

## ION Platform Finance US, Inc.

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#### ION Platform Finance S.à r.l.

63-65 rue de Merl L-2146 Luxembourg Luxembourg

## ION Trading Technologies S.à r.l.

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# Helios Software Holdings, Inc.

49th Floor 1345 Avenue of Americas New York, NY 10105 United States

## ION Corporate Solutions Finance S.à r.l.

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#### Acuris Finance US, Inc.

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#### Acuris Finance S.à r.l.

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October 17, 2025 – ION Platform Finance US, Inc. and ION Platform Finance S.à r.l. (collectively, the "New Issuers") in conjunction with ION Trading Technologies S.à r.l., Helios Software Holdings, Inc, ION Corporate Solutions Finance S.à r.l., Acuris Finance US, Inc and Acuris Finance S.à r.l. (collectively, the "Existing Issuers"), further to their announcements dated September 18, 2025, September 26, 2025 and October 3, 2025 announce today that as of October 16, 2025, 5:00 p.m., New York City time (the "Exchange Expiration Time") the aggregate principal amount of each series of Existing Notes presented in the table below had been tendered for exchange with notes to be issued jointly and severally by the New Issuers (the "Exchange Notes").

The New Issuers hereby announce that the final settlement date is expected to occur on October 20, 2025 (the "Final Settlement Date").

# AGGREGATE PRINCIPAL AMOUNT OF EXCHANGE NOTES

Existing Notes \$450,000,000	CUSIP, ISIN or Common Code Existing Notes <sup>(1)</sup> L558IP AA5:	New Issuers' Exchange Notes issued on the Early Settlement Date / to be issued on the Final Settlement Date	Permanent CUSIP, ISIN or Common Code Exchange Notes <sup>(1)</sup> Rule 144A Reg S		Aggregate principal amount of Existing Notes outstanding prior to the Exchange Offer and Consent Solicitation Commencement Date	Aggregate principal amount of Existing Notes tendered as of the Exchange Expiration Time	Percentage of Existing Notes tendered as of the Exchange Expiration Time	Principal amount of Exchange Notes issued on the Early Settlement Date	Principal amount of Exchange Notes to be issued on the Final Settlement Date	Temporary CUSIP, ISIN or Common Code Exchange Notes <sup>(1)</sup> Reg S	Aggregate principal amount of Existing Notes outstanding after the Final Settlement Date
5.750% Senior Secured Notes due 2028	USL5581PAA59 (RegS)/ 46205Y AA9; US46205YAA91 (144A)	5.750% Senior Secured Notes due 2028	<u>ISIN</u> : US46206AAA07 <u>CUSIP</u> : 46206A AA0	<u>ISIN</u> : USU4609CAA54 <u>CUSIP</u> : U4609C AA5	\$450,000,000	\$449,795,000	99.95%	\$433,401,000	\$16,394,000	<u>ISIN</u> : USU4608DAC03 <u>CUSIP</u> : U4608DAC0	\$205,000
\$775,000,000 9.500% Senior Secured Notes due 2029	L5581P AB3; USL5581PAB33 (RegS)/ 46205Y AB7; US46205YAB74 (144A)	9.500% Senior Secured Notes due 2029	<u>ISIN</u> : US46206AAB89 <u>CUSIP</u> : 46206A AB8	ISIN: USU4609CAB38 CUSIP: U4609C AB3	\$775,000,000	\$772,995,000	99.74%	\$771,884,000	\$1,111,000	<u>ISIN</u> : USU4608DAD85 <u>CUSIP</u> : U4608DAD8	\$2,005,000
\$350,000,000 4.625% Senior Secured Notes due 2028	U4233H AA8; USU4233HAA87 (RegS)/ 42329H AA6; US42329HAA68 (144A)	4.625% Senior Secured Notes due 2028	<u>ISIN</u> : US46206AAC62 <u>CUSIP</u> : 46206A AC6	<u>ISIN</u> : USU4609CAC11 <u>CUSIP</u> : U4609C AC1	\$350,000,000(2)	\$346,450,000	98.99%(2)	\$336,403,000	\$10,047,000	<u>ISIN</u> : USU4608DAE68 <u>CUSIP</u> : U4608DAE6	\$20,000(2)
\$700,000,000 8.750% Senior Secured Notes due 2029	U4233H AB6; ISIN: USU4233HAB60 (RegS)/ 42329H AB4; US42329HAB42 (144A)	8.750% Senior Secured Notes due 2029	<u>ISIN</u> : US46206AAD46 <u>CUSIP</u> : 46206A AD4	ISIN: USU4609CAD93 CUSIP: U4609C AD9	\$700,000,000	\$699,270,000	99.90%	\$695,875,000	\$3,395,000	<u>ISIN</u> : USU4608DAF34 <u>CUSIP</u> : U4608DAF3	\$730,000
£425,000,000 7.875% Senior Secured Notes due 2029	XS2808407188; 280840718 (RegS)/ XS2808409390; 280840939 (144A)	7.875% Senior Secured Notes due 2029	ISIN: XS3194937515 Common Code: 319493751	ISIN: XS3194936970 Common Code: 319493697	€425,000,000	€421,291,000	99.13%	€417,664,000	€3,627,000	<u>ISIN</u> : XS3212049889 <u>Common Code</u> : 321204988	€3,709,000
\$350,000,000 5.000% Senior Secured Notes due 2028	U00616 AA7; USU00616AA72 (RegS)/ 00511B AA5; US00511BAA52 (144A)	5.000% Senior Secured Notes due 2028	<u>ISIN:</u> US46206AAE29 <u>CUSIP</u> : 46206A AE2	<u>ISIN</u> : USU4609CAE76 <u>CUSIP</u> : U4609C AE7	\$350,000,000	\$346,930,000	99.12%	\$341,495,000	\$5,435,000	<u>ISIN:</u> USU4608DAG17 <u>CUSIP:</u> U4608DAG1	\$3,070,000
\$500,000,000 9.000% Senior Secured Notes due 2029	U00616 AD1; USU00616AD12 (RegS)/ 00511B AE7; US00511BAE74 (4(a)2)	9.000% Senior Secured Notes due 2029	<u>ISIN:</u> US46206AAF93 <u>CUSIP</u> : 46206A AF9	<u>ISIN:</u> USU4609CAF42 <u>CUSIP</u> : U4609C AF4	\$500,000,000	\$499,769,000	99.95%	\$496,786,000	\$2,983,000	ISIN: USU4608DAH99 <u>CUSIP</u> : U4608DAH9	\$231,000

