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Standard Profil Automotive GmbH (the “Issuer”) announces the launch of a Lock-Up Agreement relating to

€275,000,000 6.250% Senior Secured Notes due 2026

Regulation S Notes ISIN: XS2339015047; Common Code: 233901504

Rule 144A Notes ISIN: XS2339015393; Common Code: 233901539

(the “Notes”)

Eschborn, 8 July, 2025 – Standard Profil Automotive GmbH (the “**Issuer**”) today announces that it has entered into a lock-up agreement dated 8 July 2025 (the “**Lock-Up Agreement**”) with, among others, an ad-hoc group of holders representing about 65% of the Notes (the “**AHG**”), Sealing Technologies S.à r.l. (the “**Sponsor**”), GLAS Specialist Services Limited as lock-up agent (the “**Lock-Up Agent**”) and certain subsidiaries of the Issuer named therein as obligors (the “**Obligors**”) (together the “**Parties**”) setting out the terms on which it shall restructure certain of its financial indebtedness. Terms and expressions used but not defined in this announcement shall have the meanings given to them in the Lock-Up Agreement.

Background

The Issuer has been engaged in discussions with the AHG since the end of November 2024 to address the Issuer’s imminent liquidity needs and right-size its capital structure. As previously announced, an interim step in these discussions resulted in the AHG agreeing to provide the Issuer with a super senior bridge financing of approximately EUR 43.5m (the “**Bridge Loan**”) and extending the maturity date of an existing EUR 30.0m revolving credit facility (the “**RCF**”). Both the Bridge Loan and the RCF are currently available until 30 September 2025.

Restructuring Measures

The proposed restructuring will, at a high level, include the following key aspects:

- exchange of the Notes for reinstated senior secured notes with a nominal value of EUR 83.0m (the “**Reinstated Notes**”) to be implemented by way of an English law scheme of arrangement under Part 26 of the Companies Act 2006 (the “**Scheme**”);
- the provision of EUR 145.0m of super senior new money in form of new super senior secured notes (the “**New Money Notes**”) by certain Noteholders which will be used to fund working capital and to refinance the Bridge Loan and the RCF (Reinstated Notes and New Money Notes collectively, the “**New Notes**”);
- the transfer of equity in the Issuer and the wider group (the “**Group**”) from the Sponsor to the Noteholders who will take control of the Group via a new Luxembourg holding structure;
- the issuance by New TopCo of a deeply subordinated EUR 15,000,000 PIK instrument to an affiliate of the Sponsor in consideration for the sale of the existing EUR 15,000,000 Shareholder Loan between the Sponsor and the Issuer and subsequent release of the existing Shareholder Loan between New TopCo and the Issuer;
- the issue of two convertible warrants by New TopCo to an affiliate of the Sponsor; and
- new security provided by the Obligors with respect to the New Money and/or amendments to the existing security and guarantees provided under the RCF and the Bridge Loan,

(collectively, the “**Restructuring**”).

NOTICE IS HEREBY GIVEN to the holders of the Notes (the “**Noteholders**”) that the Lock-Up Agreement is available online through the website <https://glas-agency.appiancloud.com/suite/sites/spa-standard-profil-automotive> set up by the Lock-Up Agent in connection with the Scheme and the Restructuring (the “**Scheme Website**”). Noteholders will need to contact the Lock-Up Agent at roadmap@glas.agency and (if applicable) provide proof of holdings to the Lock-Up Agent to receive a password to access the Scheme Website. The Lock-Up Agreement is also available for inspection at the offices of the Lock-Up Agent, at 55 Ludgate Hill, Level 1 West, London, EC4M 7JW, United Kingdom.

All Noteholders who wish to support the Restructuring but have not acceded to the Lock-Up Agreement should complete and execute an accession letter to the Lock-Up Agreement in their capacity as Noteholder and provide a Consenting Creditor Locked-Up Debt Confirmation Letter (as defined in the Lock-Up Agreement) and, if applicable, its Evidence of Beneficial Holding (as defined in the Lock-Up Agreement) to the Lock-Up Agent as soon as possible. Clause 3 (*Accessions to this Agreement*) of the Lock-Up Agreement sets out full details on the accession process.

All Noteholders acceding to the Lock-Up Agreement no later than 4:00 p.m. (UK) on 16 July 2025 (or such later date as notified) and complying with the relevant requirements set out in the Lock-Up Agreement will be entitled to an Early Bird Lock-Up Fee (as defined in the Lock-Up Agreement).

