



Public share buyback offer

by

NORMA Group SE

Edisonstr. 4, 63477 Maintal, Germany

to its shareholders

for the acquisition of a total of up to **3,186,240** registered no-par value shares (*auf den Namen lautende Stückaktien*) of

NORMA Group SE (ISIN DE000A1H8BV3 / WKN A1H8BV)

in exchange for a cash payment of

EUR 16.59

per registered no-par value share of NORMA Group SE

Acceptance Period:

27 February 2026, 00:00 hours (CET), up to and including 27 March 2026, 23:59 hours (CET)

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1. General information and notices

1.1 Implementation of the share buyback offer in accordance with German law

The share buyback offer described in this offer document (the "**Offer Document**") to the shareholders of NORMA Group SE, based in Maintal (address: Edisonstr. 4, 63477 Maintal, Germany) (hereinafter referred to as "**NORMA Group**" or the "**Company**" and the shareholders of the Company individually as a "**NORMA Group Shareholder**" and collectively as the "**NORMA Group Shareholders**"), is a public tender offer by the Company to acquire up to 3,186,240 NORMA Group Shares (as defined in Section 2.1) (corresponding to 10% of all NORMA Group Shares) (the "**Offer**").

The Offer is being made exclusively under the laws of the Federal Republic of Germany. According to the administrative practice of the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*) ("**BaFin**"), offers to repurchase own shares are not subject to the provisions of the German Securities Acquisition and Takeover Act ("**WpÜG**"). Accordingly, the Offer has not been submitted to BaFin (or any other supervisory authority) for review or examination and does not comply with the requirements of the WpÜG. There are no plans to conduct the Offer as a public tender offer in accordance with the laws and jurisdictions of countries other than the Federal Republic of Germany ("**Foreign Jurisdictions**"). No announcements, registrations, approvals or authorisations of the Offer Document or the Offer have been applied for or initiated outside the Federal Republic of Germany. NORMA Group Shareholders therefore cannot claim or rely on the application of laws of Foreign Jurisdictions for the protection of investors. US-Shareholders of the Company should note the subsection "Information for US-Shareholders" in Section 1.3.

1.2 Publication of the Offer Document

The Offer Document will be published on 26 February 2026 on NORMA Group's website (<https://www.normagroup.com/global/de/investor-relations/share/share-buyback>) under the section "Investoren – Aktie – Aktienrückkauf" and uploaded to the Federal Gazette (*Bundesanzeiger*) (<http://www.bundesanzeiger.de>). No further publication or distribution of the Offer Document is planned. This English translation of the Offer Document will also be published on the Company's website (<https://www.normagroup.com/global/en/investor-relations/share/share-buyback>) under the section "Investors – Share – Share Buyback". However, only the German version of the Offer Document is legally binding.

1.3 Distribution and acceptance of the Offer outside the Federal Republic of Germany

The publication of the Offer Document by the Company is based exclusively on the laws of the Federal Republic of Germany. Publication under any other jurisdiction has not been made, is not intended, nor will it be permitted by the Company. Any such unauthorised publication, dispatch, distribution or dissemination of the Offer Document may be subject to the provisions (in

particular restrictions) of Foreign Jurisdictions. This also applies to any summary or other description of the terms and conditions contained in the Offer Document.

Insofar as a custodian securities service provider (*depotführendes Wertpapierdienstleistungsunternehmen*) based in Germany or a German branch of a custodian securities service provider ("**Custodian Bank**") has information and forwarding obligations towards its customers in connection with the Offer based on the legal provisions applicable to the respective custody account relationship, the Custodian Bank is required to comply with the above restrictions and to examine any effects of Foreign Jurisdictions on these obligations on its own responsibility. The sending of the Offer Document, a summary or other description of the provisions of the Offer Document or other information documents relating to the Offer to shareholders outside Germany by Custodian Banks or third parties is not carried out on behalf of, at the request of or under the responsibility of the Company.

