

NORMA Group SE

Questions and answers about the share buyback

Serial no.	Topic	Answer
1.	<p>Determination of the purchase price</p> <p>Keywords:</p> <ul style="list-style-type: none"> <li>- Amount of the purchase price</li> <li>- Determination of the purchase price</li> <li>- Relevant trading days</li> </ul>	<p>NORMA Group SE's share buyback offer was made on the basis of the authorisation granted by the company's Annual General Meeting on 13 May 2025. The authorisation stipulates that the purchase price offered may not exceed the average closing price of the company's shares in Xetra trading on the last three trading days on the Frankfurt Stock Exchange prior to the date of the Management Board's resolution on the offer by more than 10% and may not fall below it by more than 10%.</p> <p>The average closing price on the relevant trading days of February 20, 2026, February 23, 2026, and February 24, 2026, is EUR 15.09. In consultation with the commissioned investment bank Berenberg, the Management Board has granted a premium of EUR 1.50 on this average value, resulting in an offer price of EUR 16.59 as published in the offer document. This corresponds to a premium of 9.94%.</p>
2.	<p>Acceptance period for the share buyback</p> <p>Keywords:</p> <ul style="list-style-type: none"> <li>- Acceptance period</li> <li>- US shareholders</li> <li>- Duration of the acceptance period</li> </ul>	<p>The buyback offer is also directed at shareholders of the company who are located in the US or are citizens of the United States. For this reason, US legal requirements must also be taken into account for the buyback offer. Among other things, these requirements stipulate that an acceptance period of at least 20 US business days must be provided, which results in the minimum period for the offer. Neither the authorisation of the Annual General Meeting nor any other applicable law provides for further requirements regarding the acceptance period. Against this</p>

		background, the Management Board has decided that the period will end on 27 March 2026.
<b>3.</b>	<p>No preferential acceptance of up to 100 shares</p> <p>Keywords:</p> <ul style="list-style-type: none"> <li>- Authorisation by the Annual General Meeting</li> <li>- Block repurchase of 100 shares</li> <li>- Small shareholder privilege</li> <li>- Full acceptance for small shareholders</li> </ul>	<p>The authorisation granted by the Annual General Meeting on 13 May 2025 provides for the possibility of preferential acceptance of small numbers of shares (up to 100 shares per shareholder).</p> <p>But in order to reduce the complexity of the transaction, the company's Management Board, after consultation with the commissioned investment bank Berenberg, did not make use of this part of the authorisation for the share buyback pursuant to Section 71 para. 1 No. 8 AktG.</p>
<b>4.</b>	<p>Consequences of oversubscription</p> <p>Keywords:</p> <ul style="list-style-type: none"> <li>- Oversubscription</li> <li>- Allocation</li> <li>- Allocation ratio</li> </ul>	<p>The company's share buyback offer relates to up to 3,186,240 shares in NORMA Group SE. If more than the maximum number of shares are tendered for repurchase within the scope of the offer (an oversubscription), the declarations of acceptance will be considered proportionally in accordance with section 3.5.</p>

<p><b>5.</b></p>	<p>Adjustment of the offer price</p>	<p>The Management Board has determined the offer price in accordance with the provisions of the authorisation granted by the Annual General Meeting; see section 2.1 of the offer document.</p>
	<p>Keywords:</p> <ul style="list-style-type: none"> <li>- Price adjustment</li> <li>- Amendment to the offer document</li> <li>- Price fluctuations</li> <li>- Adjustment of the purchase price by the Management Board</li> </ul>	<p>The authorisation granted by the Annual General Meeting on 13 May 2025 provides for the possibility for the Management Board to adjust the offer price if, after the publication of the purchase offer, there are significant deviations of the relevant share price from the offer price or from the limits of the purchase price range. In the event of an adjustment to the offer price, the authorisation also stipulates that the adjusted offer price or the limits of the purchase price range offered may not exceed the closing price for shares in the company in Xetra trading on the last trading day on the Frankfurt Stock Exchange prior to the Management Board's decision on the adjustment by more than 10% and may not fall below it by more than 10%.</p> <p>A reduction of the offer price during the current acceptance period within the scope of this share buyback is currently not intended by the Management Board.</p>
<p><b>6.</b></p>	<p>Offer price amount</p>	<p>The current public share buyback offer is part of a combination of two intended measures to give NORMA Group shareholders a financial stake in the successful sale of the water business.</p>
	<p>Keywords:</p> <ul style="list-style-type: none"> <li>- Offer price</li> <li>- Participation of existing shareholders</li> </ul>	<p>The current offer is structured in such a way that all shareholders can participate equally. Shareholders who decide to tender their shares under the current offer will receive a premium of 9.94% on the relevant average closing price in Xetra trading when their shares are repurchased. With regard to the pricing of the offer, the Management Board is bound by the</p>

	<p>guidelines set out in the authorisation granted by the Annual General Meeting on 13 May 2025.</p> <p>The Management Board is convinced that the focus as an industrial powerhouse for connection technology and the other intended measures will have a lasting positive effect on the development of the company, which should also be reflected in the valuation of the company on the capital market.</p>
<p><b>7.</b> Declaration of acceptance and transfer</p> <p>Keywords:</p> <ul style="list-style-type: none"> <li>- Interim class</li> <li>- ISIN DE000A41YDJ4</li> <li>- WKN A41YDJ</li> <li>- Declaration of acceptance</li> </ul>	<p>Shareholders can accept the offer within the acceptance period by submitting a written declaration to their Custodian Bank. Please consult with your Custodian Bank regarding the details of the declaration of acceptance.</p> <p>To accept the offer, shareholders instruct their Custodian Bank to transfer the NORMA Group Shares in their securities accounts for which the offer is to be accepted to ISIN DE000A41YDJ4 / WKN A41YDJ (“Interim Class”) at Clearstream Europe AG, Frankfurt am Main. The NORMA Group Shares submitted for repurchase in the Interim Class are not tradable; the ISIN/WKN is used to process the public share buyback offer.</p> <p>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).</p>

For further details on the declaration of acceptance and transfer, please refer to section 3.1 of the offer document.