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EURONEXT N.V. HAS RECEIVED THE RELEVANT REGULATORY APPROVALS FOR THE COMMENCEMENT OF THE ACCEPTANCE PERIOD OF THE VOLUNTARY SHARE EXCHANGE OFFER FOR THE ORDINARY REGISTERED SHARES OF HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A. IN CONSIDERATION FOR SHARES OF EURONEXT N.V.

THE ACCEPTANCE PERIOD WILL COMMENCE ON 6 OCTOBER 2025 AND WILL END ON 17 NOVEMBER 2025

6 October 2025

In accordance with Greek Law 3461/2006, as amended (the “**Law**”), on 30 July 2025 (the “**Date of the Tender Offer**”), Euronext N.V. (“**Euronext**” or the “**Offeror**”, and together with any and all of its directly, or indirectly, wholly, or partially, owned subsidiaries, the “**Euronext Group**”) announced the submission of a voluntary share exchange tender offer (the “**Tender Offer**”) to acquire all common registered shares, each having a nominal value of €0.42 (each, an “**ATHEX Share**”) of HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A. (“**ATHEX**” or the “**Company**” and together with its subsidiaries, the “**ATHEX Group**”), for newly issued ordinary shares in the capital of the Offeror, with a nominal value of €1.60 each (each, a “**Consideration Share**”) on a ratio of 0.050 Consideration Share for 1 ATHEX Share, in accordance with the Law.

1. Regulatory Approvals

Euronext announces that, following:

- (a) the issuance of a declaration of non-objection from the competent foreign authorities regarding the coordinated regulation and supervision of Euronext being the AMF, AFM, CBI, NFSA, FSMA, CMVM, and CONSOB on 2 October 2025, and
- (b) the approval by Hellenic Capital Market Commission (“**HCMC**”) of the information circular that Euronext has prepared in connection with the Tender Offer in accordance with the Law (the “**Information Circular**”) on 3 October 2025, and

Euronext has received all requisite regulatory approvals for the commencement of the Acceptance Period (as defined below).

Deutsche Bank AG is acting as advisor to Euronext in connection with the Tender Offer, in accordance with article 12 of the Law (the “**Advisor**”).

A summary of the expected timetable of principal events for the Tender Offer follows:

Date	Event
3 October 2025	Approval of the Information Circular by the HCMC
6 October 2025	Announcement of the Approval and Announcement of the Publication of the Information Circular
6 October 2025	Publication of Information Circular
6 October 2025	Publication of Euronext's Exemption Document enabling the issuance of shares
6 October 2025	Commencement of the Acceptance Period
17 November 2025	End of the Acceptance Period
19 November 2025	Announcement of the results of the Tender Offer
24 November 2025	Registration of the transfer of the Transferred Shares to the securities account of the Offeror in the DSS.
24 November 2025	Delivery of the Consideration Shares to the Accepting Shareholders
24 November 2025	Commencement of listing and trading of the Consideration Shares on Euronext Amsterdam, Euronext Brussels, Euronext Lisbon and Euronext Paris.

Note: The above date of 24 November presupposes that all approvals mentioned in section 7 below are met.

2. Acceptance Period

- 2.1 The period of time during which the holders of ATHEX Shares (the “**Shareholders**”) may accept the Tender Offer by submitting a relevant written declaration of acceptance (the “**Declaration of Acceptance**”) to their intermediary (i.e. the bank, brokerage firm, investment services firm or other investment firm with which they cooperate) that is a certified member at the Greek Dematerialized Securities System (the “**DSS Participant**” and the “**DSS**”, respectively) through which their ATHEX Shares are registered, starts on 6 October 2025, at 08.00 am (Greek time) and ends on 17 November 2025, at 02:00 p.m. (Greek time) (the “**Acceptance Period**”).
- 2.2 Alternatively, for their own facilitation, Shareholders who wish to accept the Tender Offer may, at their own initiative, authorize their DSS Participant through which their ATHEX Shares are registered, to fill-in, sign, submit or dispatch the Declaration of Acceptance and in general to proceed with all necessary actions for the purpose of accepting the Tender Offer on their behalf. Declarations of

Acceptance forms will be available through the DSS Participant throughout the Acceptance Period during business days and hours.