Beyond the aforementioned restrictions, the Offer may in principle be accepted by all domestic and foreign shareholders in accordance with this Offer Document. The Company points out that acceptance of this Offer outside the Federal Republic of Germany may be subject to legal restrictions. Shareholders who wish to accept the Offer outside the Federal Republic of Germany and/or are subject to jurisdictions other than those of the Federal Republic of Germany are advised to inform themselves about the applicable legal provisions and restrictions and to observe them. The Company does not guarantee that acceptance of this Offer is permissible outside the Federal Republic of Germany. Furthermore, the Company cannot accept any responsibility for the disregard of legal provisions or the restrictions of this Offer by third parties. In addition, the Company points out that declarations of acceptance that directly or indirectly constitute a violation of the above restrictions, will not be accepted.

Subject to the above, this Offer may be accepted by all NORMA Group Shareholders.

Information for US-Shareholders

*The Offer relates to securities in a non-US company which is incorporated in Germany and has its registered seat in Germany. The Offer is subject to the disclosure requirements, rules and practices applicable to companies listed in Germany, which differ from those in the United States in certain material respects. Accordingly, this Offer Document has been prepared in accordance with German style and practice for the purpose of complying with German law. This applies in particular with respect to withdrawal rights, offer timetable, settlement procedures and timing of payments, which differ from those that may normally be applied in the United States. NORMA Group Shareholders who are located in the United States or are citizens of the United States ("**US-Shareholders**") should therefore read this entire Offer Document. The financial information relating to the Company, which is available for review on the Company's website, has not been prepared in accordance with generally accepted accounting principles in the United States and thus may not be comparable to financial information relating to US companies.*

*US-Shareholders should note that the NORMA Group Shares (as defined in Section 2.1) are not listed on a US securities exchange and the Company is not subject to the periodic reporting requirements of the US Securities Exchange Act of 1934, as amended (the "**US Exchange***

Act"), and is not required to, and does not, file any reports with the US Securities and Exchange Commission thereunder.

The Offer is not subject to the disclosure and other procedural requirements of Rule 13e-4 or Regulation 14D under the US Exchange Act. The Offer will be made in the United States in accordance with Regulation 14E under the US Exchange Act to the extent applicable. Certain provisions of Regulation 14E under the US Exchange Act are not applicable to the Offer by virtue of Rule 14d-1(d) under the US Exchange Act for a Tier II offer. The Company intends to rely on the Tier II exemption from Rule 14e-1(c) on prompt payment where the Company will follow German law and practice.

To the extent permitted by applicable law and in accordance with normal German practice, the Company, its nominees, its brokers (acting as agents), the Central Settlement Agent (as defined in Section 3) and any of their respective affiliates may make certain purchases of, or arrangements to purchase, NORMA Group Shares (as defined in Section 2.1) outside the United States during the period in which the Tender Offer remains open for acceptance. These purchases, or other arrangements, may occur either in the open market at prevailing prices or in private transactions at negotiated prices. In order to be excepted from the requirements of Rule 14e-5 under the US Exchange Act by virtue of Rule 14e-5(b)(12), such purchases, or arrangements to purchase, must comply with applicable German law and regulation and the relevant provisions of the US Exchange Act. Any information about such purchases will be disclosed as required in Germany and the United States and will also be published in a non-binding English translation on the Company's website at <https://www.norma-group.com/global/en/investor-relations/share/share-buyback> under the section "Investors – Share – Share Buyback".

It may be difficult for US-Shareholders to enforce their rights and any claims they may have arising under the US federal securities laws in connections with the Offer, since the Company is located in a country other than the United States, and some or all of its officers and directors may be residents of countries other than the United States. US-Shareholders in the Company may not be able to sue the Company or its officers or directors in a non-US court for violation of US securities laws.

The receipt of cash pursuant to the Tender Offer by a shareholder who is a US person may be a taxable transaction for US federal income tax purposes and under applicable US state and local, as well as foreign and other, tax laws. Each such shareholder should consult and seek individual advice from an appropriate professional adviser.

While the Offer is being made available to shareholders in the United States, the right to tender NORMA Group Shares is not being made available in any jurisdiction in the United States in which the making of the Offer or the right to tender such NORMA Group Shares would not be in compliance with the laws of such jurisdiction.

Neither the US Securities and Exchange Commission nor any US state securities commission has approved or disapproved the Offer, or passed any comment upon the adequacy or completeness of this Offer Document. Any representation to the contrary is a criminal offence in the United States.

