



Technoprobe & Teradyne combined transaction

November 8, 2023



The combined transaction

Asset

Acquisition of
Device Interface Solution (DIS)
division from
TERADYNE

Share

Acquisition of
10% stake
in
 **TECHNOPROBE**



Teradyne Inc. and Technoprobe S.p.A. agreed to establish a strategic partnership on joint development projects to accelerate growth for both companies through roadmap sharing, joint development of technology, and co-marketing activities.

While working on joint development projects, Technoprobe and Teradyne will continue to operate independently in their respective market segments



Transaction highlights

Asset

- **Closing:** expected in the first half of 2024
- **Purchase price:** USD 85 million in cash
- Subject to US and other Foreign Direct Investment approvals, Taiwan merger control review and other customary closing conditions

Share

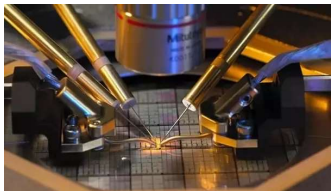
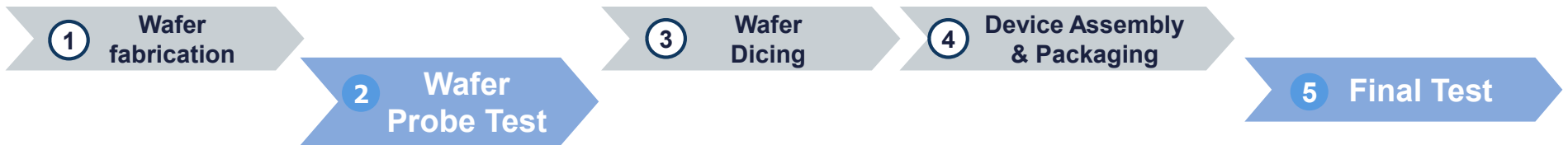
- **Closing:** expected in the first half of 2024
- **Share capital increase representing**, post money, a stake equal to **8%** of the share capital of Technoprobe to be reserved for subscription to Teradyne
- Simultaneously, **T-Plus S.p.A. will sell to Teradyne existing shares representing**, post money, a stake equal to **2%** of the share capital of Technoprobe
- **Share price equal** to Euro 7.362 based on the volume weighted average trading price during the 3-months prior to the agreement, for a total consideration of approx. Euro 384,7 million
- Subject to Italian Foreign Direct Investment and HSR U.S. merger control (HSR) approvals, the fulfilment of DIS acquisition's conditions precedent, and other customary closing conditions



Asset

DIS overview (1/2)

CHIP MANUFACTURING PROCESS



PROBE CARDS

TERADYNE
DIS
expertise to design
Final Test Interface Boards (DIB)*
Probe Interface Boards (PIB)*
Probe Card Interface Board (PCIB)*



FINAL TEST BOARD

*Refer to appendix glossary chart



Asset

DIS overview (2/2)



- Excellence in design of Test Interfaces
- more than **400 employees**, operating all over the world
- Major design teams concentrated in the **United States, China and Taiwan.**
- Recorded revenue of USD 54 million, with a Gross Margin of 15% in the first half of 2023



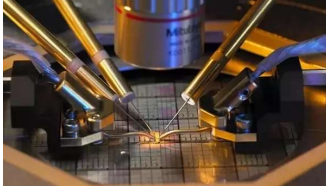
Asset

Rationale of the acquisition


Device complexity

Interface Speed


Interface development process **mastery** and **optimization**



PROBE CARDS




FINAL TEST BOARD



TECHNOPROBE

advanced manufacturing technology



interface design

TERADYNE
DIS

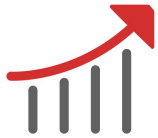


design **all components** of **wafer probe** and **final test interfaces** as a single complete solution



Asset

Probe & Final Test Interface Business Mission



Improve Performance

Best electrical & mechanical performance possible limited by only physics



Improve Quality

Defect free to demanding Automated Testing Equipment standards



On-time Delivery

Fulfill delivery commitments conforming to agreed specifications



Leadtime

Ready to use at time of new product introduction bring-up and high volume manufacturing production ramp


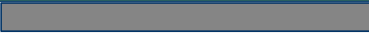


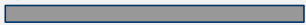
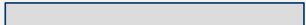








Asset

Expected Synergies (1/2)



Consolidating the full vertical integration of our business model also leveraging on Harbor Electronics competencies

Probe Cards components	In-house designed	In-house manufacturing	Outsourced manufacturing	
1 PCB: Printed Circuit Board  	✓	✓ (Partially)	✓ (Partially)	 DIS
2 MLO: Multi-Layer Organic 	✓	✓ (Partially)	✓ (Partially)	
3 Ceramic Plates   	✓	✓	✗	
4 Contact Probes     	✓	✓	✗	



