and undertakes no obligation to update or revise any of the forward-looking statements.