1.4 Publication of the decision to make the buyback offer

NORMA Group announced its decision to submit the Offer on 25 February 2026 in an ad hoc announcement pursuant to Art. 17 of Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse. The ad hoc announcement is available under the section "Investors – Publications and Events – Financial Releases" on the Company's website at <https://www.normagroup.com/global/en/investor-relations/publications-and-events/financial-releases>.

1.5 Status of the information contained in this Offer Document

Unless expressly stated otherwise, all information, opinions and intentions contained in this Offer Document, as well as forward-looking statements (collectively referred to as "**Information**"), are based on the data currently available, plans and certain assumptions made by the Company at the time of publication of this Offer Document, which may change in the future. In the event of a change in the data, plans and assumptions on which this document is based, NORMA Group is under no obligation to update this Offer Document. Legal disclosure requirements under the Securities Trading Act (*Wertpapierhandelsgesetz, WpHG*) and the Market Abuse Regulation (*Marktmissbrauchsverordnung, MAR*) remain unaffected.

2. Share buyback offer

2.1 Subject matter of the Offer

NORMA Group hereby offers all shareholders the opportunity to sell their registered no-par value shares in the Company with a proportionate amount of the share capital of EUR 1.00 each (ISIN DE000A1H8BV3 / WKN A1H8BV) and including all associated ancillary rights, in particular the right to possible dividends, (collectively the "**NORMA Group Shares**" and individually a "**NORMA Group Share**") at a purchase price of

EUR 16.59 per NORMA Group Share

("Offer Price") in accordance with this Offer Document.

The Offer relates to up to 3,186,240 NORMA Group Shares with a notional amount of the share capital of up to EUR 3,186,240 in total. This corresponds to up to approximately 10% of the Company's current share capital. If more than the maximum number of NORMA Group Shares are tendered for repurchase within the scope of this Offer ("**Oversubscription**"), the declarations of acceptance will generally be considered proportionally in accordance with Section 3.5.

2.2 Acceptance Period

The period for acceptance of the Offer begins at 00:00 hours (CET) on 27 February 2026 and ends at 23:59 hours (CET) on 27 March 2026 ("**Acceptance Period**").

The provisions of the WpÜG do not apply to this Offer, and therefore neither do its provisions regarding a possible extension of the Acceptance Period. However, the Company reserves the right to extend the Acceptance Period. Should it decide to do so, it will announce this before

the expiry of the Acceptance Period in the Federal Gazette (*Bundesanzeiger*) (<https://www.bundesanzeiger.de>) and on the Company's website (<https://www.norma-group.com/global/en/investor-relations/share/share-buyback>) under the section "Investors – Shares – Share Buyback". In the event of an extension of the Acceptance Period, the deadlines for the settlement of the Offer specified in this Offer Document shall be postponed accordingly.

2.3 Conditions

The execution of this Offer and the purchase and transfer agreements resulting from its acceptance are not subject to any conditions. No official approvals or authorisations are required.

3. Execution of the Offer

The Company has appointed Joh. Berenberg, Gossler & Co. KG, Hamburg, as the central settlement agent responsible for the technical processing of the Offer ("**Central Settlement Agent**").

3.1 Declaration of acceptance and transfer

NORMA Group Shareholders can only accept the Offer within the Acceptance Period by submitting a written (*schriftlich*) declaration to their Custodian Bank. The declaration must state the number of NORMA Group Shares for which the respective NORMA Group Shareholder is accepting this Offer.

In addition, the respective Custodian Bank must be instructed to transfer the NORMA Group Shares held in the respective shareholders' securities accounts for which the Offer is to be accepted to ISIN DE000A41YDJ4 / WKN A41YDJ ("**Interim Class**") at Clearstream Europe AG, Frankfurt am Main ("**Clearstream**").

The declaration of acceptance shall only become effective if the NORMA Group Shares for which acceptance has been declared have been transferred to the Interim Class within the specified period. The transfer shall be initiated by the respective Custodian Bank upon receipt of the declaration of acceptance. The transfer of the NORMA Group Shares to the Interim Class shall be deemed to have been made in due time if the transfer is effected by 6:00 p.m. (CEST) on the second Banking Day (inclusive) after the expiry of the Acceptance Period, i.e., subject to an extension of the Offer, by 31 March 2026, 6 p.m. (CEST).

