



PRESS RELEASE

HELIKOS SE PROPOSES TO ACQUIRE FAST GROWING TECHNOLOGY COMPANY EXCEET GROUP AG

- Acquisition for €110.5 million in cash, 3.1 million new Helikos public shares and 9 million newly created convertible earn-out shares.
- Helikos CEO Roland Lienau: "With Exceet, we have found a hidden champion in the fast-growing market for embedded intelligent electronics, with blue chip companies as its main clients."
- Exceet CEO Ulrich Reutner: "The combination with Helikos will not only increase our visibility, but will provide us with additional capital to accelerate our growth and also allow us to strengthen our market position."
- Helikos shareholders are invited to vote on business combination proposal on July 1st, 2011.
- A joint press conference will be held today at 10:00 am at the Japan Center in Frankfurt.

Luxembourg, June 7, 2011. Helikos SE, a special purpose acquisition company listed on the regulated market (Prime Standard) of the Frankfurt Stock Exchange, announced today that it has entered into a share purchase agreement with the management of Swiss technology group Exceet Group AG and its majority shareholder, Ventizz Capital Fund III Holding Company LLC, for the acquisition of all outstanding shares of Exceet Group AG. The acquisition is subject to several conditions, in particular the approval by the holders of Helikos Class A shares (public shares) and Class A warrants (public warrants) of the proposed transaction.

The consideration to be paid for the acquisition of Exceet Group AG will consist of €110.5 million in cash, 3,069,736 newly issued Helikos public shares and 9 million newly issued Helikos earn-out shares, which shall be convertible into public shares in three equal tranches, based on the share price of Helikos public shares reaching thresholds of €12, €13 and €15, respectively.

"With Exceet, we have found a hidden champion in the fast-growing market for embedded intelligent electronics. As a European market leader with strong German roots and presence, Exceet is a trusted partner of blue chip companies. The company generates more than half of its sales in the medical technology sector", said Helikos CEO, Roland Lienau. "Exceet is driven by dynamic end markets. Over the past three years, the company's management has proven its ability to grow revenues by over 50 percent per year on a converted-to-euro basis, drive market consolidation,

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and at the same time expand profitability. As a strong player in highly specialised markets with competition mainly from small independent companies, Exceet is in an excellent position to gain further market share through customised as well as innovative solutions.”

Exceet Group AG is specialised in customised solutions for safety-critical applications. The company designs, develops and produces essential components and solutions for blue chip customers in the fields of medical and healthcare, industrial automation, financial services, security, avionics and transportation. Its product portfolio ranges from complex electronic modules and systems that are generally integrated in costly devices to smart cards and smart devices, which are produced in relatively small and medium quantities. Exceet’s sound M&A track record makes the company a “tech cluster”, which is able to serve its clients with the entire value chain from design, application and process development to after sales and lifecycle management services. In 2010, on a converted-to-euro basis Exceet generated sales of €119.7 million, an over 50 percent increase (of which 20 percentage-points are organic) compared to the previous year, and more than doubled earnings (EBITDA) from €7.0 million in 2009 to €17.7 million in 2010.

“Following the systematic build up of our company over the past few years, Exceet is ready for the capital markets”, said Ulrich Reutner, CEO of Exceet Group AG. “The combination with Helikos will not only increase our visibility, but will also allow us to strengthen our market position and provide us with additional capital. Through the combination of Helikos and Exceet, shareholders have the unique opportunity to participate in a growth segment that is currently not available to the stock market.”

Hermann Simon, co-founder of Helikos and creator of the Hidden Champions concept, said: "Exceet is a true hidden champion. Ambitious goals, focus, innovation, being close to its customers, a highly motivated workforce, and strong leadership are the outstanding strategic traits of Exceet - the distinctive marks of a Hidden Champion."

