

## 1. Why is Mirion redeeming the Public Warrants?

- Mirion (“Mirion” or the “Company”) has elected to redeem its outstanding publicly listed warrants (the “Public Warrants”) pursuant to the Warrant Agreement, dated as of June 29, 2020 (the “Warrant Agreement”), by and between Mirion (f/k/a GS Acquisition Holdings Corp II) and Continental Stock Transfer & Trust Company as warrant agent (“CST” or the “Warrant Agent”) because it will simplify the Company’s capital structure. The Public Warrant redemption is permitted by Section 6.2 of the Warrant Agreement because the Company’s Class A common stock (the “Common Stock”) closed at a price above \$10.00 per share on April 17, 2024.

## 2. What do I have to do to exercise my Public Warrants?

- At the direction of Mirion, CST (as Warrant Agent) or Mirion’s duly authorized information agent has delivered a Notice of Redemption to each of the registered holders of the outstanding Public Warrants and the Depository Trust Company (“DTC”), which includes instructions on exercising your Public Warrants. DTC has alerted broker participants. Most warrant holders hold their Public Warrants in “street name” (that is, through a broker), and **if you hold Public Warrants through a broker and want information on how to exercise, you should contact your broker to exercise your Public Warrants and for instructions on timing and procedure for exercising your warrants.**
- For information, you may also contact:
  - **Morrow Sodali** at (800) 662-5200 (for individuals) / (203) 658-9400 (for banks and brokerages) or at [MIR@investor.morrowsodali.com](mailto:MIR@investor.morrowsodali.com); or
  - **Continental Stock Transfer & Trust Company**, One State Street, 30th Floor, New York, New York 10004, Attention: Compliance Department, Telephone Number (212) 509-4000.

## 3. Why is Mirion redeeming the Public Warrants in this fashion?

- The Company has elected to redeem the Public Warrants pursuant to Section 6.2 of the Warrant Agreement, which provides holders of the Public Warrants with the option to exercise the Public Warrants for cash or on a “cashless basis.”
- A holder who exercises a Public Warrant for cash will pay the Company \$11.50 in cash (the “Exercise Price”) per Public Warrant in exchange for one share of Common Stock.
- A holder who exercises a Public Warrant on a cashless basis will receive 0.220 of one share of Common Stock for each Public Warrant surrendered for exercise, and will not pay any separate cash exercise price to the Company.
- Any Public Warrant that is not exercised on a cash or cashless basis prior to 5:00 p.m. New York City Time on the Redemption Date (as defined below) will be redeemed for \$0.10.

### 4. How was the amount of 0.220 shares to be received per cashless exercise of each Public Warrant calculated and will fractional shares be issued?

- The amount of 0.220 shares was determined pursuant to the terms of the Warrant Agreement and is based on the Fair Market Value (as defined in the Warrant Agreement) of the Company's Common Stock and the period of time between the Redemption Date and the expiration date of the Public Warrants. If any holder of Public Warrants would, after taking into account all of such holder's Public Warrants exercised at one time, be entitled to receive a fractional interest in a share of Common Stock, the number of shares the holder will be entitled to receive will be rounded down to the nearest whole number of shares.

### 5. What is the deadline for exercising the Public Warrants?

- Because Mirion has exercised its right to redeem its Public Warrants, Public Warrant holders wishing to exercise must do so prior to 5:00 p.m. New York City Time on May 20, 2024 (the "Redemption Date").
- Note that, **if you hold Public Warrants through a broker, you may need to take action before May 16, 2024**, because securities transactions, including warrant exercises, generally take 2 business days to settle, or be completed.
- If you fail to exercise your Public Warrants within this timeframe, your Public Warrants will be redeemed for \$0.10 per Public Warrant (the "Redemption Price") and you will not receive any shares of Common Stock. Contact your broker for more information.

### 6. What happens if I do not exercise my Public Warrants before the Redemption Date?

- Any Public Warrants that remain unexercised at 5:00 p.m. New York City Time on the Redemption Date will be redeemed for the Redemption Price, or \$0.10 per Public Warrant. Those remaining Public Warrants will be delisted, void and no longer exercisable, and the holders will have no rights with respect to those Public Warrants, except to receive the Redemption Price.

### 7. When will the Public Warrants cease trading on the New York Stock Exchange?

- The Company understands from the New York Stock Exchange ("NYSE") that **May 17, 2024** will be the last day on which the Public Warrants will be traded on the NYSE.

### 8. How many warrants and shares were outstanding prior to the warrant redemption announcement?

- As of April 11, 2024, the Company had approximately 27.2 million warrants outstanding, including 18.7 million Public Warrants and 8.5 million private warrants, and approximately 193.4 million shares outstanding. Only the Public Warrants are subject to this redemption.

## **No Offer or Solicitation**

Nothing in this FAQ shall constitute an offer to sell or the solicitation of an offer to buy nor shall there be any offer of any of the Company's securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction.

## **Further Information**

This FAQ does not replace the Notice of Redemption or change, amend or modify any of its terms. Copies of the Notice of Redemption and Press Release announcing the warrant redemption were filed with the Securities and Exchange Commission ("SEC") on April 18, 2024 and are available for viewing on our website under the "Investors – SEC Filings" tabs and on the SEC's website at [www.sec.gov](http://www.sec.gov).

## **Forward Looking Statements**

This FAQ contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements include statements related to the redemption of the Public Warrants. Forward-looking statements are predictions, projections and other statements about future events that are based on current expectations and assumptions and, as a result, are subject to significant risks and uncertainties. Many factors could cause actual future events to differ materially from the forward-looking statements in this FAQ, including risks and uncertainties set forth in the sections entitled "Risk Factors" in Mirion's prospectus dated November 28, 2022 filed with the SEC on November 28, 2022 and Mirion's annual and quarterly reports and other filings with the SEC. These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. The forward-looking statements included in this FAQ speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and Mirion assumes no obligation and does not intend to update or revise these forward-looking statements, whether as a result of new information, future events, or otherwise. Mirion does not give any assurance that it will achieve its expectations.