Declarations of acceptance that are not received by the respective Custodian Bank within the Acceptance Period or that are incorrectly or incompletely filled out are not considered acceptance of the Offer and do not entitle the respective NORMA Group Shareholder to receive the Offer Price.

3.2 Further declarations by accepting NORMA Group Shareholders

The Company accepts no liability whatsoever for the actions and omissions of Custodian Banks in connection with the acceptance of the Offer by shareholders. In particular, the Company accepts no liability if a Custodian Bank fails to inform the Central Settlement Agent

properly and in a timely manner of a shareholder's acceptance of the Offer or to transfer the tendered NORMA Group Shares properly and in a timely manner to the Interim Class.

By declaring acceptance of the Offer

- (a) each accepting NORMA Group Shareholder instructs their Custodian Bank (i) to transfer the NORMA Group Shares held in the respective shareholders' custody accounts for which the Offer is to be accepted to the Interim Class ISIN DE000A41YDJ4 / WKN A41YDJ at Clearstream; and (ii) to instruct and authorise Clearstream, taking into account the potential proportional allocation in the event of Oversubscription of the Offer (see Section 3.5), to make the NORMA Group Shares for which acceptance has been declared effective available to the Central Settlement Agent at its securities account with Clearstream for transfer to the Company immediately after the expiry of the Acceptance Period;
- (b) each accepting NORMA Group Shareholder instructs and authorises the Central Settlement Agent and its respective Custodian Bank (in each case exempting them from the prohibition on self-dealing pursuant to Section 181 of the German Civil Code (*Bürgerliches Gesetzbuch*)) to take all actions necessary or expedient for the settlement of this Offer in accordance with this Offer Document and to issue and accept declarations, in particular to effect the transfer of ownership of the NORMA Group Shares submitted for repurchase to the Company;
- (c) instructs each accepting NORMA Group Shareholder to instruct and authorise their Custodian Bank to provide the Company, either directly via the Central Settlement Agent or indirectly via the Custodian Bank, with the information necessary for the announcement of the results of this Offer, in particular the number of NORMA Group Shares booked in the Custodian Bank's custody account at Clearstream in the Interim Class on each trading day;
- (d) each accepting NORMA Group Shareholder instructs and authorises their respective Custodian Bank to transfer the NORMA Group Shares for which acceptance has been declared, including all associated rights, to the Company in exchange for payment of the Offer Price to the respective Custodian Bank's account with Clearstream in accordance with the provisions of this Offer. Provided that the declarations of acceptance are taken into account proportionally, the declaration of transfer shall apply to the extent of the allocation in accordance with the allocation procedure described in Section 3.5;
- (e) each accepting NORMA Group Shareholder declares (i) that they accept the Company's Offer to conclude a purchase agreement for the NORMA Group Shares specified in the declaration of acceptance in accordance with the provisions of this Offer Document and (ii) that they agree to the transfer of ownership of the corresponding NORMA Group Shares to the Company in exchange for payment of the Offer Price; and
- (f) each accepting NORMA Group Shareholder warrants by way of an independent, no-fault guarantee (*eigenständiges verschuldensunabhängiges Garantieverprechen*) that the NORMA Group Shares submitted for repurchase are solely owned by them at

the time of transfer, are not subject to any restrictions on disposal and are free from any third-party rights and claims.

The instructions, orders, powers of attorney, declarations and assurances listed in paragraphs (a) to (f) above are irrevocably issued or submitted upon declaration of acceptance.

3.3 Legal consequences of acceptance of the Offer

Upon acceptance of this Offer, a contract for the sale and transfer of the NORMA Group Shares tendered for repurchase, including all rights and obligations associated with these shares, shall be concluded between the respective accepting NORMA Group Shareholder and the Company, subject to only partial (proportional) consideration of declarations of acceptance (see Section 3.5) – a contract for the sale and transfer of the NORMA Group Shares submitted for repurchase, including all rights associated with them (in particular all potential dividend claims), in accordance with this Offer Document.

Furthermore, by accepting this Offer, NORMA Group Shareholders irrevocably declare the instructions, orders and powers of attorney described in Section 3.2 and make the declarations and assurances specified therein. NORMA Group Shareholders who transfer their NORMA Group Shares to the Company as part of this Offer will no longer receive any dividends for these NORMA Group Shares.

