

Insider information publication according to section 17 MAR

Oud-Beijerland, 19 May 2025, 10:15 CEST

Südzucker International Finance B.V. announces invitation to all eligible holders to offer to sell for cash their Undated Subordinated Fixed to Floating Rate Bonds of 2005 (ISIN: XS0222524372).

Today, Südzucker International Finance B.V. resolved to invite eligible holders of its outstanding EUR 700,000,000 Undated Subordinated Fixed to Floating Rate Bonds of 2005 (ISIN: XS0222524372) (the "**Notes**") to tender any and all of their Notes for purchase by Südzucker International Finance B.V. for cash (the "**Offer**"). The Offer is being made on the terms and subject to the conditions contained in the tender offer memorandum, dated 19 May 2025 (the "**Tender Offer Memorandum**") and is subject to the offer restrictions set out below and as more fully described in the Tender Offer Memorandum.

In addition, Südzucker International Finance B.V. resolved today that it intends to redeem, with effect on 30 June 2025, any Notes that remain outstanding following the settlement of the Offer. The redemption is subject to the satisfaction of certain conditions contained in the terms and conditions of the Notes. Südzucker International Finance B.V. will publish the call notice within the notice period, and in accordance with the applicable provisions, set forth in the terms and conditions of the Notes.

The acceptance of the Offer and the exercise of the call of the remaining outstanding Notes are, among other things, subject to the successful issue by Südzucker International Finance B.V. of new euro-denominated undated subordinated resettable fixed rate notes (the "**New Notes**"). Südzucker International Finance B.V. intends to resolve on the issuance of such New Notes in the coming days.

Südzucker International Finance B.V.
L.J. Costerstraat 12
3261 LH Oud-Beijerland
The Netherlands
szif@suedzucker.nl

For more information please contact :

Südzucker AG
Maximilianstrasse 10
68165 Mannheim, Germany

Investor Relations
Phone: +49.621.421.240
Investor.relations@suedzucker.de

***** NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS), ANY STATE OF THE UNITED STATES OF AMERICA OR THE DISTRICT OF COLUMBIA (THE "UNITED STATES") OR IN OR INTO OR TO ANY PERSON RESIDENT OR LOCATED IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.
THIS ANNOUNCEMENT IS FOR INFORMATION PURPOSES ONLY AND IS NOT AN OFFER OF SECURITIES IN ANY JURISDICTION.

About Südzucker International Finance B.V.

Südzucker International Finance B.V. was incorporated on 13 January 1994. The Company's purpose is to finance affiliated companies, within the Südzucker AG group structure, through, among others, the issuance of bonds listed on public markets. The loans currently issued are listed on the Frankfurt Stock Exchange and the Luxembourg Stock Exchange. The Company is a wholly-owned subsidiary of Südzucker AG, Mannheim, Germany.

IMPORTANT NOTICE

This notice and the Tender Offer Memorandum do not constitute an invitation to participate in the Offer or the New Notes in any jurisdiction in which, or to any person to or from whom, it is unlawful to make such invitation or for there to be such participation under applicable securities laws and regulations. The distribution of this notice and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this notice and the Tender Offer Memorandum come are required by each of Südzucker International Finance B.V., the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions.

The Offer is not being made, and will not be made, directly or indirectly in or into, or by use of the mails of, or by any means or instrumentality of interstate or foreign commerce of, or of any facilities of a national securities exchange of, the United States. This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone, the internet and other forms of electronic communication. The Notes may not be tendered in the Offer by any such use, means, instrumentality or facility from or within the United States or by persons located or resident in the United States as defined in Regulation S of the United States Securities Act of 1933, as amended (the "**Securities Act**"). Accordingly, copies of the Tender Offer Memorandum and any other documents or materials relating to the Offer are not being, and must not be, directly or indirectly mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to any persons located or resident in the United States. Any purported tender of Notes in the Offer resulting directly or indirectly from a violation of these restrictions will be invalid and any purported tender of Notes made by a person located in the United States or any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States will be invalid and will not be accepted.

This notice and the Tender Offer Memorandum are not an offer to buy or sell, or a solicitation of an offer to sell or buy, any Notes or other securities in the United States or to any persons located or resident in the United States. Securities may not be offered or sold in the United States absent registration under, or an exemption from the registration requirements of, the Securities Act. The New Notes have not been, and will not be, registered under the Securities Act or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or delivered, directly or indirectly, in the United States or to any persons located or resident in the United States.

Each holder of Notes participating in the Offer will represent that it is not located in the United States and it is not participating in the Offer from the United States, or it is acting on a non-discretionary basis for a principal located outside the United States that is not giving an order to participate in the Offer from the United States.