

ARCHOS

Logic Instrument, an ARCHOS subsidiary: Acquisition of DISTRAME SAS,

Leader in Test and Measurement solutions for Defense and Industry

The ARCHOS Group now aims for a turnover of €120 million in 2027

Paris, November 17, 2025 – ARCHOS, a French pioneer in consumer electronics and a recognized player in mobile and rugged technologies, announces the acquisition, by its subsidiary Logic Instrument, of 100% of the share capital and voting rights of DISTRAME SAS ("DISTRAME") from Financière de Participation Auboise ("FPA"). DISTRAME generates revenue of approximately €26 million, has maintained a positive net income for several years, and has a positive net cash position.

For 45 years, DISTRAME has been a major French player in the field of instrumentation, testing and measurement, and connected solutions. The company supports professionals in the defense, industrial, energy, construction, and education sectors through a comprehensive range of high-value-added equipment and services.

A recognized specialist in the distribution and integration of physical, electrical, and electronic measuring devices, DISTRAME also offers comprehensive solutions encompassing metrology, rental and maintenance, technical training, as well as audits and consulting to guarantee the performance and reliability of its clients' installations.

With a strong focus on innovation, DISTRAME develops connected and IoT solutions for energy monitoring and infrastructure supervision, enabling consumption optimization. Certified ISO 9001:2015, DISTRAME's actions are guided by a continuous quality and CSR approach, placing customer satisfaction, technological expertise, and environmental responsibility at the heart of its development strategy.

Outlook: a new dimension for Logic Instrument

With the integration of DISTRAME's activities, LOGIC INSTRUMENT is entering a new phase of development, and the ARCHOS group aims to reach €120 million in revenue within two years, establishing itself as a leading player in sovereign mobile solutions for defense, industry, energy, and research.

This momentum is based on new key skills, particularly in test and measurement solutions, metrology services, and energy efficiency technologies, thus strengthening the complementary expertise of the two entities.

LOGIC INSTRUMENT is therefore opening a new, related, and complementary market segment focused on large infrastructure and research organizations, such as EDF, RTE, ONERA, and the CNRS, and is also expanding its offering for the defense sector in the Test and Measurement segment.

Finally, powerful leverage factors support this growth trajectory: an enriched offering of products and solutions for the existing customers of both companies, a strengthened territorial network thanks to a team of local sales engineers, and an increased capacity to respond to public tenders.

Terms and schedule of the operation

The acquisition of 100% of DISTRAME's shares was completed for €2,700,000 in exchange for the issuance of 1,636,363 new LOGIC INSTRUMENT shares to FPA.

FPA will, within a maximum of six months, sell these 1,636,363 new shares on the Euronext Growth Paris market with the assistance of a broker, who will be responsible for executing these sale orders according to its best execution policy ("best execution order"). At the end of this six-month period, if the total proceeds from the sale of the LOGIC INSTRUMENT shares received by FPA exceed €2,700,000, FPA will be required to pay the excess amount to LOGIC INSTRUMENT. Otherwise, LOGIC INSTRUMENT will be required to pay any amount necessary to enable FPA to ultimately receive €2,700,000 net as a result of the transaction.

The issuance of 1,636,363 new shares was approved by the Board of Directors of LOGIC INSTRUMENT at its meeting on November 17, 2025, pursuant to Resolution No. 14 of the Shareholders' Meeting of May 19, 2025.

The new shares were issued at an issue price of €1.65 per share (corresponding to the closing share price on November 13, 2025). The newly issued shares represent 17.47% of LOGIC INSTRUMENT's share capital (before issuance). These terms of payment for the acquisition price allow the Group to preserve its cash flow in a context of business growth, while representing a controlled level of dilution.

Following the settlement and delivery of these shares, scheduled for November 19, 2025, LOGIC INSTRUMENT's share capital will be distributed as detailed in Appendix 1.

By way of illustration, a shareholder holding 1% of the Company's share capital on November 17, 2025, will hold 0.85% of the share capital following the issuance of the 1,636,363 new shares in this transaction.

The issuance of these 1,636,363 new shares did not require the approval of a prospectus by the French Financial Markets Authority (AMF).

Risk factors

The public's attention is drawn to the risk factors relating to the Company and its business, which are presented in the 2024 Corporate Governance Report available on the Company's website. The occurrence of any or all of these risks could adversely affect the Company's business, financial condition, results of operations, development, or prospects. No new major risks relating to the Company and its business have been identified since the publication of the 2024 Corporate Governance Report.

Furthermore, investors are advised to consider the following risks specific to the transaction:

- the market price of the Company's shares may fluctuate and fall below the subscription price of the shares issued in the transaction;
- the volatility and liquidity of the Company's shares may fluctuate significantly;
- sales of the Company's shares (including through share purchase agreements) may occur on the market and negatively impact the market price of its shares. And
- the Company's shareholders could experience potentially significant dilution resulting from possible future capital increases by the Company.

Contact

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About ARCHOS

ARCHOS, an expert in mobile solutions, has continually revolutionized this market in the consumer electronics sector, as well as in B2B and defense. ARCHOS now operates on three pillars: defense and industrial mobile solutions, consumer electronics, and healthcare. A French company comprising numerous subsidiaries—LOGIC INSTRUMENT, ELEXO, GLACIER COMPUTER, ARTIC, O2i ingénierie, Poladerme, Dextrain, and Domisanté—the group is listed on the Euronext Growth Paris market, ISIN Code: FR0014007XT1. www.archos.com

APPENDIX 1

Following the settlement and delivery of the 1,636,363 new shares, the share capital and voting rights of LOGIC INSTRUMENT will be distributed as follows:

	Shares	%	Voting Rights	%
ARCHOS SA	2 199 999	19,99%	4 399 998	32,35%
Loic POIRIER	400 000	3,64%	800 000	5,88%
FPA	1 636 363	14,87%	1 636 363	12,03%
Floating	6 766 416	61,50%	6 766 416	49,74%
Total	11 002 778	100,00%	13 602 777	100,00%