3. The Tender Offer

- 3.1 As at the Date of the Tender Offer, no ATHEX Shares were held, directly or indirectly, by the Euronext Group.
- 3.2 The companies of the Euronext Group are acting in concert with the Offeror for the purposes of the Tender Offer, pursuant to article 2, case (e) of the Law. There are no other persons acting in concert with the Offeror for the purposes of the Tender Offer, pursuant to article 2, case (e) of the Law.
- 3.3 On 30 July 2025, the Offeror and ATHEX entered into a cooperation agreement which details the cooperation between the Offeror and ATHEX in relation to the Tender Offer (the “**Cooperation Agreement**”). The Cooperation Agreement provides, among others, that ATHEX will not tender the Treasury Shares in the Tender Offer.
- 3.4 The following members of the Board of Directors of ATHEX owning shares including CEO Ioannis Kontopoulos have provided irrevocable undertakings to tender their shares in the Tender Offer subject to the issuance of a reasoned opinion of ATHEX’s Board of Directors in favor of the Tender Offer:

Name	Number of shares held
George Handjinicolaou	15,000
Ioannis Kontopoulos	95,000

- 3.5 Other than the Cooperation Agreement and the aforementioned written statements received by the Offeror from the ATHEX directors, there are no special agreements relating to the Tender Offer or the exercise of rights arising from the ATHEX Shares to which the Offeror is a party.

4. Consideration

- 4.1 In consideration for every ATHEX Share lawfully and validly tendered in the Tender Offer, and in accordance with the first clause of paragraph 1 of article 9 of the Law, Euronext offers 0.050 Consideration Share for 1 ATHEX Share (the “**Offer Consideration**”). The shares of the Offeror are held in book-entry form through the Central Securities Depository for the Offeror Shares (“**Euronext Securities Milan**”).
- 4.2 In the event that fractional balances of the Offeror's shares arise during the exchange, these will be paid by the Offeror based on the following formula:
- the product of (x) the number of ATHEX Shares held by the investor, (y1) the volume-weighted average trading price (VWAP) of Euronext during the 1 week prior to the settlement date of the Public Offer and (y2) 0.050.
- 4.3 The Consideration Shares carry the right to dividends, capital returns, distributions from distributable

reserves or other distributions that may be made by Euronext after the settlement date of the Tender Offer.

- 4.4 Euronext will assume payment of the duties levied in favor of the Hellenic Central Securities Depository S.A. (the “**ATHEXCSD**”) on the registration of the over-the-counter transfer of the Transferred Shares in accordance with the codified decision 18 (Meeting 311/22.02.2021) of the Board of Directors of ATHEXCSD, which would otherwise be payable by the accepting shareholders of ATHEX. Such duties amount to 0.08% and are calculated in accordance with the provisions of such decision with a minimum charge equal to the lower between €20 and 20% of the value of the transfer by any accepting shareholders per securities account.
- 4.5 To the contrary, it is clarified that shareholders who do not offer the ATHEX Shares they hold in the context of the Tender Offer, including those electing to receive the Cash Consideration in the context of the exercise of the Right of Squeeze-out or the Right to Sell-out, will also be responsible for all charges and taxes that are due in connection with the Tender Offer, including the duties above levied in favor of the Hellenic Central Securities Depository S.A and the Offeror assumes no responsibility nor liability in the payment of said charges and taxes. Notably, based on the letter of the circular issued by the Greek Independent Authority for Public Revenue with reference number E.2048/2024, the transfer of the Transferred Shares to the Offeror in consideration for Consideration Shares can be excluded from the tax provided for in article 9 paragraph 2 of Law 2579/1998 in favor of the Greek State provided all conditions mentioned therein are met, which amounts to 0.10%, and is imposed on sales of shares listed on the Athens Stock Exchange, since such transfer does not constitute a sale under the abovementioned provision. Shareholders are advised to consult their own tax advisors regarding the tax implications of the Tender Offer that may concern them in Greece or abroad.
- 4.6 It should be noted that an Accepting Shareholder who elects to receive Consideration Shares, or the financial intermediary (e.g. bank, brokerage firm, investment services firms, investment firm or other type of custodian) with whom such Accepting Shareholder cooperates, will have to inform, prior to the end of Acceptance Period, the Euronext Securities Milan participant with whom such shareholder has a direct or indirect relationship, of the receipt of the Consideration Shares through Euronext Securities Milan at the time settlement of the Tender Offer is completed. If it is not so informed, the said participant may reject the receipt of such shares, or the delivery thereof to such participant on behalf of the relevant Accepting Shareholder might not be possible.