Subject to the execution of the business combination proposal, Exceet will receive additional capital of up to €59.9 million. Assuming no redemptions of Helikos shares, the current majority owner of Exceet, private equity investor Ventizz, will retain a stake of 10.6 percent in the listed company’s public shares. 1.6 percent of the public shares will be held by members of management of Exceet Group AG. Helikos founders will hold 8.4 percent of the public shares and the remaining 79.4 percent will be free float¹. Going forward, this shareholder structure will be affected, inter alia, by the conversion of earn-out shares and founding shares into public shares, once the share price thresholds have been reached.

“We started to invest in Exceet in 2006. Since then, the company has evolved into a leader in several market segments while continuing to post a solid financial performance, even during the downturn”, said Willi Mannheims, Managing Partner at Ventizz Capital Partners. “Exceet is an attractive growth story. We have strong confidence in its further growth potential and will retain a substantial stake in the

¹ The 8.4 percent held by the founders excludes, and the 79.4 percent public float includes, approximately 1.3 million additional public shares held indirectly by Wendel S.A.

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company. The combination of Exceet and Helikos gives us the opportunity to provide the company with additional capital and broaden the shareholder base.”

Helikos SE’s Board of Directors has unanimously approved the share purchase agreement and will submit the transaction for consideration to shareholders and public warrant holders at an extraordinary general meeting on Friday, July 1st, 2011 in Luxembourg. At the extraordinary general shareholder meeting, the shareholders will be asked to vote on the proposed acquisition of Exceet Group AG and other matters required to implement the share purchase agreement. At the special warrant holder meeting, the public warrant holders will be asked to vote on a proposal to amend the terms and conditions of the public warrants.

“Wendel has studied the project extensively and evaluates it extremely promising with regard to the quality of the company, a European leader in its markets, its exceptional historical growth, the dynamism of its end markets and its mid- and long-term development prospects. Therefore, in all aspects, choosing Exceet satisfies the approach developed by Wendel of investing in leading companies driven by ambitious and experienced managements”, commented Frédéric Lemoine, Chairman of Wendel’s Executive Board.

You are cordially invited to a joint press conference by Helikos and Exceet, which will be held today, June 7, 2011, 10:00 am at the Japan Center, Taunustor 2, 60311 Frankfurt.

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About Helikos SE

Helikos is a special purpose acquisition company established for the sole purpose of acquiring a business. Its intention is to identify a “Hidden Champion” with solid fundamentals and partner with existing shareholders and management team to help develop and execute further growth of that company.

In February 2010, Helikos raised €200 million from German and international institutional investors and listed on the Prime Standard of the Frankfurt Stock Exchange. Helikos was founded by Wendel SA, Paris, a family-controlled, European listed investment company with more than 300 years of history and a 30-year track record of successful industrial investments, Prof. Dr. Dr. h.c. Hermann Simon, founder and Chairman of Simon-Kucher & Partners Strategy and Marketing Consultants, a leading global consulting firm established in 1985 in Bonn, Germany and Roland Lienau Managing Director of Wendel, member of Wendel’s Investment Committee and previously co-head of German Equity Capital Markets for Deutsche Bank. Further information on Helikos SE is available at www.helikosgroup.com.

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About Exceet Group AG

Exceet Group AG is one of the leading providers of embedded electronics and security solutions in Europe with production facilities in Switzerland, Austria, the Czech Republic, Germany and the Netherlands. In 2010, on a converted-to-euro basis Exceet Group AG generated sales of €119.7 million (€79.1 in 2009) and earnings (EBITDA) of €17.7 million in 2010 (€7.0 million in 2009).

Exceet operates in three business segments: Electronic Components Modules and Systems, which manufactures complex electronic products with a strong focus on miniaturization in the medical and healthcare, industrial automation, security and avionics industries, ID Management & Systems, which offers a broad range of secure smart card and reader-based solutions, and finally, Embedded Security Solutions, which combines the know-how of both previous segments to develop highly customised embedded security solutions, which often integrate software and hardware.

Further information on Exceet Group AG is available at www.exceet.ch.

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