Noteholders should contact the Lock-Up Agent at roadmap@glas.agency with questions on how to accede to the Lock-Up Agreement.

This notice is given by:

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Disclaimer

This announcement has been prepared by us exclusively for information purposes. It does not constitute or include any advice or recommendation by the Issuer (or any other person) regarding the securities of the Issuer or as to the merits of any transaction or the making of any investment decision. It does not constitute or include any confirmation or commitment by the Issuer (or any other person) regarding the present or future value of the business of the Issuer, its securities, its affiliates or any of its assets.

The New Notes may be offered in a private placement only to (i) institutional “accredited investors” as defined in Rule 501(a)(1), (2), (3), (7) or (9) of Regulation D under the U.S. Securities Act of 1933 (the “**Securities Act**”), (ii) “qualified institutional buyers” as defined in Rule 144A under the Securities Act, or (iii) a person that is not a “U.S. person” as defined in Regulation S under the Securities Act, that is located and resident outside the United States; in each case in transactions that are exempt from, or are not subject to, the registration requirements under the Securities Act. Any New Notes offered outside the United States will be offered in “offshore transactions” as defined in, and in reliance on Regulation S under the Securities Act. The New Notes will not be registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold in the United States absent registration or unless pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities laws. This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy New Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which, or to any person to whom, such offer, solicitation or sale would be unlawful.

The New Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“EEA”). For these purposes, a retail investor in the EEA means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “**MiFID II**”); (ii) a customer within the meaning of Directive 2016/97/EU (as amended, the “**Insurance Distribution Directive**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Article 2 of Regulation 2017/1129/EU (as amended, the “**EU Prospectus Regulation**”). Consequently no key information document required by Regulation 1286/2014/EU (as amended, the “**EU PRIIPs Regulation**”) for offering or selling the New Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the New Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPS Regulation. The New Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom. For these purposes, a retail investor in the United Kingdom means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2(1) of MiFID II as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the “**EUWA**”); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the “**FSMA**”) and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation 600/2014/EU as it forms part of United Kingdom domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the EU Prospectus Regulation as it forms part of United Kingdom domestic law by virtue of the EUWA (as amended, the “**UK Prospectus Regulation**”). Consequently, no key information document required by Regulation 1286/2014/EU (as amended, the “**UK PRIIPs Regulation**”) for offering or selling the New Notes or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the New Notes or otherwise making them available to any retail investor in the United Kingdom may be unlawful under the UK PRIIPS Regulation. This announcement does not constitute and shall not, in any circumstances, constitute a public offering nor an invitation to the public in connection with any offer within the meaning of the EU Prospectus Regulation or the UK Prospectus Regulation. The offer and sale of the New Notes will be made pursuant to an exemption under the EU Prospectus Regulation and the UK Prospectus Regulation from the requirement to produce a prospectus for offers of securities. In the United Kingdom, this announcement is being distributed to, and is directed at, only (a) persons who have professional experience in matters relating to investments who fall within the definition of “investment professionals” in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”); (b) high net worth companies, and other persons to whom it may otherwise lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order; or (c) persons to whom an invitation or inducement to engage in an investment activity (within the meaning of Section 21 of the FSMA) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “**relevant persons**”). The investments to which this announcement relates are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such investments will be available only to or will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this announcement or any of its contents. Persons distributing this announcement must satisfy themselves that it is lawful to do so. The distribution of this announcement may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement and the Lock-Up Agreement may include forward-looking statements. All statements, other than statements of historical fact, included in this announcement the Lock-Up Agreement regarding the financial condition of our group or regarding future events or prospects are forward-looking statements. The words “aim,” “anticipate,” “believe,” “continue,” “estimate,” “expect,” “future,” “help,” “intend,” “may,” “plan,” “shall,” “should,” “will” or the negative or other variations of them as well as other statements regarding matters that are not historical fact, are or may constitute forward-looking statements. We have based these forward-looking

statements on management's current view with respect to future events and financial performance. These views reflect the best judgement of management but involve a number of risks, uncertainties and assumptions. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may differ materially from those predicted in the forward-looking statements and from past results, performance or achievements. All forward-looking statements contained in this announcement are qualified in their entirety by this cautionary statement. There is no intention to update or revise any forward-looking statements whether as a result of new information, future events or otherwise. As a result of these risks, uncertainties and assumptions, you should not place undue reliance on these forward-looking statements.