5. Information Circular

- 5.1 Beginning on 6 October 2025 and for the whole duration of the Acceptance Period, printed copies of the Information Circular will be available, free of charge, at any of the branches of Eurobank S.A. in Greece. In addition, the Information Circular will also be available through (i) the HCMC website (www.hcmc.gr/el_GR/web/portal/deltia12minou), (ii) the ATHEX website (<https://www.athexgroup.gr/en/market-data/informative-material>), (iii) the website of Eurobank (<https://www.eurobank.gr/el/omilos/enimerosi-ependuton/enimerotika-deltia/diaxeiristis-trapezas-eurobank>) and (iv) the website of the Offeror (www.euronext.com/en/athex-offer).
- 5.2 Further information about the acceptance of the Tender Offer can also be obtained through the

dedicated helpline of the Offeror in Greece during Greek business days and hours by calling in Greece the following numbers:

If you are a retail investor:

Landline: + 30 21 1234 1979

Toll Free Number: + 30 800 8888001 (for landline callers in Greece)

DL: pto.athex@investor.sodali.com

If you are an institutional investor: +34 659 765 895

And through the DSS Participant whom such Accepting Shareholder cooperates during Greek business days and hours.

6. Results of the Tender Offer

6.1 It is expected that the results of the Tender Offer will be announced on 19 November 2025 and the delivery of the Consideration Shares to the Accepting Shareholders will be completed on or about 24 November 2025, subject to the conditions mentioned in par. 7 below having been met.

7. Prerequisite and Conditions

7.1 Completion of the Tender Offer is subject to the satisfaction of the following conditions and minimum number of shares:

- (a) the approval of the HCMC in relation to the direct change of control of ATHEX;
- (b) the approval of the HCMC in relation to the indirect change of control of ATHEXClear;
- (c) the approval of the HCMC in relation to the indirect change of control of ATHEXCSD;
- (d) the approval of RAEWW and the HCMC in relation to the change of control of ATHEX due to

its

- participation in Hellenic Energy Exchange (“**HenEx**”) and EnEx Clearing House (“**EnExClear**”);
- (e) the approval of the HCMC in relation to the acquisition by the Euronext Reference Shareholders¹ of an indirect qualifying holding between 20% and 50% of ATHEX, ATHEXCSD and ATHEXClear; (together with (a)-(e), the “**Conditions**”); and
- (f) no later than the end of the Acceptance Period, at least 38,759,500 ATHEX Shares, corresponding to at least 67% of ATHEX’s total voting rights whose exercise is not subject to suspension, shall have been lawfully and validly tendered to the Offeror (the “**Minimum Number of Shares**”). This condition may be amended in accordance with the provisions of the Law.

If (i) the Minimum Number of Shares is not fulfilled as at the end of the Acceptance Period and/or (ii) the Conditions are not satisfied, the Tender Offer will ipso jure lapse, and have no legal effect, and the ATHEX Shares which will have been tendered to the Offeror will be returned to their holders.

