

ATOSS Software SE: Planned Private Placement of ATOSS Software Shares by AOB Invest and General Atlantic Intended to Strengthen the Free Float and Liquidity of the Stock

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Munich, September 5, 2024

ATOSS Software SE ('ATOSS Software') has been informed by its two largest shareholders AOB Invest GmbH ('AOB Invest'), a company owned by Andreas Obereder, the CEO and Founder of ATOSS Software, and General Atlantic Chronos GmbH ('General Atlantic'), that they intend to sell shares of ATOSS Software for a total of approximately €130 million in a private placement by way of an accelerated bookbuilding process with institutional investors ("the Placement"). AOB Invest and General Atlantic plan to sell shares in equal parts.

In connection with the Placement, AOB Invest and General Atlantic have informed ATOSS Software of their intention to settle the forward purchase and sale agreement entered between the two parties on June 30, 2023, in which c. 5% of the shares in ATOSS Software will be transferred from AOB Invest to General Atlantic at a pre-agreed price (the "Forward Purchase and Sale Agreement"). General Atlantic also informed ATOSS Software that it primarily intends to use the net proceeds from the Placement to finance the settlement of the Forward Purchase and Sale Agreement.

Following the successful completion of the Placement and the settlement of the Forward Purchase and Sale Agreement, AOB Invest will remain the largest shareholder in ATOSS Software with shareholdings of c. 22% (previously 30.000028%) and General Atlantic will increase its position to c. 22% (previously 19.99%). The successful completion of the Placement will increase the free float and thus likely benefit liquidity of the ATOSS Software stock as well as broaden the institutional investor base.

Andreas Obereder, owner of AOB Invest and CEO of ATOSS Software, commented, "By expanding the free float, thereby increasing liquidity, we are laying a strong foundation for ATOSS Software's growth and a potential MDAX entry in the future. As the largest shareholder, I remain deeply committed to ATOSS Software."

"This strategic move should enhance the liquidity of ATOSS Software's shares while increasing our direct shareholding in the company," said Jörn Nikolay, Advisory Director at General Atlantic. "We remain excited about the strong secular trends in the workforce management market and ATOSS Software's continued strong performance. We have built a trusted relationship with the ATOSS Software management team and look forward to supporting them in the years to come."

AOB Invest and General Atlantic have agreed to a 180-day lock-up period following completion of the transaction. Both parties also informed ATOSS Software that they will also stay committed to the 4-year lock-up, entered into in June 2023, prohibiting each party to dispose the majority of their shareholding without the consent of the other party, underlining the long-term commitment to ATOSS Software.

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Background information

ATOSS Software SE is a provider of technology and consulting solutions for professional workforce management and demand-optimized workforce deployment. Whether time & attendance management, mobile apps, workforce forecasting, sophisticated workforce scheduling or strategic capacity and requirement planning, ATOSS has just the right solution – both in the cloud and on-premises. The modular product families feature the highest level of functionality, technology and platform independence. With around 15,600 customers in 50 countries, ATOSS workforce management solutions make a measurable contribution to increased value creation and competitiveness. At the same time, they ensure greater planning fairness and satisfaction at the workplace. Customers include companies such as Barry Callebaut, C&A, City of Munich, Decathlon, Deutsche Bahn, Lufthansa, OBI, Primark, Sixt and W.L. Gore & Associates. Further information: www.atoss.com

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