- (1) No representation is made as to the correctness or accuracy of the CUSIP, ISIN or Common Code identifiers listed in the Exchange Offer and Consent Solicitation Memorandum or printed on the Existing Notes or the Exchange Notes. Such CUSIP, ISIN or Common Code identifiers are provided solely for the convenience of the eligible holders.
- (2) \$350.0 million does not take into account \$3,530,000 in aggregate principal amount of 4.625% Senior Secured Notes due 2028 the Group has purchased in the open market and/or in privately negotiated transactions prior to the launch of the Exchange Offer and Consent Solicitation, while \$20,000 does reflect this amount.

Terms and expressions used but not defined herein shall have the meanings given to them in the exchange offer and consent solicitation memorandum dated as of September 18, 2025 (the "Exchange Offer and Consent Solicitation Memorandum").

The Exchange Offer is subject to certain terms and conditions as set out in the Exchange Offer and Consent Solicitation Memorandum. The obligations of the New Issuers to accept for exchange the Existing Notes validly tendered in the Exchange Offer and deliver the Exchange Offer Consideration, are subject to, and conditioned upon, the conditions described in the Exchange Offer and Consent Solicitation Memorandum. The New Issuers reserve the right, in their sole discretion, to amend or waive certain of the conditions to the Exchange Offer or extend or terminate the Exchange Offer at any time. Any such details will be announced as provided in the Exchange Offer and Consent Solicitation Memorandum as soon as reasonably practicable after the relevant decision is made.

## Lead Dealer Manager

**Goldman Sachs International** 

Email: liabilitymanagement.eu@gs.com

## **Exchange and Information Agent**

Any persons with questions regarding the Exchange Offer and Consent Solicitation should contact the Exchange and Information Agent using the contact details below:

## **Kroll Issuer Services Limited**

The News Building 3 London Bridge London SE1 9SG

United Kingdom Telephone: +44 (0) 20 7704 0880

Attention: Scott Boswell / Owen Morris

Email: ion@is.kroll.com

Offer Website: https://deals.is.kroll.com/ion

#### Disclaimer

Under no circumstances shall this announcement or the Exchange Offer and Consent Solicitation Memorandum constitute an offer to buy, an offer of, or a solicitation of an offer to sell, securities in any jurisdiction.