The Offeror may revoke the Tender Offer if (i) a competing offer, as provided by the Law, has been submitted, or (ii) subject to the HCMC’s approval, if an unforeseen change in circumstances beyond the

¹ As of 5 August 2025, the Euronext Reference Shareholders are the below:

- ABN AMRO Bank N.V., through its subsidiary ABN AMRO Participaties Fund I B.V., holding 0.53% of capital
- Caisse des Depots et Consignations, holding 8.25% of capital
- CDP Equity, holding 8.25% of capital
- Societe Federale de Participations et d’Investissement/ Federale Participatie - en Investeringsmaatschappij, holding 5.45% of capital
- Intesa Sanpaolo, holding 1.58% of capital

Hence, current Reference Shareholders' have an aggregated shareholding of 24.06%.

control of the Offeror occurs that makes the Tender Offer particularly onerous.

The declarations of acceptance which are submitted cannot be revoked, unless a competing offer, as provided by the Law, has been submitted, in which case the accepting shareholder will be entitled to exercise a revocation right.

8. Right of Squeeze-out - Right to Sell-out

8.1 If, at the end of the Acceptance Period, Euronext holds at least 52,065,000 ATHEX Shares representing at least 90% of ATHEX's voting rights in accordance with the Law (the "Relevant Threshold"):

- (a) Euronext will initiate the squeeze-out procedure under the Law to cause any remaining holders of Company Shares to transfer those ATHEX Shares to Euronext, in accordance with the Law (the "**Right of Squeeze-Out**"); and
- (b) holders of ATHEX Shares who have not accepted the Tender Offer will be entitled, within a period of three (3) months from the publication of the results of the Tender Offer, to exercise the right to sell-out, in accordance with the Law (the "**Right to Sell-Out**").

8.2 The consideration offered for each ATHEX Share regarding both the Right of Squeeze-Out and the Right to Sell-Out, is, at the election of the holder:

- (a) Consideration Shares held in book-entry form through Euronext Securities Milan; or
- (b) the cash consideration of €5.98 for each ATHEX Share (the "**Cash Consideration**").

8.3 The Cash Consideration meets the criteria of the fair and reasonable consideration, according to article 9 of the Law, since:

- (a) it exceeds the VWAP during the six months preceding the Date of the Tender Offer, where in this case the VWAP of ATHEX Shares during the six months preceding 30 July 2025, is €5.9770
- (b) the Offeror or any persons acting on its behalf or in concert with the Offeror did not acquire ATHEX Shares during the twelve (12) months preceding the Date of the Tender Offer
- (c) a valuation is not required for ATHEX based on the provisions of par. 6 of article 9 of the Law, as none of the conditions referred to therein are met, namely:
 - no sanctions have been imposed by the Board of Directors of the HCMC for manipulation that took place within the 18-month period preceding the Date of the Tender Offer,
 - during the six (6) months preceding the Date of the Tender Offer, (i) transactions in ATHEX Shares have been carried out on the Athens Stock Exchange on more than three-fifths (3/5) of the operating days of the relevant market, and specifically, they amounted to 100% of them and (ii) transactions that have been carried out on ATHEX Shares exceed ten percent (10%) of the total shares of ATHEX, and specifically, they amounted to 39% of them.
 - The reasonable and fair consideration as determined by the criteria of paragraph 4 of Article 9 of the Law, exceeds eighty percent (80%) of the accounting value per share, based on the data of the average of the last two published financial statements of Law 3556/2007, on a consolidated basis.

- 8.4 If the Relevant Threshold is reached or exceeded at the end of the Acceptance Period, the Offeror expects that the Right of Squeeze-out process will be completed within four to eight weeks after Closing. The Offeror intends to apply for the commencement of unconditional listing and trading on Euronext Amsterdam, Euronext Brussels, Euronext Lisbon and Euronext Paris of any Offeror Shares which may be issued as consideration in connection with the Right of Squeeze-out as soon as practicable following completion of the Right of Squeeze-out process.
- 8.5 If the Relevant Threshold is reached or exceeded at the end of the Acceptance Period, the Right to Sellout will automatically expire upon completion of the Right of Squeeze-Out. As a result, the Offeror expects that completion of the Right to Squeeze-out process will precede the completion of the Right of Sell-out process.
- 9. Delisting of the ATHEX Shares from the ATHEX**
- 9.1 If, following completion of the Tender Offer or after the exercise of the Right of Squeeze-out or the Right to Sell-out, as the case may be, the Offeror holds at least 95% of ATHEX's voting rights, the Offeror intends to request the convocation of a General Meeting of the Shareholders to resolve upon the submission of an application to the HCMC requesting the delisting of the ATHEX Shares from the Athens Stock Exchange, in accordance with article 17 paragraph 5 of Law 3371/2005, at which (General Meeting) the Offeror will exercise its voting rights in favor of such resolution.
- 9.2 If the percentage of the ATHEX Shares which will be eventually tendered ranges between 67% and below 90%, the ATHEX Shares will continue to trade on the ATHEX.

