



RESULTS OF THE VOLUNTARY TENDER OFFER OF "IDEAL HOLDINGS S.A." FOR THE ACQUISITION OF ALL OF THE OUTSTANDING COMMON REGISTERED SHARES WITH VOTING RIGHTS OF "BYTE COMPUTER INDUSTRIAL AND COMMERCIAL S.A" FOR A CONSIDERATION OF €2.10 PER SHARE IN CASH PLUS 0.397590 COMMON REGISTERED SHARES OF IDEAL HOLDINGS S.A FOR ONE COMMON REGISTERED SHARE OF BYTE COMPUTER INDUSTRIAL AND COMMERCIAL S.A. IDEAL HOLDINGS WILL ISSUE NEW SHARES AS PER THE ABOVE RATIO.

1. Pursuant to Articles 6, 10 par. 2 and 16 of Law 3461/2006, as amended and in force (hereinafter the "**Law**"), the Société Anonyme under the name "**IDEAL HOLDINGS S. A.** " (hereinafter the "**Offeror**"), announces the results of the Voluntary Tender Offer (hereinafter the "**VTO**"), which the Offeror submitted on 1 July 2022 (hereinafter the "**VTO Date**") for the acquisition of all the common nominal, dematerialized, voting shares, with a nominal value of €0.30 each (hereinafter the "**Shares**"), of the Greek Société Anonyme "BYTE COMPUTER S. A. " (hereinafter the "**Company**"), the ownership of which was not held, directly or indirectly, by the Offeror and the persons acting in concert with the Offeror, as of the Takeover Bid Date, pursuant to Article 10 of the Law, i.e. 15,816,009 Shares, representing 100% of the total outstanding Shares and voting rights of the Company.

The words and phrases as well as the combination of words and phrases in initial capital letters, the definition of which is given in the Information Memorandum prepared by the Offeror, approved by the Board of Directors of the Hellenic Capital Market Commission (hereinafter referred to as the "**HCMC.** ") on 4 August 2022 and published in accordance with the Law shall have the same meaning when used in this announcement unless otherwise defined herein or otherwise apparent from the context.

2. The Acceptance Period commenced on 8 August 2022 and ended on 19 September 2022. During the Acceptance Period, 695 Shareholders legally and validly accepted the VTO (hereinafter the "**Accepted Shareholders**"), offering a total of 14,751,498 Shares, representing approximately 93.3% of the total paid-up share capital and voting rights of the Company (hereinafter the "**Offered Shares**")
3. The Offered Shares exceeded 70% of the total number of the Shares and voting rights of the Company (percentage that had been set as a condition of the validity of the VTO) and therefore the VTO is valid, in accordance with the terms set out in the Information Memorandum.
4. Payment of the Offered Consideration to the Accepted Shareholders will commence approximately on 26.9.2022. Expressly, the Offeror will pay the part of the Offered Consideration corresponding to cash, to the account of ATHEXCSD in TARGET2, as well as all related charges/entitlements of ATHEXCSD and the corresponding taxes, as defined in the decision 18/22.02.2021 of the Board of Directors of ATHEXCSD. ATHEX will approve the admission to trading on the Regulated Market of ATHEX of the new shares of the Offeror, that will be issued to the Accepted Shareholders, from the Share Capital] Increase that will be covered by a contribution in-kind. Then, ATHEXCSD will pay the amounts attributable to the Offered Consideration to each Participant in favor of the Accepted Shareholders by crediting these amounts to the accounts of the respective Participants/Intermediaries in TARGET 2 and will credit the new shares issued by the Offeror to the Securities Account designated by the relevant Accepted Shareholder in its Acceptance Declaration, or otherwise to the Securities Account to which its Offer Shares were credited. It is noted that the Accepted Shareholders will be allotted the maximum number of whole shares in accordance with the terms of the VTO, while any resulting residual value from the Offered Consideration due to the Exchange Ratio will be paid in cash.
5. Furthermore, it is noted that, from the Offered Consideration payable to the Accepted Shareholders, will be deducted the corresponding amount of tax according to article 9 of Law 2579/1998, which currently amounts to 0.20% on the transaction value relating to the part of the Offered Consideration comprised in cash.



6. Subsequently, upon completion of the transfer of the Offered Shares, the Offeror will hold a total of 14,751,498 Shares, representing approximately 93.3% of the total number of Shares and voting rights of the Company.
7. Therefore, given that the Offeror, upon completion of the above transfer, will hold a total amount of Shares representing at least 90% of the total voting rights of the Company, the Offeror:
 - i. will exercise the squeeze-out right provided for in article 27 of the Law and the decision 1/644/22.4.2013 of the Board of Directors of the HCMC and will claim the transfer, at a price equal to the Cash Consideration (i.e. 3.495 Euro per Share), or alternatively, against the Offered Consideration, at the option of the Shareholder, the Shares of all other Shareholders who have not accepted the VTO or have not accepted it lawfully and validly (hereinafter the "**Squeeze-out Right**"); and
 - ii. will acquire, in accordance with Article 28 of the Law and Resolution 1/409/29.12.2006 of the Board of Directors of the HCMC, on the stock exchange, all the Shares offered to it by the Shareholders upon exercise of the Exit Right, within a period of three (3) months from the publication of the results of the VTO, otherwise until any earlier suspension of trading of the Shares, within the framework of the acquisition of the Shares by the exercise of the Squeeze-out Right and at a price per Share equal to the Cash Consideration (i.e. EUR 3.495 per Share) or alternatively, at the Shareholder's choice, against the Offered Consideration (hereinafter the "**Exit Right**"). For this purpose, and in order to facilitate those Shareholders who will decide to exercise the Exit Right in cash, the Offeror, through the relevant Member of the ATHEX, will enter into the electronic trading system of the Athens Exchange, from the opening of the session dated on Thursday 22.9.2022 and onwards, a continuous purchase order for up to 1,064,511 Shares, at the price of 3.495 Euro per Share, in order to satisfy the sell orders of BYTE Shareholders during this period of time.
8. Upon completion of the process of the Squeeze-out Right and the Exit Right, the Offeror, who will hold 100% of the total paid-up share capital and voting rights of the Company, will convene a General Meeting of the Company's Shareholders and set at the agenda the decision on the delisting of the Company's Shares from the Stock Exchange, in accordance with Article 17, par. 5 of Law 3371/2005, in which the Offeror will vote in favor of this decision. Following the adoption of this decision by the General Meeting of the Company's Shareholders, the Company will submit to the HCMC a request for the deletion of the Company's Shares from the Stock Exchange.

Counsel of the Offeror

Eurobank S.A. acted as financial advisor to the Offeror in connection with the VTO.

Athens, 21st September 2022