The securities referenced in this announcement and the Exchange Offer and Consent Solicitation Memorandum may not be offered, sold, exchanged or delivered in the United States absent registration or an applicable exemption from or in a transaction not subject to the registration requirement under the U.S. Securities Act of 1933, as amended. The securities mentioned in this announcement and the Exchange Offer and Consent Solicitation Memorandum are not, and will not be, registered in the United States.

The Exchange Offer and Consent Solicitation shall not be considered an "offer of securities to the public," or give rise to or require a prospectus in a European Economic Area member state pursuant to Regulation (EU) 2017/1129 (as amended or superseded) or in the United Kingdom pursuant to Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018.

The making of the Exchange Offer and the Consent Solicitation may be restricted by law in some jurisdictions. Persons into whose possession the Exchange Offer and Consent Solicitation Memorandum comes must inform themselves about and observe these restrictions. The Exchange Offer and the Consent Solicitation are not being made to, and no consents are being solicited from, holders or beneficial owners of the Existing Notes in any jurisdiction in which it is unlawful to make such solicitation or grant such consents. However, the Issuers may, in their sole discretion and in compliance with any applicable laws, take such actions as it may deem necessary to solicit consents in any jurisdiction and may extend the Solicitation to, and solicit consents from, persons in such jurisdiction.

The Exchange Offer, the Consent Solicitation and the Exchange Offer and Consent Solicitation Memorandum are available only to investors who are either (1) Qualified Institutional Buyers ("QIBs") within the meaning of Rule 144A ("Rule 144A") under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or (2) investors other than U.S. persons (as that term is defined in Rule 902 of Regulation S under the U.S. Securities Act) outside the United States, and, if such investors are located in the European Economic Area, are not "retail investors" (as defined in the Exchange Offer and Consent Solicitation Memorandum) or, if such investors are located in the United Kingdom, are not "retail investors" (as defined herein).

The Exchange Offer and Consent Solicitation Memorandum has not been approved by an authorized person in the United Kingdom and is for distribution only to persons who (i) have professional experience in matters relating to investments (being investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Financial Promotion Order")), (ii) fall within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the Financial Promotion Order, (iii) are outside the United Kingdom or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the Financial Services and Markets Act 2000 (the "FSMA")) may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). The Exchange Offer and Consent Solicitation Memorandum is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which the Exchange Offer and Consent Solicitation Memorandum relates is available only to relevant persons and will be engaged in only with relevant persons. No part of the Exchange Offer and Consent Solicitation Memorandum should be published, reproduced, distributed or otherwise made available in whole or in part to any other person. No person may communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of the securities other than in circumstances in which Section 21(1) of the FSMA does not apply.

The information contained in this announcement and the Exchange Offer and Consent Solicitation Memorandum is based upon information provided by the Issuers. None of

the Exchange and Information Agent, the Trustee, the Agents, the Dealer Managers or any of their respective subsidiaries or any person who controls, or is a director, officer, employee or agent of any such persons have independently verified, and none of them make any representation or warranty, express or implied, or assume any responsibility as to, the accuracy or adequacy of the information contained in this announcement, the Exchange Offer and Consent Solicitation Memorandum or any document prepared in connection with the Exchange Offer and the Consent Solicitation or for any failure by the Issuers to disclose events or circumstances which may have occurred or may affect the significance or accuracy of any such information. No person has been authorized to give any information or make any representations other than those contained in the Exchange Offer and Consent Solicitation Memorandum. If given or made, such information or representations must not be relied upon as having been authorized by the Issuers, the Trustee, the Exchange and Information Agent, the Agents, the Dealer Managers or any other person.

This announcement and the Exchange Offer and Consent Solicitation Memorandum may include forward-looking statements. Words such as "expect," "anticipate," "continue," "will," "project," "should," "believe," "plans," "intends" and similar expressions may identify forward-looking information or statements. All statements, other than statements of historical fact, included in this announcement and the Exchange Offer and Consent Solicitation regarding the financial condition of the Issuers or regarding future events or prospects are forward-looking statements. The Issuers have based these forward-looking statements on management's current view with respect to future events and financial performance. These views reflect the best judgment of the Issuers' management but involve a number of risks, uncertainties and assumptions. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may differ materially from those predicted in the forward-looking statements and from past results, performance or achievements. There is no intention to update or revise any forward-looking statements whether as a result of new information, future events or otherwise.