Important Notices

General

The Tender Offer described herein is addressed to holders of ATHEX Shares and only to persons to whom it may be lawfully addressed. The Tender Offer will be made in the territory of the Hellenic Republic. The making of the Tender Offer to specific persons who are residents in or nationals or citizens of jurisdictions outside the Hellenic Republic or to custodians, nominees or trustees of such persons (the “**Excluded Shareholders**”) may be made only in accordance with the laws of the relevant jurisdiction. It is the responsibility of the Excluded Shareholders and each person wishing to accept the Tender Offer to inform themselves of and ensure compliance with the laws of their respective jurisdictions in relation to the Tender Offer. If you have any doubts as to your status, you should consult with your professional advisor in the relevant jurisdiction.

The Tender Offer is not being made, directly or indirectly, by mail or by any means in or into any jurisdiction within which, under its laws, rules and regulations, the submission, the making or the presentation of the Tender Offer or the mailing or distribution of the Information Circular to be approved by the HCMC a declaration of acceptance and any other document or material relevant thereto (together, the “**Relevant Documents**”) is illegal or contravenes any applicable legislation, rule or regulation (together, the “**Excluded Territories**”). Accordingly, copies of any such Relevant Documents and materials will not be, and must not be, directly or indirectly, mailed, distributed or otherwise sent to anyone or from anyone in or into or from any Excluded Territory.

No Offeror Shares have been offered or will be offered pursuant to the Tender Offer to the public in the United Kingdom, except that the Offeror Shares may be offered to the public in the United Kingdom at any time: (a) to any legal entity which is a qualified investor as defined under Article 2 of the UK Prospectus Regulation; (b) to fewer than 150 natural or legal persons (other than qualified investors as defined under Article 2 of the UK Prospectus Regulation); or (c) in any other circumstances falling within Section 86 of the FSMA. Provided that no such offer of the Offeror Shares shall require Euronext or the Advisor to publish a prospectus pursuant to Section 85 of the FSMA or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation. For the purposes of this provision, the expression an “offer to the public” in relation to the Offeror Shares in the United Kingdom means the communication in any form and by any means of sufficient information on the terms of the offer and any Offeror Shares to be offered so as to enable an investor to decide to purchase or subscribe for any Offeror Shares and the expression “UK Prospectus Regulation” means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018.

The Consideration Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”), or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or delivered, directly or indirectly, in or into the United States absent registration, or pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with any applicable state and other securities laws of the United States. This release does not constitute an offer to sell or solicitation of an offer to buy any of the Consideration Shares in the United States. Euronext has no intention to register any part of the Tender Offer in the United States or make a public offering of the Consideration Shares in the United States. Any Consideration Shares offered in the United States will be offered only to (i) holders of the Company Shares located outside of the United States and (ii) holders of Company Shares located within the United States that are “Qualified Institutional Buyers” (as defined in Rule 144A under the Securities Act). Such holders of Company Shares will be required to make such acknowledgements and representations to, and agreements with, Euronext as Euronext may require establishing that they are entitled to receive Consideration Shares pursuant to an exemption from or in a transaction not subject to the registration requirements of the Securities Act. Accordingly, any holder of Company Shares located within the United States who is not a Qualified Institutional Buyer or who does not make such acknowledgement and representation to establish their entitlement to receive the Consideration Shares is ineligible to participate in the Tender Offer, and any purported acceptance of the Tender Offer by such holder will be ineffective and disregarded.

