

Résultat final définitif du 29 février 2008



Résultat final définitif du 29 février 2008 de l'offre publique d'acquisition du 8 janvier 2008 de LAM RESEARCH CORPORATION, Wilmington, Delaware, USA pour toutes les actions nominatives d'une valeur nominale de CHF 1 chacune se trouvant en mains du public de SEZ HOLDING AG, Zurich, Suisse

1. OFFRE PUBLIQUE D'ACQUISITION

Suite à l'annonce préalable du 11 décembre 2007, Lam Research Corporation, Wilmington, Delaware, USA («Lam») a publié le 8 janvier 2008 une offre publique d'acquisition («Prospectus d'Offre») pour toutes les actions nominatives en mains du public («Actions-SEZ») de SEZ Holding AG, Zurich, Suisse («SEZ»).

2. RESULTAT FINAL DÉFINITIF

A l'échéance du délai supplémentaire d'acceptation le 26 février 2008 à 16 heures (CET), 15'954'204 Actions-SEZ, correspondant à 94.26% de toutes les Actions-SEZ émises et de toutes les Actions-SEZ qui pourraient être créés de par l'exercice de toutes les options pour employés émises permettant d'acquérir des Actions-SEZ, ont été apportées à l'offre. En fonction de cela, le taux d'acceptation s'élève à 94.26%.

Selon les informations fournies par SEZ à Lam, SEZ avait le 26 février 2008 un capital-actions de 16'820'847 Actions-SEZ. Lam n'a pas acquis d'actions autres que celles qui lui ont été apportées dans le cadre de l'offre. Sa quote-part (des droits de vote et du capital) en tenant compte des personnes agissant de concert avec Lam s'élève donc à 95.04% des Actions-SEZ.

3. ACCOMPLISSEMENT DES CONDITIONS ET ABOUTISSEMENT DE L'OFFRE

Lam a obtenu toutes les autorisations des autorités de la concurrence nécessaires conformément à la condition du paragraphe B.6.c du Prospectus d'Offre. Les conditions des paragraphes B.6.d (pas de décision contraire des autorités), B.6.e (suppression des restrictions au transfert, pas d'introduction de restrictions au transfert ou aux droits de vote), et B.6.g (pas de changements substantiels concernant les actifs, les dettes ou les fonds propres) du Prospectus d'Offre ne sont cependant pas encore remplies. Ces conditions restent donc des conditions résolutoires. Lam part de l'idée que ces conditions seront remplies d'ici au 11 mars 2008, qui est la date indicative figurant dans le Prospectus d'Offre pour le règlement de l'offre.

4. EXÉCUTION DE L'OFFRE

Il est actuellement prévu que l'exécution de l'offre aura lieu le 11 mars 2008 – sous réserve de l'accomplissement des conditions mentionnées ci-dessus.

NOTE TO U.S. HOLDERS OF SEZ SHARES

The offer described in the Offer Prospectus («offer») is being made for the securities of SEZ, a Swiss company, and is subject to Swiss disclosure requirements, which are different from those of the United States. The financial information relating to SEZ has been prepared in accordance with non-U.S. accounting principles and thus may not be comparable to financial information of U.S. companies or companies whose financial statements are prepared in accordance with generally accepted accounting principles in the United States. U.S. holders of SEZ Shares are encouraged to consult with their own Swiss advisors in connection with the offer. Lam and any of their respective subsidiaries and any advisor, broker or financial institution acting as an agent or for the account or benefit of Lam may, subject to applicable Swiss and U.S. securities laws, rules and regulations and pursuant to exemptive relief granted by the U.S. Securities and Exchange Commission from Rule 14e-5 under the Securities Exchange Act of 1934, as amended (the «Exchange Act») make certain purchases of, or arrangements to purchase, SEZ Shares from SEZ shareholders who are willing to sell their SEZ Shares outside the offer from time to time, including purchases in the open

market at prevailing prices or in private transactions at negotiated prices. Lam will disclose promptly any information regarding such purchases of SEZ Shares in Switzerland through the electronic media and/or the stock exchange and in the United States by means of a press release, if and to the extent required under applicable laws, rules and regulations in Switzerland.

OFFER RESTRICTIONS

United Kingdom

The offering documents in connection with the offer are being distributed in the United Kingdom only to and are directed at (a) persons who have experience in matters relating to investments falling within Article 19 (1) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2001, as amended, in the United Kingdom (the «Order») or (b) high net worth entities, and other persons to whom they may otherwise lawfully be communicated, falling within Article 49 (1) of the Order (all such persons together being referred to as «relevant persons»). Any person who is not a relevant person should not act or rely on this document or any of its contents. The offer referred to in the tender documents is not available, and will not be engaged in with persons that are not relevant persons.

Other Jurisdictions

The tender offer described in the Offer Prospectus is not directly or indirectly made in a country or jurisdictions in which such offer would be illegal, otherwise violate the applicable law or an ordinance or which would require Lam Research Corporation to change the terms or conditions of the tender offer in any way, to submit an additional application to or to perform additional actions in relation to any state, regulatory or legal authority. It is not intended to extend the tender offer to any such country or such jurisdiction. Documents relating to the tender offer must neither be distributed in such countries or jurisdictions nor be sent to such countries or jurisdictions. Such documents must not be used for the purpose of soliciting the purchase of securities of SEZ Holding AG from anyone from such countries or jurisdictions.

Actions nominatives de
SEZ Holding SA:

Numéro de valeur: 1235206 / ISIN: CH0012352065 / symbole-ticker: SEZN

Financial Advisor:

JP Morgan

Banque exécutante:

Bank Vontobel AG, Zurich



Private Banking
Investment Banking
Asset Management &
Investment Funds