Position Technoprobe as leading player in the design and manufacturing of high end PCBs

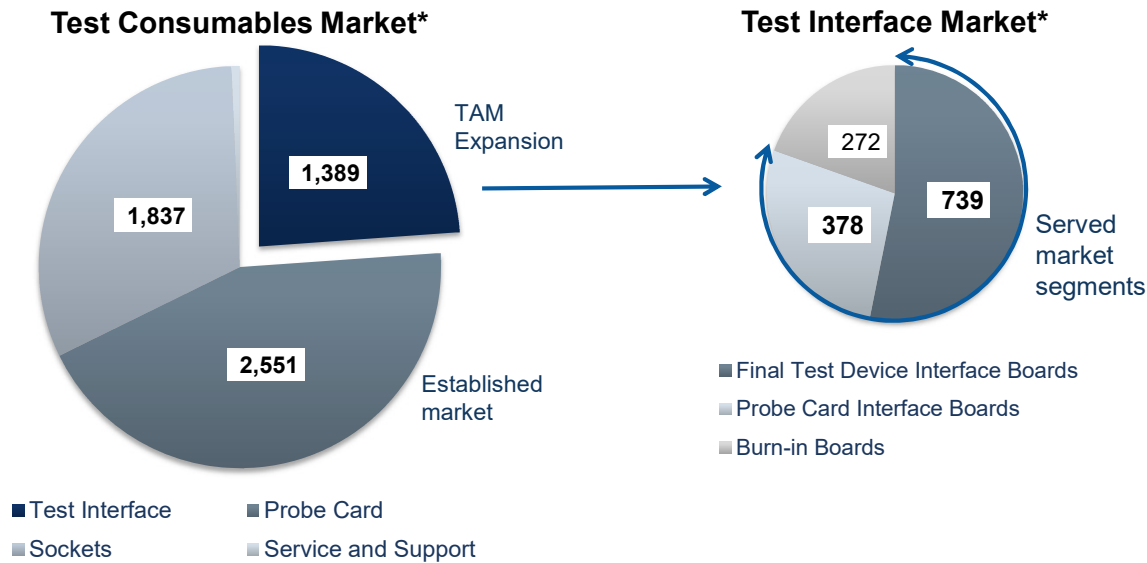


Asset

Expected Synergies (2/2)



Acceleration in the process to enter the final test and probe card interface markets



- TAM expansion into the \$1.1B* final test and probe card interface market
- Teradyne DIS and Harbor combined are the #1 supplier to the two served test interface segments
- The synergy of core competencies in design and manufacturing create opportunities to gain market share



Combine DIS and Harbor Electronics knowledge to enter a new market and gain market share

*Source: Market data provided by Yole Group (2022- USDm)



Share

Acquisition of a 10% stake by Teradyne (1/2)



Open the share capital to an **industrial player** acting as a **strategic partner** to jointly develop new advanced testing solutions



TECHNOPROBE

TERADYNE



enlarge product offering and cross selling opportunities



accelerate the development of advanced semiconductor interface technologies



unlock new capabilities to increase the performance and lower test costs for semiconductor makers

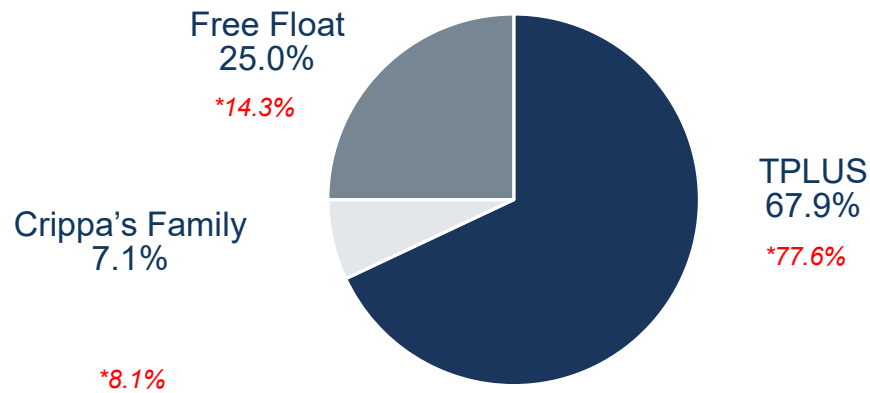


Share

Acquisition of a 10% stake by Teradyne (2/2)