3.4 Settlement of the Offer and payment of the purchase price

The purchase price shall be paid – if applicable, in accordance with the proportional consideration of declarations of acceptance pursuant to Section 3.5 – concurrently with the transfer of the NORMA Group Shares tendered for repurchase to the securities account of the Central Settlement Agent at Clearstream for transfer to the Company.

If not all tendered NORMA Group Shares are repurchased and declarations of acceptance are considered on a pro rata basis, the Central Settlement Agent will instruct Clearstream to transfer the remaining NORMA Group Shares back to the original ISIN (see Section 3.5).

The purchase price is expected to be available in the account of the respective Custodian Bank at Clearstream by 9 April 2026. The respective Custodian Bank is instructed to credit the Offer Price to the account specified in the written declaration of acceptance of the respective NORMA Group Shareholder. In the event of proportional consideration of declarations of acceptance, the payment of the purchase price, which must also be made immediately, may be delayed by a few days for technical reasons.

Once the purchase price owed has been credited to the account of the respective Custodian Bank at Clearstream, the Company's obligation to pay the purchase price shall be deemed to have been fulfilled.

3.5 Allocation in the event of Oversubscription of the Offer

If more than 3,186,240 NORMA Group Shares are tendered for repurchase under this Offer (Oversubscription), the declarations of acceptance will be allocated proportionally, i.e. in proportion to the number of NORMA Group Shares to be acquired under this Offer, i.e. 3,186,240

NORMA Group Shares, to the total number of NORMA Group Shares tendered for repurchase by NORMA Group Shareholders.

In this case, the Company will acquire the proportional number of NORMA Group Shares tendered by each NORMA Group Shareholder. The proportional number is calculated as follows:

$$\text{Proportional number} = \frac{A}{B} \times C$$

"A" corresponds to the maximum number of NORMA Group Shares to be acquired under this Offer, i.e. 3,186,240 NORMA Group Shares;

"B" corresponds to the total number of all NORMA Group Shares tendered to the Company by NORMA Group Shareholders in accordance with the terms and conditions of this Offer;

"C" corresponds to the number of NORMA Group Shares tendered by the respective NORMA Group Shareholder in accordance with the terms and conditions of this Offer.

The result of this calculation will be rounded down to the nearest whole number; fractions will be disregarded.

The surplus NORMA Group Shares tendered for repurchase but not repurchased will be transferred back to the original ISIN DE000A1H8BV3 / WKN A1H8BV by Clearstream after this proportional allocation has been carried out. The transfer back will take place between the fifth and eighth Banking Day after the end of the Acceptance Period.

3.6 Right of withdrawal

Shareholders who have accepted this Offer have no contractual right of withdrawal from the contracts concluded by accepting this buyback Offer. The provisions of the WpÜG do not apply to this Offer and therefore neither do its provisions on rights of withdrawal.

3.7 Costs of acceptance

All costs associated with the acceptance of the buyback Offer and the transfer of NORMA Group Shares, in particular the costs, expenses and fees charged by the Custodian Banks, shall be borne by the NORMA Group Shareholders themselves.

3.8 No stock exchange trading in tendered NORMA Group Shares

NORMA Group has not applied for admission of the tendered NORMA Group Shares to trading on a stock exchange or otherwise enabled trading in the tendered NORMA Group Shares, and will not do so. Consequently, NORMA Group Shareholders cannot sell their NORMA Group Shares submitted for repurchase in ISIN DE000A41YDJ4 / WKN A41YDJ on the stock exchange, regardless of whether the NORMA Group Shares are sold to the Company on the basis of this Offer or returned due to possible Oversubscription.

Trading in NORMA Group Shares booked under ISIN DE000A1H8BV3 / WKN A1H8BV remains unaffected.

4. Legal basis of the Offer

4.1 Capital structure of the Company

The Company's share capital currently amounts to EUR 31,862,400 and is divided into 31,862,400 no-par value registered ordinary shares (*Stückaktien*) with a proportionate amount of the share capital of EUR 1.00 per no-par value share. The shares are admitted to trading on the regulated market of the Frankfurt Stock Exchange (Prime Standard) and are traded there.

