

Ad hoc announcement pursuant to Art. 53 LR

HT5 AG ("HT5") has entered into a transaction agreement with CENTIEL SA ("Centiel", the "Company") following intensive merger negotiations. With Centiel, HT5 has been able to identify a hidden champion in a promising industry. The consummation of the transaction is subject, among other customary closing conditions, to the approval by the general meeting of HT5 shareholders.

Founded in 2015, Centiel is a global leading technology company headquartered in Lugano, Switzerland. Centiel is widely recognized as a technology pioneer in mission-critical power protection. The market for UPS solutions to protect critical applications served by Centiel is growing significantly, driven by digitization, artificial intelligence, and data centers. The founding team of Centiel developed the world's first transformerless and fully distributed modular three-phase UPS architecture, setting new benchmarks for availability, reliability, and efficiency. Centiel systems deliver maximum availability of up to 99.9999999% and industry-leading annual down-time of only 31.56 milliseconds.

The Company is expected to achieve consolidated sales of around CHF 46 million* in financial year 2025. This is an increase of over 25% compared to the previous year. The EBIT margin also reached c.22%* in financial year 2025. Centiel has successfully expanded since its foundation and is now present in more than 60 countries. Thanks to its full order book, continued profitable growth is expected in the coming years.

Andreas Leutenegger, Chairman of the Board of Directors of HT5, stated: "The HT5 team is excited about this opportunity to join forces with Centiel, a leading power protection technology provider, and to position the Company as a publicly traded Swiss champion."

Filippo Marbach, co-founder of Centiel, a recognized pioneer in the UPS industry who introduced several groundbreaking innovations at companies such as Newave, a publicly listed company that was later acquired by ABB, commented: "Going public is an important milestone for Centiel. This will increase our flexibility, public profile and visibility, enabling us to scale our technologies more quickly and tap into new markets."

Gerardo Lecuona, Centiel's co-founder and designated CEO, combines strong technical expertise with extensive international sales and business development experience in the global UPS market. He commented: 'With

Centiel, we have built a highly focused company and earned the trust of data center, industry and service providers over the last decade. The planned transaction is a pivotal milestone that positions Centiel for its next phase of growth."

The proposed transaction is intended to be implemented by way of a so-called absorption merger under the Swiss Merger Act, combined with an ordinary capital increase of HT5 to issue HT5 shares to the shareholders of Centiel. Debt-free Centiel is valued at CHF125 million in equity terms, and the HT5 shares at CHF 2.04 per share. In connection with the completion of the merger, a portion of the founding team's shares is to be placed on the market in order to achieve an attractive freefloat. In addition, a further cash capital increase is planned to provide the merged company with additional liquidity for growth financing. The total volume of the placements is expected to amount to up to CHF 60 million, at a reference price of CHF 2.04 per share. The implementation of the transaction is subject to usual conditions precedent and shall be completed in the first half of 2026. Further announcements regarding the planned transaction will be made in accordance with applicable ad-hoc publicity requirements.

Gregor Greber, CEO and member of the Board of Directors of HT5, added: "The HT5 team remains personally committed to Centiel and intends to increase its existing shareholding in the course of the public offering."

HT5 has mandated advisors to support the planned transaction

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About HT5 AG

HT5 is a Swiss stock corporation (*Aktiengesellschaft*) headquartered in Hochdorf, whose shares are listed on SIX Swiss Exchange under the ticker symbol HT5 and ISIN CH0024666528. HT5 emerged from the former HOCHDORF Group and is undergoing a strategic repositioning following completion of its financial restructuring and the lifting of the debt restructuring moratorium.

As a publicly listed holding company with substantial loss carry-forwards, HT5 is positioned as a platform for a business combination with an

operational company seeking access to the Swiss capital market. HT5 is led by a board of directors with extensive capital markets experience. Further information is available at www.ht5.ch.

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