

## **Provisional Notice of the Interim Result of the Public Tender Offer**

of

### **Tyco Electronics (Switzerland) Holding II LLC, Schaffhausen, Switzerland**

for all publicly held registered shares with a nominal value of CHF 32.50 each

of

### **Schaffner Holding Ltd., Luterbach, Switzerland**

#### **1 Public Tender Offer**

On 28 September 2023, Tyco Electronics (Switzerland) Holding II LLC ("**Offeror**" or "**TE**") published the offer prospectus ("**Offer Prospectus**") for its public tender offer pursuant to Art. 125 et seqq. FMIA ("**Offer**") for all publicly held registered shares of Schaffner Holding Ltd. ("**Schaffner**") with a nominal value of CHF 32.50 each ("**Schaffner Shares**", each a "**Schaffner Share**").

The Offer Price for each Schaffner Share amounts to CHF 505 net in cash, reduced by the gross amount of any dilutive effects in respect of the Schaffner Shares prior to the Settlement of the Offer (as specified in the Offer Prospectus).

Pursuant to Section A2 (*Object of the Offer*) of the Offer Prospectus, the Offer extends to a total of 630'813 Schaffner Shares.

Capitalized Terms not defined in this notice shall have the meaning ascribed to them in the Offer Prospectus.

#### **2 Provisional Interim Result**

As of the end of the Offer Period on 10 November 2023, 4:00 pm CET, and based on preliminary figures, the total participation of the Offeror and the persons acting in concert with the Offeror is 566'314 Schaffner Shares, corresponding to 89.1% of the issued share capital and voting rights of Schaffner (*participation rate*).

561'187 Schaffner Shares were tendered into the Offer until the end of the Offer Period, corresponding to 89.0% of all Schaffner Shares to which the Offer extends as of the end of the Offer Period (*success rate*).

The following overview summarizes the provisional interim result:

	Number of Schaffner Shares	Share Capital / Voting rights (participation rate)	Success rate
Schaffner Shares tendered into the Offer	561'187	88.3%	89.0%
Schaffner Shares held by the Offeror and the persons acting in concert with the Offeror at the end of the Offer Period*	5'127	0.8%	
<b>Provisional interim result</b>	<b>566'314</b>	<b>89.1%</b>	

\* Consisting entirely of treasury shares held by Schaffner and its Subsidiaries. The Offeror and the persons acting in concert with the Offeror (other than Schaffner and its Subsidiaries) held no Schaffner Shares as at the end of the Offer Period.

### 3 Offer Conditions and Success (*Zustandekommen*) of the Offer

As of the end of the Offer Period, the Offer Conditions (a) (*Minimum Acceptance Level*), (b) (*Merger Clearances and Other Approvals*) and (d) (*No Material Adverse Effect*) pursuant to Section A7.1 (*Offer Conditions*) of the Offer Prospectus were fulfilled.

The Offer Conditions (c) (*No Injunction or Prohibition*), (e) (*Registration in the Share Register of the Company*), (f) (*Resignation and Appointment of Members of the Board of Directors of the Company; Approval of Delisting*), (g) (*No Adverse Resolutions by the General Meeting of Shareholders of the Company*) and (h) (*No Acquisition or Sale of Material Assets or Incurrence or Repayment of Material Indebtedness*) pursuant to Section A7.1 (*Offer Conditions*) of the Offer Prospectus remain in effect. Subject to these Offer Conditions, the Offeror declares the Offer to be successful (*zustande gekommen*; for the duration of validity of the Offer Conditions see Section A7.3 (*Duration of Offer Conditions and Postponement of Settlement*) of the Offer Prospectus).

#### 4 **Definitive Notice of the Interim Result, Additional Acceptance Period and Settlement**

The interim result announced in this notice is provisional. The definitive notice of the interim result will be published on 16 November 2023.

The Additional Acceptance Period of ten (10) trading days for the subsequent acceptance of the Offer will commence on 17 November 2023 and will presumably expire on 30 November 2023, 4:00 pm CET, in accordance with Section A6 (*Additional Acceptance Period*) of the Offer Prospectus.

Subject to a postponement of the Settlement Date, the Settlement will take place on 14 December 2023 (see Section H4 (*Payment of the Offer Price/Date of Settlement*) of the Offer Prospectus).

#### 5 **Cancellation of Shares, Squeeze-out and Delisting**

As described in Section H5 (*Squeeze-out and Delisting*) of the Offer Prospectus, after the Settlement of the Offer, the Offeror intends to request the cancellation of the outstanding publicly held Schaffner Shares in accordance with art. 137 FMIA, or to merge Schaffner with the Offeror or a Swiss Subsidiary of the Offeror whereby the remaining public shareholders of Schaffner will receive a compensation in cash, but no shares of the surviving company. Furthermore, after the Settlement of the Offer, the Offeror intends to have Schaffner apply with SIX Exchange Regulation for the delisting of the Schaffner Shares in accordance with the listing rules of SIX Exchange Regulation and the resolution of the extraordinary shareholders' meeting to be passed according to Offer Condition (f) (*Resignation and Appointment of Members of the Board of Directors of the Company; Approval of Delisting*) as set forth in Section A7.1 (*Offer Conditions*) of the Offer Prospectus.

#### 6 **Offer Restrictions**

The Offer is subject to the offer restrictions as set forth in the Offer Prospectus. The Offer Prospectus and all other offer documents are available on <https://www.emc-power-offer.com>.

Registered shares of Schaffner Holding Ltd. **not tendered** (first trading line)

Securities No.:	ISIN:	Ticker Symbol:
906209	CH0009062099	SAHN

Registered shares of Schaffner Holding Ltd. **tendered** (second trading line, no trading)

Securities No.:	ISIN:	Ticker Symbol:
129873386	CH1298733861	n/a

Zurich, 13 November 2023

Offer Manager: Zürcher Kantonalbank, 8001 Zurich, Switzerland