The Tender Offer is being made in the U.S. in reliance on the expected availability of the Tier II exemption pursuant to Rule 14d-1(d) of, and otherwise in compliance with Section 14E of, and Regulation 14E promulgated under, the U.S. Securities and Exchange Act of 1934, as amended (the “**Exchange Act**”), and otherwise in accordance with the requirements of Greek law. The Tender Offer is not subject to Section 14(d)(1) of, or Regulation 14D promulgated under, the Exchange Act. The Company is not currently subject to the periodic reporting requirements under the Exchange Act and is not required to, and does not, file any reports with the SEC thereunder.

Pursuant to exemptive relief granted by the SEC from Rule 14e-5 under the Exchange Act, during the period of the Tender Offer, Euronext may purchase, or arrange to purchase, whether directly or through any of its

affiliates, any broker or other financial institution acting as its agent or any affiliates of any broker or other financial institution acting as its agent, shares of the Company as permitted by applicable law. The Offeror Shares are issued to the Company's existing shareholders in Singapore without the intention of being on-sold there, and no documents issued by or on behalf of the Company may be used in any subsequent sale by these shareholders. The Information Circular has not been and will not be lodged with or registered as a prospectus under the Securities and Futures Act 2001 of Singapore with the Monetary Authority of Singapore. Therefore, the Information Circular does not constitute an offer or invitation for the sale or purchase of the Offeror Shares in Singapore, whether directly or indirectly, and shall not form the basis of any contract for the issue or sale of the Consideration Shares in Singapore.

The Offeror Shares may not be marketed, offered or sold directly or indirectly to the public in the People's Republic of China (the "PRC") and neither this announcement, which has not been submitted to the Chinese Securities and Regulatory Commission, nor any offering material or information contained herein relating to the issuance of the Offeror Shares, may be supplied to the public in the PRC or used in connection with any offer for the subscription or sale of shares to the public in the PRC. Offeror Shares may only be marketed, offered or sold to Chinese institution which are authorized to engage in foreign exchange, business and offshore investment from outside the PRC. Chinese investors may be subject to foreign exchange control approval and filing requirements under the relevant Chinese foreign exchange regulations, as well as offshore investment approval requirements.

This announcement is only made available to a limited number of "Professional Investors" within the meaning of the SCA's Board of Directors Decision No. 13 of 2021 Concerning the Financial Activities Rule Book, as amended. By receiving this announcement, the entity to whom it has been issued understands, acknowledges and agrees that it has not been approved by or filed with the UAE Central Bank, the UAE Securities and Commodities Authority, the Dubai Financial Services Authority ("**DFSA**"), the Financial Services Regulatory Authority of Abu Dhabi ("**FSRA**") or any other relevant regulatory or licensing authorities in the UAE, nor has the originator, or any other related party received authorization or licensing from the UAE Central Bank, the UAE Securities and Commodities Authority, the DFSA, the FSRA, or any other authorities in the UAE. This announcement does not constitute a public offer of Offeror Shares in the UAE in accordance with the UAE SCA Chairman of the Board Resolution No. (11/R.M) of 2016 On the Regulations for Issuing and Offering Shares of Public Joint Stock Companies, Federal Decree-No. 32 of 2021 on Commercial Companies, or otherwise.

The announcement does not constitute a disclosure document for the purposes of the Australian Corporations Act 2001 (Corporations Act) and has not been submitted to the Australian Securities and Investments Commission. If you have received this announcement in Australia, you represent and warrant that you are an existing shareholder of ATHEX and that you are a sophisticated investor, professional investor, or another investor to whom disclosure is not required under Part 6D.2 of the Corporations Act.

The Offeror Shares may not be publicly offered, directly or indirectly, in Switzerland within the meaning of the Swiss Financial Services Act ("**FinSA**") and no application has or will be made to admit the Offeror Shares to trading on any trading venue (exchange or multilateral trading facility) in Switzerland. The Information Circular and any related offering or marketing materials regarding the Offeror Shares do not constitute a prospectus under the FinSA and must not be publicly distributed or made available in

Switzerland.

