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**Standard Profil Automotive GmbH (the “Issuer”) announces the approval and effectiveness of the  
scheme of arrangement  
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, 10 September 2025 – Standard Profil Automotive GmbH (the “**Issuer**”) today announces that, in connection with the proposed restructuring of certain of its financial indebtedness, including the Notes (the “**Restructuring**”), to be implemented by way of an English law scheme of arrangement under Part 26 of the UK Companies Act 2006 (the “**Scheme**”), the sanction hearing to consider approval of the Scheme was held before the High Court of Justice of England and Wales (the “**Court**”) on 9 September 2025 (the “**Sanction Hearing**”).

On the same day, the Court issued a sanction order approving the Scheme (the “**Sanction Order**”) and the Scheme Effective Date has now occurred, such that the Scheme has become effective in accordance with the terms of the Scheme Document.

Capitalised terms used but not defined in this announcement shall have the meaning given to them in the scheme document issued and made available on the Scheme Website by the Issuer on 22 August 2025 and as approved by the Court in the Sanction Order (the “**Scheme Document**”).

**Background**

On 4 September 2025, the Issuer announced, among other things, that a single meeting (the “**Scheme Meeting**”) of the Issuer and the holders of the Notes (the “**Scheme Creditors**”) was convened and held on 4 September 2025, at which 100 per cent. of Scheme Creditors by value and number present and voting at the Scheme Meeting, either in person or by proxy, voted in favour of the Scheme. This equates to the approval of Scheme Creditors who together hold 95.4098 per cent. of all outstanding indebtedness under the Notes.

The Issuer further announced, as supplemented by its announcement on 8 September 2025, that the Sanction Hearing at which the Court would consider whether to sanction the Scheme was scheduled to take place on 9 September 2025.

**Scheme Effective Date**

On 9 September 2025 and following the Sanction Hearing, the Court approved the terms of the Scheme and issued the Sanction Order. On 10 September 2025, the Issuer delivered the Sanction Order to the Registrar of Companies for registration, which rendered the Scheme effective and binding in accordance with the terms of the Scheme Document.

**NOTICE IS HEREBY GIVEN** to Scheme Creditors and to all grantors under the Deeds of Undertaking (the “**Grantors**”), pursuant to which the Grantors have undertaken to support and comply with the terms of the

Scheme, that the Scheme Effective Date has occurred and that the implementation of the Restructuring will therefore proceed on such terms and conditions set out in the Scheme Document. The Issuer will provide further updates to Scheme Creditors and Grantors regarding the anticipated pre-funding deadline and restructuring effective date for the Restructuring in due course.

This announcement is available online via the website <https://glas-agency.appiancloud.com/suite/sites/spa-standard-profil-automotive> set up by the Information Agent in connection with the Scheme and the Restructuring (the “**Scheme Website**”). Scheme Creditors will need to contact the Information Agent at [roadmap@glas.agency](mailto:roadmap@glas.agency) and (if applicable) provide proof of holdings to the Information Agent to receive a password to access the Scheme Website.

The Grantors have been provided with this announcement directly via email.

Scheme Creditors and Grantors should direct any questions in respect of this announcement to the Information Agent at [roadmap@glas.agency](mailto:roadmap@glas.agency).

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 Securities 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 Securities 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 Securities 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 Securities, 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 Securities 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 Securities or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the New Securities or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation. The New Securities 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 Securities or otherwise making them available to retail investors in the United Kingdom has been prepared and therefore offering or selling the New Securities 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 Securities 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. 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 may include forward-looking statements. All statements, other than statements of historical fact, included in this announcement 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.