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Press release

## **EI.En. S.p.A.: the over-allotment option on Cynosure, Inc. public offer has been exercised**

**EI.En. S.p.A. will sell 240,000 more of its Cynosure shares.**

**Florence, November 19<sup>th</sup> 2012-** EI.En. SpA, leader on the laser market and listed on the STAR segment of the Italian Stock exchange, announced today that Leerink Swann LLC, the underwriter for the offering, exercised its option to purchase an additional 240,000 shares from Cynosure and an additional 240,000 shares from EI.En. S.p.A. at the public offering price less commissions.

The offer, which has been priced at 20.5 US dollars per share, is a registered public offering of 2,600,000 shares of Cynosure class A common stock and of 600,000 Cynosure shares offered by EI.En. Spa. The shares of the over-allotment option exercise that Leerink Swann notified to Cynosure and EI.En. are now being added to the offer. The offering is expected to close on or about November 21, 2012, subject to customary closing conditions.

Cynosure intends to use the net proceeds from the shares sold by it in this offering for general corporate purposes, which may include the acquisition of complementary products, technologies or businesses. Cynosure will not receive any proceeds from the sale of the shares by EI.En. S.p.A. EI.En. S.p.A. intends to use the net proceeds from the shares sold by it in this offering for general corporate purposes.

The Cynosure shares will be issued pursuant to a shelf registration statement filed with the Securities and Exchange Commission (the "SEC"). A preliminary prospectus supplement has been filed with the SEC. A final prospectus supplement related to the offering will be filed with the SEC.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy any securities of the Company, nor shall there be any offer or sale of securities in any state or jurisdiction in which an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any state or jurisdiction.

Cynosure has become part of the EI.En. Group in 2002 and operates in the business of lasers for medical and aesthetic applications. Listed on the Nasdaq since 2005, it closed the year 2011 with a turnover of \$ 110 million and a US GAAP loss, of \$ 2.9 million. As of September 30, 2012, sales totaled \$ 110 million and the net profit was a positive \$ 6.9 million.

In correspondence to the closing of the Offer and due to the sale of shares as provided by the Offer, EI.En.'s holding in Cynosure Inc. will fall below the threshold of 20% to around 13%. Consequently, the statutory provisions which give to EI.En. Spa the right to control the board of directors of Cynosure by appointing four directors out of seven, will expire and Cynosure, also in relation to the consolidated financial statements, will no longer be considered as a controlled



company. Consequently, the financial statements of Cynosure Inc., from the closing date, will not be fully consolidated in the financial statements of the EI.En. Group anymore.

The practice adopted by EI.En. to present the consolidated financial statements also in the form drafted excluding Cynosure from consolidation, facilitates the presentation of the effects of Cynosure's exit from full consolidation within the financial reports of the Group. We hereby recall that EI.En. adopted the simplification pursuant to art. 3 letter e) of CONSOB resolution no. 18079 of 20 January 2012.

The offer will have no effect on the guidance previously disclosed by EI.En. for the current year, since the group has always released its forecasts only the consolidated results with the exclusion of Cynosure.

Collaboration in research and development and commercialization between EI.En. and Cynosure will not be affected by the different nature of the relationship within the companies. The supply contract at the base of the commercial success of the system Cellulaze was renewed and extended until 2019.

The closing of the Offer will result in the booking within the EI.En. consolidated financial statements of the gain realized on the shares sold; its amount will depend upon the Euro / US Dollar exchange rate on the day of closing: at the public offering price of \$20.5 per share and at today's Euro / Dollar exchange rate (1.27), the gross proceeds for EI.En. would be 13.5 million. The gross proceeds will be burdened by the subscription fees, reduced to 4.25% from the initial 4.75%. The net gain realized in the transaction will be around 5.6 millions of euro.

The remaining stake in Cynosure, approximately 2.1 million shares, will be evaluated upon the fair value determined in accordance with the relevant accounting standards IAS / IFRS and the consolidated income statement will benefit from the consequent revaluation.

***El.En.**, an Italian company, is the parent of a high-tech industrial group operating in the optoelectronics sector. Based on proprietary technology and multidisciplinary know-how, the El.En Group manufactures laser sources (gas, semiconductor, solid-state and liquid) and innovative laser systems for medical and industrial applications. The El.En Group is the laser market leader in Italy and among the top operators in Europe. It designs, manufactures and sells worldwide:*

- *Medical laser equipment used in dermatology, cosmetics, physiotherapy, dentistry and gynecology;*
- *Industrial laser systems for applications ranging from cutting, marking and welding metals, wood, plastic and glass to decorating leather and textiles and restoring/conserving artwork;*
- *Laser systems for scientific research*

*EL.EN has been listed on the Star (MTA) of Borsa Italiana. Its market floatation is approximately 47% and its market capitalization amounts to €77 million.*

*Cod. ISIN: IT0001481867*

*Code: ELN*

*Listed on MTA*

*Mkt capt.: 77 mln/Euro*

*Cod. Reuters: ELN.MI*

*Cod. Bloomberg: ELN IM*

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