
Final offer price for shares in HENSOLDT AG set at EUR 12.00 per share

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Taufkirchen, September 23, 2020 – The final offer price for the shares of HENSOLDT AG (“HENSOLDT”) has been set at EUR 12.00 per share by HENSOLDT and its current owner Square Lux Holding II S.à r.l. (“Selling Shareholder”), a company indirectly owned by funds advised by KKR, in consultation with the underwriting banks.

In total, 38,333,333 ordinary bearer shares (*Inhaberaktien*) with no par value (*Stückaktien*) are being placed with investors. The placement comprises 25,000,000 shares to be newly issued by HENSOLDT by way of a capital increase and 13,333,333 existing shares from the holdings of the Selling Shareholder, the latter consisting of 8,333,333 secondary base shares and 5,000,000 over-allotment shares in connection with the greenshoe option.

Assuming full exercise of the greenshoe option, the total offer volume amounts to circa EUR 460 million at the final offer price. HENSOLDT expects that its gross proceeds from the capital increase will amount to EUR 300 million. The expected free float, assuming full exercise of the greenshoe option, amounts to circa 37%.

HENSOLDT shares are expected to be trading on the regulated market (Prime Standard) of the Frankfurt Stock Exchange from September 25, 2020. The settlement and completion of the offering is planned for September 29, 2020.

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Listed: Regulated Market in Frankfurt (Prime Standard)

Disclaimer

This announcement does not constitute an offer to sell or a solicitation of an offer to buy or subscribe for securities. The offer period for the securities referred to herein has already ended.

Any securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the laws of any state of the United States of America, and may not be offered, sold or otherwise transferred in or into the United States of America absent registration or pursuant to an available exemption from registration under the Securities Act. Subject to certain exceptions, the securities referred to herein may not be offered or sold in Australia, Canada, Japan or South Africa or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada, Japan or South Africa.

No foreign investor (including investors based in Germany but with direct or indirect foreign shareholders of 10% or more) shall acquire, directly or indirectly, 10% or more of the HENSOLDT's voting rights without prior approval under applicable German foreign investment control laws (*Außenwirtschaftsverordnung – AWV*). Any acquisition in violation of German foreign investment control laws may be void and subject to sanctions. Details on German foreign investment control laws are set out in the prospectus which is available free of charge at HENSOLDT AG, Willy-Messerschmitt-Straße 3, 82024 Taufkirchen, Germany as well as on HENSOLDT's website: .

This announcement contains forward-looking statements. These statements are based on the current views, expectations, assumptions and information of the management, and are based on information currently available to the management. Forward-looking statements shall not

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be construed as a promise for the materialization of future results and developments and involve known and unknown risks and uncertainties. Actual results, performance or events may differ materially from those described in such statements due to, among other things, changes in the general economic and competitive environment (including due to the COVID-19 pandemic), risks associated with capital markets, currency exchange rate fluctuations, changes in international and national laws and regulations, in particular with respect to tax laws and regulations, affecting HENSOLDT, and other factors. Neither HENSOLDT nor any of its affiliates assumes any obligations to update any forward-looking statements.

-- End of announcement --

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