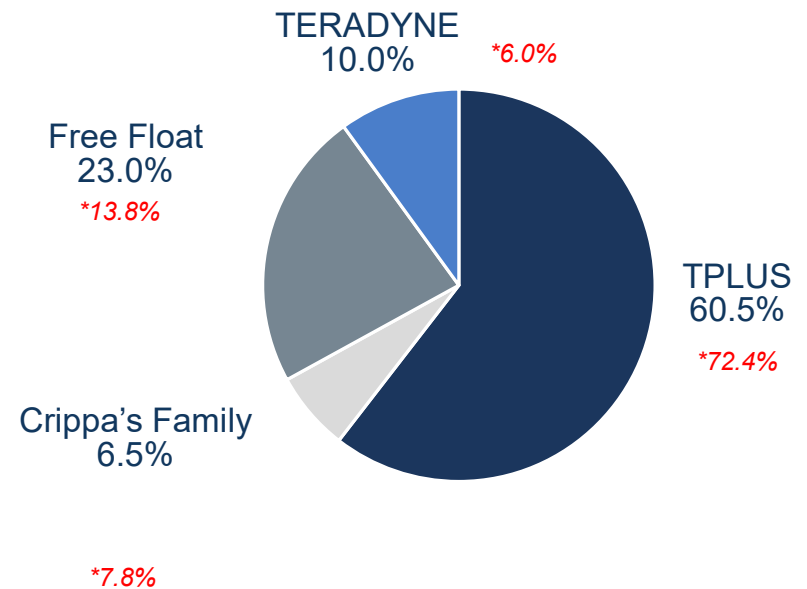
Shareholder base
BEFORE the transaction

Total share capital (n.): 601.000.000



Shareholder base
AFTER the transaction

Total share capital (n.): 653.260.870



*as % of voting rights



Transaction main highlights

- ➔ **Acquire new competences to better serve the needs of our clients**
- ➔ **Consolidate** the full **vertical integration** of our business model also leveraging on Harbor Electronics competencies
- ➔ **Accelerate** the process to **enter the final test** and **probe card interface markets**
- ➔ **Open the share capital** to an industrial partner to leverage combined skills to fuel the future growth



Q&A



Appendix



Glossary

Device Interface Board (DIB): a Board used in the Final Testing of packaged devices. A DIB is typically composed of a large, high layer count PCB and assembled with thousands of components.

Probe Interface Board (PIB): a Board used as interface between tester and Probe Card Interface Board. These products are used only on certain tester configurations.

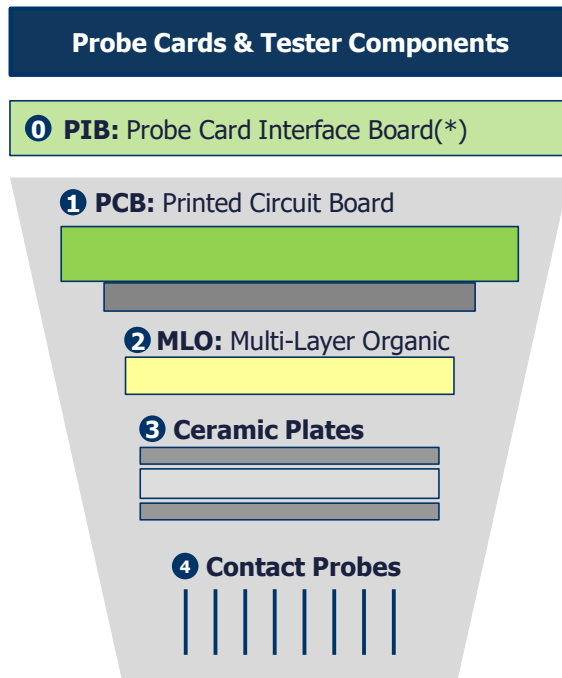
Probe Card Interface Board (PCB): a term used to identify the sub-assembly of a Probe Card PCB and substrate (when needed) before Probe Head mounting

Test Interface Board (TIB): a general term used to refer to a Device Interface Board or Probe Card Interface Board

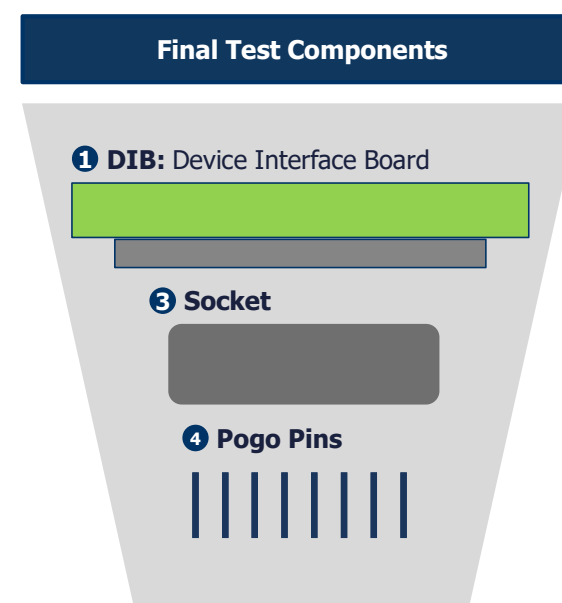


Glossary

WAFER LEVEL TESTING



FINAL TESTING



**If requested*