4.2 Authorisation to repurchase the Company's shares

The Company's Annual General Meeting on 13 May 2025 authorised the Company's Management Board under item 12 of the agenda to repurchase NORMA Group Shares as follows (the "**Authorisation**"):

"[...]

b) The Company is authorised to acquire shares of the Company up to and including 12 May 2030 for any permissible purpose up to a total of 10% of the share capital of NORMA Group SE at the time of the adoption of the resolution or – if this value is lower – at the time at which the authorisation is exercised. However, the shares acquired on the basis of this authorisation, combined with other shares in the Company which the Company has already acquired and still possesses or which are attributable to it pursuant to sections 71a et seq. German Stock Corporation Act, may not at any time be attributable to more than 10% of the respective share capital. The authorisation may not be used for the purpose of trading in own shares.

c) The authorisation may be exercised by NORMA Group SE in whole or in partial amounts, once or repeatedly, in pursuit of one or more purposes, but also be carried out by companies that are dependent on NORMA Group SE or in which NORMA Group SE holds a majority of the shares, or on its or their account

d) In each individual case, the acquisition will be performed, at the Management Board's option (i) over the stock exchange or (ii) by way of a public purchase offer. Offers pursuant to (ii) above may also be made by way of a call to submit offers.

[...]

- If the acquisition is made via a public purchase offer, the offered purchase price or the limits of the purchase price range (without ancillary acquisition costs) may not exceed the mean value of the closing prices for Company shares in the Xetra trading system (or in a comparable successor system) on the last three trading days of the Frankfurt Stock Exchange prior to the day of the Management Board's resolution on the offer by more than 10% and not fall below it by more than 10%. Should, after the publication of a purchase offer, the relevant price deviate to a not insignificant extent from the offered purchase price or from the limits of the purchase price range, the offer may be adjusted. In this case, the offered purchase price or the limits of the offered purchase price range per share (without ancillary acquisition costs) may not exceed the closing price for

Company shares in the Xetra trading system (or in a comparable successor system) on the last trading day of the Frankfurt Stock Exchange prior to the Management Board's decision on the adjustment by more than 10% and not fall below it by more than 10%.

[...]

The Management Board will determine the details of the structuring of the respective acquisition. Should the number of shares offered for sale exceed the total volume the Company intends to acquire, the shareholders' right to sell shares may be excluded to the extent to which the acquisition is performed according to the proportion of the offered shares per shareholder. Moreover, offers for low numbers of shares (up to 100 shares per shareholder) may be given preferential treatment, and the number of shares may be rounded according to commercial principles in order to avoid fractional shares. Any right of the shareholders to sell their shares beyond that is excluded to this extent.

[...]"

The unabridged text of the Authorisation, together with a report by the management board, was published in the Federal Gazette (*Bundesanzeiger*) on 1 April 2025 with the invitation to the 2025 Annual General Meeting (*ordentliche Hauptversammlung*) and can be viewed on the Company's website (<https://www.normagroup.com/global/en/investor-relations/agm/annual-general-meeting>) under the heading "Information on the 2025 Annual General Meeting".

4.3 Resolution of the management board to submit the Offer

On the basis of the Authorisation, the management board resolved on 25 February 2026 to repurchase up to 3,186,240 NORMA Group Shares by way of a public tender offer. The decision to submit this Offer has been published in the manner described in Section 1.2.

5. Treasury shares

NORMA Group currently holds no treasury shares.

If the Offer described in this Offer Document is fully accepted and completed, NORMA Group would hold a total of 3,186,240 treasury shares, which would correspond to 10% of the Company's current share capital.

6. Rights of the Company in relation to the acquired NORMA Group Shares

NORMA Group will not be entitled to any rights from NORMA Group Shares acquired as part of this Offer; in particular, the Company will not be entitled to any voting or dividend rights from them. The membership influence of NORMA Group Shareholders who do not accept this Offer will therefore increase proportionally: since the voting rights attached to treasury shares cannot be exercised, each shareholder's stake will carry greater weight in relative terms. The treasury shares held by the Company would also not be taken into account in the allocation of retained earnings for the possible payment of a dividend.

7. **Financing of the acquisition and intended use of the acquired NORMA Group Shares**

The Company has the necessary funds available to fully fulfil the Offer at the time the claim to the Offer Price becomes due.

