

ANNEXE A: Standard form for notification of major holdings

Form to be used for the purposes of notifying a change in major holdings pursuant to the modified law and grand-ducal regulation of 11 January 2008 on transparency requirements for issuers of securities (referred to as “the Transparency Law” and “the Transparency Regulation”)

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the CSSF)

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:

exceet Group SE

2. Reason for the notification (please tick the appropriate box or boxes):

- ☐ An acquisition or disposal of voting rights
☐ An acquisition or disposal of financial instruments
☐ An event changing the breakdown of voting rights
☒ Other (please specify): Article 9(a) of the Transparency Law - Termination of the shareholders' agreement of exceet Group SE

3. Details of person subject to the notification obligation :

Name: **Wendel SE, controlled by Wendel-Participations SE**
 City and country of registered office (if applicable): **Paris, France**

4. Full name of shareholder(s) (if different from 3.):

Oranje-Nassau Groep B.V.

5. Date on which the threshold was crossed or reached: 18 September 2017

6. Total positions of person(s) subject to the notification obligation:

	% of voting rights attached to shares (total of 7.A)	% of voting rights through financial instruments (total of 7.B.1 + 7.B.2)	Total of both in % (7.A + 7.B)	Total number of voting rights of issuer ^{vii}
Resulting situation on the date on which threshold was crossed or reached	27.8 %	%	27.8 %	20,523,695
Position of previous notification (if applicable)	71.34 %	%	71.34 %	

7. Notified details of the resulting situation on the date on which the threshold was crossed or reached:

A: Voting rights attached to shares

Class/type of shares ISIN code (if possible)	Number of voting rights		% of voting rights	
	Direct (Art 8 of the Transparency Law)	Indirect (Art 9 of the Transparency Law)	Direct (Art 8 of the Transparency Law)	Indirect (Art 9 of the Transparency Law)
LU 0472835155	0	5,708,427	0 %	27.8 %
SUBTOTAL A (Direct & Indirect)	5,708,427		27.8%	

B 1: Financial Instruments according to Art. 12(1)(a) of the Transparency Law

Type of financial instrument	Expiration date ^x	Exercise/ Conversion Period ^{xi}	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
				%
				%
				%
SUBTOTAL B.1				%

B 2: Financial Instruments with similar economic effect according to Art. 12(1)(b) of the Transparency Law

Type of financial instrument	Expiration date	Exercise/ Conversion Period	Physical or cash settlement	Number of voting rights	% of voting rights
					%
					%
					%
			SUBTOTAL B.2		%

8. Information in relation to the person subject to the notification obligation:

(please tick the applicable box)

☐ Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer.

☒ Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity (please provide a separate organisational chart in case of a complex structure):

N°	Name ^{xv}	% of voting rights held by ultimate controlling person or entity <u>or</u> held directly by any subsidiary if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments held by ultimate controlling person or entity <u>or</u> held directly by any subsidiary if it equals or is higher than the notifiable threshold	Total of both	Directly controlled by (use number(s) from 1 st column)
1	Wendel-Participations SE	27.8 %	%	27.8 %	NA
2	Wendel SE	27.8 %	%	27.8%%	1
3	Oranje-Nassau Groep B.V.	27.8 %	%	27.8 %	2

9. In case of proxy voting:

The proxy holder named as of . will cease to hold % and number of voting rights

10. Additional information:

Upon the sale and transfer by Greenock S.à r.l. of all of its shares in exceet Group SE to various purchasers, as notified by VM Principals Verwaltungs GmbH to the CSSF on 18 September, 2017, the existing shareholders' agreement originally dated on 7 June 2011, as amended and restated on 21 July 2011, and made among Greenock S.à r.l. and Eiflia Holdings GmbH, Germany, Oranje-Nassau Participaties B.V., and Mssrs Roland Lienau, Ulrich Reutner, Robert Wolny and Jan Trommershausen, which came into force on 26 July 2011 and by which the parties adopted a lasting common policy towards the management of exceet Group SE within the meaning of Article 9(a) of the Transparency Law, terminated and any acting in concert of the parties thereto came to an end.

Please also note that (i) on 21 September 2017, Oranje-Nassau Participaties B.V. previous holder of the shares of exceet Group SE, was merged into its sole shareholder, Oranje-Nassau Development



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B.V. and that (ii) on 22 September 2017, Oranje-Nassau Development B.V. was merged into its sole shareholder Oranje-Nassau Groep B.V. As a result of these two intragroup mergers, the relevant shares of excecet Group SE are now held by Oranje-Nassau Groep B.V.

Done at

Paris

On

22 September 2017

Caroline Bertin Delacour
General Counsel
Wendel SE