The Offeror Shares have not been licensed for offering in Kuwait by the Kuwait Capital Markets Authority or any other relevant Kuwaiti government agency. The offering of the Offeror Shares in Kuwait on the basis a private placement or public offering is, therefore, restricted in accordance with Law No. 7 of 2010 and the bylaws thereto (as amended). No private or public offering of the Offeror Shares is being made in Kuwait, and no agreement relating to the sale of the Ordinary Shares will be concluded in Kuwait. No marketing or solicitation or inducement activities are being used to offer or market the Offeror Shares in Kuwait.

The Offeror Shares may be sold only to purchasers purchasing, or deemed to be purchasing, as principal that are accredited investors, as defined in National Instrument 45-106 Prospectus Exemptions or subsection 73.3(1) of the Securities Act (Ontario), and are permitted clients, as defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Any resale of the Offeror Shares must be made in accordance with an exemption from, or in a transaction not subject to, the prospectus requirements of applicable securities laws.

The Offeror Shares have not been and will not be registered in Japan pursuant to Article 4, Paragraph 1 of the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended, the "FIEA") in reliance upon the exemption from the registration requirements since the offering constitutes the private placement to qualified institutional investors only as provided for in "i" of Article 2, Paragraph 3, Item 2 of the FIEA. A transferor of the Offeror Shares shall not transfer or resell them except where a transferee is a qualified institutional investor under Article 10 of the Cabinet Office Ordinance concerning Definitions provided in Article 2 of the Financial Instruments and Exchange Act of Japan (the Ministry of Finance Ordinance No. 14 of 1993, as amended).

This announcement does not constitute an invitation to the public in the Cayman Islands. Any invitation to participate in the Tender Offer is not being conducted in or from with the Cayman Islands or a place of business in the Cayman Islands.

No person receiving a copy of this announcement or of any Relevant Document in any jurisdiction outside the Hellenic Republic may treat any such document as if it constituted a solicitation or offer to such person and under no circumstances may such person use any Relevant Document if, in the relevant jurisdiction, such solicitation or offer may not be lawfully made to such person or if such Relevant Document may not be lawfully used without breaching any legal requirements. In those instances, any such Relevant Document is sent for information purposes only.

This regulatory announcement does not contain, constitute or form part of any offer or invitation to sell or subscribe or any solicitation of any offer to purchase or subscribe for any securities in any jurisdiction, and neither this regulatory announcement (nor any part of it) nor the fact of its distribution form the basis of, or may be relied upon in connection with, or act as any inducement to enter into, any contract or commitment whatsoever.

Cautionary Statement Regarding Forward-Looking Statements

The information contained in this announcement does not purport to be full or complete. The exact dates of the Tender Offer may change.

This announcement contains forward-looking statements which are subject to numerous assumptions, risks and uncertainties which change over time and relate to, amongst others, the business activities and certain plans and objectives that Euronext has in respect of the ATHEX Group and the Euronext Group. In some cases, the forward-looking statements may be identified by words such as “may”, “hope”, “might”, “can”, “could”, “will”, “should”, “expect”, “plan”, “anticipate”, “believe”, “estimate”, “predict”, “potential” or “continue”, “intends” and the negative of these terms accordingly. There are many factors (for instance, without limitation, commercial, operational, economic, political and financial), as a consequence of which the actual results and the actual developments may potentially substantially differ from the plans and the objectives of Euronext and the ATHEX Group set out in this announcement. As such, Euronext and the ATHEX Group evolve in a highly competitive landscape and rapidly changing environment, where new risks and uncertainties not specifically described herein this announcement may emerge from time to time and it is not possible to predict all risks and uncertainties.

Although Euronext believes that, as of the date of this announcement, the expectations reflected in the forward-looking statements are reasonable, Euronext cannot assure you that future events will meet these expectations. Moreover, neither Euronext nor any other person assumes responsibility for the accuracy and completeness of the forward-looking statements. After the date of this announcement, unless Euronext is required by applicable law to update these forward-looking statements, Euronext will not necessarily update any of these forward-looking statements to conform them either to actual results or to changes in expectations.