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**Mutares considers the early redemption of its existing EUR 80m senior secured bond by the issuance of a new senior secured bond of up to EUR 125m.**

**Munich, 28 February 2023.** The management board of Mutares Management SE, the general partner of Mutares SE & Co. KGaA (ISIN: DE000A2NB650) ("**Mutares**" or the "**Company**"), today resolved, with the consent of the supervisory board of Mutares Management SE, to consider the option of an early redemption of its existing senior secured bond originally issued on 14 February 2020 with a total volume of EUR 80 million due 2024 (ISIN: NO0010872864, WKN: A254QY) ("**2020/2024 Bond**") by issuing a new senior secured floating rate corporate bond of up to EUR 125 million (ISIN: NO0012530965, WKN: A30V9T) ("**New Bond**"). The creditors of the 2020/2024 Bond ("**Existing Bondholders**") shall be given the opportunity to participate in the New Bond through a public exchange offer (together "**Transaction**"). The Transaction will be led by Arctic Securities AS and Pareto Securities AS (together the "**Joint Lead Managers**"), who have been appointed, together with selected legal advisors, to prepare the necessary documentation for the solicitation of potential investors and Existing Bondholders.

The offer of the New Bond and the exchange offer for the 2020/2024 Bond ("**Exchange Offer**") shall be made in Luxembourg and Germany by way of a public offer on the basis of a securities prospectus ("**Prospectus**") expected to be approved today by the Luxembourg *Commission de Surveillance du Secteur Financier* (CSSF) and to be notified to the German Federal Financial Supervisory Authority (BaFin). The Prospectus will be published, inter alia, on the website of the Luxembourg Stock Exchange ([www.luxse.com](http://www.luxse.com)) and the Company ([www.mutares.de](http://www.mutares.de)) in the "Investor Relations" section. The Joint Lead Managers also intend to offer the New Bond to institutional investors in Germany and Luxembourg as well as in selected European and other countries by way of a private placement.

The subscription period for the public offering of the New Bond begins on 14 March 2023 and is expected to end on 21 March 2023, 12:00 p.m. (CET) ("**Offer Period**"). Interested investors may submit their binding offers to purchase bonds of the New Bond within the Offer Period via the subscription functionality of Deutsche Börse (DirectPlace) or the Company's website ([www.mutares.de](http://www.mutares.de)). The New Bond is governed by Norwegian law and has a maturity of four years. The minimum investment amount is EUR 1,000 and will bear

interest at a rate equal to EURIBOR (three months) plus a margin of between 7.5% and 8.5% p.a. The final interest rate of the New Bond is expected to be determined on 21 March 2023 on the basis of the subscription offers received. As with the 2020/2024 Bond, the New Bond is expected to be included in the Regulated Unofficial Market (Freiverkehr) of the Frankfurt Stock Exchange. Mutares will also apply for the inclusion of the New Bond in trading on the Nordic ABM, a self-regulated marketplace organised and operated by the Oslo Stock Exchange (*Oslo Børs*), within six (6) months after the issuance of the New Bond.

The public exchange offer, which is expected to be published on 1 March 2023 in the German Federal Gazette (*Bundesanzeiger*) ([www.bundesanzeiger.de](http://www.bundesanzeiger.de)) and on the website of the Company ([www.mutares.com](http://www.mutares.com)) in the section "Investor Relations", will start on 2 March 2023 and is expected to end on 16 March 2023, 18:00 (CET) ("**Exchange Period**"). For each exchanged 2020/2024 Bond in the nominal amount of EUR 1,000 Existing Bondholders will receive one bond of the New Bond in the nominal amount of EUR 1,000 plus an amount of EUR 15.00 in cash ("**Additional Amount**"). In addition, the exchanging Existing Bondholders will receive interest on their exchanged bonds of the 2020/2024 Bond for the current coupon period until the issue date of the New Bond. Existing Bondholders who wish to exchange their bonds of the 2020/2024 Bond may submit binding exchange offers via their custodian bank within the Exchange Period using the form provided by the custodian bank. The exchange agent is futurum bank AG, Frankfurt/Main, Germany. Existing Bondholders participating in the Exchange Offer will also be granted an option to purchase. Existing Bondholders who do not want to accept the Exchange Offer will be terminated early and will receive the nominal amount of EUR 1,000 plus an amount of EUR 9.00 in cash for each bond of the 2020/2024 Bond, plus accrued and unpaid interest to the redemption date.

The net proceeds accruing to the Company from the issuance of the New Bond are to be used for the redemption of the 2020/2024 Bond and for general corporate purposes, including the financing of further corporate acquisitions.

The final decision on the Transaction will be made by Mutares depending on market conditions and the outcome of discussions with potential investors. Mutares will inform the capital market and the public about the progress of the Transaction in accordance with legal requirements.

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