



AD HOC ANNOUNCEMENT
pursuant to Article 53 of the Listing Rules

Aigle, 1 May 2026

SIX Exchange Regulation grants temporary exemptions from certain disclosure and publicity obligations in connection with the intended delisting of Zwahlen et Mayr S.A.

Zwahlen et Mayr S.A. ("ZM", SIX Swiss Exchange ("SIX") ticker symbol "ZWM"), pursuant to Article 53 of the SIX listing rules, announces today that in connection with the intended delisting of and upon ZM's request SIX Exchange Regulation AG ("SER") has approved and granted ZM extension for the temporary exemption from certain disclosure and publicity obligations in accordance with article 7 of the SIX listing rules.

These exemptions will take effect upon the publication of this ad hoc announcement.

Sections I – III of the decision of SER read as follows:

I. Zwahlen et Mayr S.A. (Issuer) is exempted from the following disclosure and publicity obligations until the expiry of the best price rule period pursuant to Art. 10 Ciph. 1 of the Ordinance of the Takeover Board on Public Takeover Offers dated 21 August 2008 (Takeover Ordinance, TOO) up to and including 18 May 2026:

- a. Publication of the 2025 annual report (Art. 49 et seqq. LR in connection with Art. 10 et seqq. Directive on Financial Reporting [DFR] and Annex 1 Ciph. 2.01 Directive Regular Reporting Obligations [DRRO]);
- b. Maintenance of the corporate calendar (Art. 52 LR);
- c. Publication of ad hoc announcements (Art. 53 LR in connection with the Directive on Ad hoc Publicity [DAH]), with exception to publish the ad hoc announcement of the date of delisting of the Issuer's bearer shares;
- d. Fulfilment of the following regular reporting obligations (Art. 55 LR in connection with Annex 1 DRRO):
 - Ciph. 1.04 (change of external auditors);
 - Ciph. 1.05 (change of balance sheet date);
 - Ciph. 1.07 (4) (change to the following weblink: corporate calendar);
 - Ciph. 1.07 (5) (change to the following weblink: directory of financial statements annual and semi-annual reports);

- Ciph. 2.01 (submission of financial statements);
 - Ciph. 3.03 (invitation to GMS);
 - Ciph. 3.05 (resolution on opting out/opting up);
 - Ciph. 5.01 (creation/cancellation of the conditional capital, of reserve capital according to Art. 12 Banking Act and convertible capital according to Art. 13 Banking Act or introduction/change/withdrawal of the capital band);
 - Ciph. 5.02 (reporting of conditional capital).
- e. Disclosure of management transactions (Art. 56 LR).

II. The exemptions granted in para. I will become effective upon publication of an ad hoc announcement. The ad hoc announcement has to be published no later than 4 May 2026 at 7.30 am in accordance with para. VI.

III. After the expiration of the best price rule period on 18 May 2026, the Issuer is exempted from the disclosure and publicity obligations pursuant to para. I until 14 September 2026, provided that none of the following events has occurred by 18 May 2026 or occurs by 14 September 2026:

- a. Intervention of one or more minority shareholders in the proceedings for the cancellation of the bearer shares of the Issuer in accordance with Art. 137 of the Federal Act on Financial Market Infrastructures and Market Conduct in Securities and Derivatives Trading of 19 June 2015 (Financial Market Infrastructure Act, FMIA) filed with the competent court;
- b. Withdrawal of the Cancellation Claim of the bearer shares of the Issuer filed with the competent court by the claimant or its legal successor;
- c. Dismissal of the Cancellation Claim of the bearer shares of the Issuer by the competent court;
- d. Appeal against the decision of the competent court in relation to the Cancellation Claim of the bearer shares of the Issuer.

Should one of the above listed events (lit. a - lit. d) (Lifting Events) occur *before the expiration* of the best price rule period, all exemptions granted in para. I will automatically and immediately be lifted after the expiration of the best price rule period, i.e. 19 May 2026.

Should one of the above listed events (lit. a - lit. d) occur *after the expiration* of the best price rule period, i.e. until 14 September 2026, all exemptions granted in para. I will automatically and immediately be lifted.

Should the exemptions granted in para. I be lifted, then the Issuer shall publish the 2025 annual report within eight weeks of the date on which the obligations in para. I are resumed and file with SER.