All purposes permitted under the Authorisation granted by the Annual General Meeting on 13 May 2025 may be considered for the use of the repurchased shares. The shares may also be cancelled.

8. **Information on the Offer Price**

The Offer Price of EUR 16.59 for one no-par value registered share of the Company takes into account the requirements of the Authorisation for determining the purchase price. According to this, the purchase price per NORMA Group Share (excluding incidental acquisition costs) may not exceed the average closing price of a NORMA Group Share in Xetra trading (or a functionally comparable successor system replacing the Xetra system) on the last three trading days prior to the cut-off date by no more than 10% and by no less than 10%. The cut-off date is the date of the management board's final decision on the Offer to all shareholders.

The period relevant for determining the consideration therefore comprises the trading days from Friday, 20 February 2026 to Tuesday, 24 February 2026 (the "**Reference Period**"). The average closing price of the NORMA Group Share in Xetra trading for the Reference Period was EUR 15.09.

The Offer Price of EUR 16.59 is thus 9.94% above the average closing price in Xetra trading for the Reference Period.

For clarification, the Company points out that the Offer Price is not subject to judicial review at the request of a shareholder.

An adjustment of the Offer Price is possible under certain conditions in accordance with the Authorisation, see Section 4.2.

9. **Impacts of the Offer**

NORMA Group Shares admitted to trading on the Frankfurt Stock Exchange will remain tradable on the stock exchange under ISIN DE000A1H8BV3 throughout the Acceptance Period and after completion of the Offer.

It is uncertain how the price of NORMA Group Shares will develop during or after the Acceptance Period. It cannot be ruled out that, after the Offer has been implemented and depending on the acceptance rate, the supply and demand for NORMA Group Shares will be lower than today, thereby reducing the trading liquidity of NORMA Group Shares.

A possible reduction in trading liquidity may also lead to higher price fluctuations compared to the past.

10. **Tax law notice**

Acceptance of the Offer in accordance with this Offer Document will result in the sale of NORMA Group Shares by the NORMA Group Shareholders accepting the Offer. NORMA Group recommends that NORMA Group Shareholders seek tax advice on the tax consequences of accepting this Offer, taking into account their personal circumstances, before accepting this Offer.

11. **Publications**

Additions or amendments to the Offer will be published in the same way as the Offer Document (see Section 1.2). The other publications and further announcements by the Company in connection with the Offer will only be made on the Internet at <https://www.norma-group.com/global/en/investor-relations/share/share-buyback> under the section "Investors – Share – Share Buyback", unless there are further legal publication requirements.

The Company will publish the final result of the buyback offer at <https://www.norma-group.com/global/en/investor-relations/share/share-buyback> under the section "Investors – Share – Share Buyback" and in the Federal Gazette (*Bundesanzeiger*) (<https://www.bundesanzeiger.de>), expected on the second Banking Day after the expiry of the Acceptance Period. In the event of proportional consideration of declarations of acceptance (see Section 3.5), the Company will also publish the corresponding allocation ratio.

12. **Governing law and place of jurisdiction**

The Offer and the share purchase and transfer agreements resulting from the acceptance of this Offer are governed exclusively by the laws of the Federal Republic of Germany.

If a NORMA Group Shareholder is a businessperson (*Kaufmann*), a legal entity under public law or a special fund under public law, Frankfurt am Main, Germany, shall be agreed as the exclusive place of jurisdiction (*ausschließlicher Gerichtsstand*) for all claims arising from or in connection with this Offer and the share purchase and transfer agreements resulting from the acceptance of this Offer. To the extent permissible, the same shall apply to persons who do not have a general place of jurisdiction in the Federal Republic of Germany, or persons who, after conclusion of the share purchase and transfer agreements resulting from the acceptance of this Offer, have moved their place of residence or habitual abode outside the Federal Republic of Germany, or whose place of residence or habitual abode is unknown at the time of filing a lawsuit.

13. **Miscellaneous**

References to a "Banking Day" refer to a day on which the banks in Frankfurt am Main, Germany, are open for general business and the Trans-European Automated Real-time Gross Settlement Express Transfer system (TARGET) or a comparable system is operational.

Maintal, 26 February 2026

NORMA Group SE

- The management board -