

**Klöckner & Co Financial Services S.A. (the "Issuer")
Convertible Bonds due 8 September 2023,
guaranteed by Klöckner & Co SE (the "Guarantor"),
ISIN DE000A185XT1 (the "Bonds")**

Luxembourg, Duisburg, 27.03.2023. Terms not otherwise defined in this notice shall have the meaning given to them in the terms and conditions of the Convertible Bonds (the "**Terms and Conditions**").

The Issuer hereby gives notice pursuant to § 11(b)(i) of the Terms and Conditions that it has become aware, by publication of an offer document pursuant to the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz*) on 27.03.2023, of a voluntary public tender offer of SWOCTEM GmbH to acquire any and all shares in the Guarantor. The offer constitutes a Conditional Take-over Bid within the meaning of § 11(b)(ii) of the Terms and Conditions.

Pursuant to § 11(b)(ii) of the Terms and Conditions, Bondholders have the right to convert their Bonds by giving a conversion notice that is conditional upon the occurrence of an Acceptance Event (as defined in the Terms and Conditions) during the Conditional Conversion Period (as defined in the Terms and Conditions) at the Conversion Price adjusted in accordance with the formula described in § 11(c) of the Terms and Conditions, which can be determined only upon the occurrence of the Acceptance Event. Conditional Conversion Notices are irrevocable.

Important Notice

This publication is neither an offer to sell nor a solicitation to buy any securities.

Klöckner & Co Financial Services S.A.

27 March 2023

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