

Medienmitteilung

Die Aebi Schmidt Group unterschreibt erfolgreich einen Konsortialkredit über 600 Millionen US-Dollar

CH-Frauenfeld, 11. März, 2025 – Die Aebi Schmidt Group kann heute den erfolgreichen Abschluss eines Konsortialkreditvertrags in Höhe von 600 Millionen US-Dollar bekanntgeben. Die Finanzierung wurde von der UBS Switzerland AG und der Zürcher Kantonalbank arrangiert und wurde deutlich überzeichnet. Der Vertrag ist ein Meilenstein zum Erfolg des geplanten Nasdaq-Listings der Aebi Schmidt Group.

Barend Fruithof, Group CEO von Aebi Schmidt und designierter Group CEO des neuen kombinierten Unternehmens, zeigt sich sehr zufrieden. „Ich bin begeistert und dankbar für diese erfolgreiche Syndizierung. Dies zeigt die starke Unterstützung aller involvierten Banken für diese Transaktion und für das neue, doppelt so grosse Unternehmen.“

Die Syndizierung wurde durch Zusagen von 16 schweizerischen, US-amerikanischen und europäischen Banken deutlich überzeichnet. Der Abschluss der Kreditvereinbarung, welche mit dem erfolgreichen Closing mit der Shyft Group in Kraft tritt, folgt nur drei Monate nach der Unterzeichnung des Fusionsvertrags mit The Shyft Group am 16. Dezember 2024 und wird die Finanzierung der neuen kombinierten Gruppe über die nächsten Jahre sicherstellen. Damit ist der nächste Meilenstein auf dem Weg zum Closing erreicht.

Die vorrangig besicherte und in mehreren Währungen verfügbare Kreditvereinbarung beinhaltet eine teilweise amortisierende Kreditfazilität in einem Gesamtbetrag von 350 Millionen US-Dollar und eine revolvingende Kreditfazilität in Höhe von 250 Millionen US-Dollar, mit einer Laufzeit von fünf Jahren nach der ersten Inanspruchnahme.

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<https://www.aebi-schmidt.com>
<https://www.youtube.com/user/AebiSchmidtGroup>
<https://media.aebi-schmidt.com> (pictures, logos)

Über die Aebi Schmidt Group

Die Aebi Schmidt Group ist der weltweit führende Anbieter intelligenter Lösungen für saubere und sichere Verkehrsflächen sowie die Bewirtschaftung anspruchsvollen Geländes. Die einzigartige Vielfalt des Angebots der Gruppe umfasst eigene Fahrzeuge sowie innovative An- und Aufbaugeräte für die individuelle Fahrzeugausrüstung. Die Produkte in Kombination mit auf anspruchsvolle Kundenbedürfnisse zugeschnittenen Support- und Serviceleistungen bieten für nahezu jede Herausforderung die passende Lösung. Die weltweit tätige Gruppe mit Hauptsitz in der Schweiz hat im Geschäftsjahr 2024 einen Nettoumsatz von über 1 Milliarde Euro erwirtschaftet und kürzlich angekündigt, dass sie mit The Shyft Group fusionieren und an der New Yorker NASDAQ an die Börse gehen wird. Sie beschäftigt derzeit rund 3.000 Mitarbeiter in 16 Vertriebsorganisationen und über einem Dutzend Produktionsstätten weltweit. Über etablierte Partnerschaften mit Händlern ist das Unternehmen in weiteren 90 Ländern vertreten. Das Portfolio besteht aus den Produktmarken Aebi, Schmidt, Nido, Arctic, Ladog, Monroe, Towmaster, Swenson, Meyer, MB und ELP – alles in den Märkten bestens etablierte Marken, einige davon seit mehr als 100 Jahren.

Über The Shyft Group

Shyft ist der nordamerikanische Marktführer in der Herstellung, Montage und Aufrüstung von Spezialfahrzeugen für den kommerziellen, den Einzelhandels- und den Servicefahrzeugmarkt. Das Unternehmen kann auf eine 50-jährige Erfahrung im Dienste seiner Kunden zurückblicken, zu denen Bundes-, Landes- und Kommunalbehörden, Handwerksbetriebe sowie Versorgungs- und Infrastrukturunternehmen gehören. Die Shyft-Gruppe gliedert sich in zwei Kerngeschäftsbereiche: Shyft Fleet Vehicles and Services™ und Shyft Specialty Vehicles™. Heute umfasst die Markenfamilie Utilimaster®, Blue Arc™ EV Solutions, Royal® Truck Body, DuraMag® und Magnum®, Strobes-R-U's, Spartan® RV Chassis, Red Diamond™ Aftermarket Solutions, Builtmore Contract Manufacturing™ und Independent Truck Upfitters. Die Shyft-Gruppe und ihre Marken sind in ihren jeweiligen Branchen marktführend und für Qualität, Langlebigkeit und innovative Produkte bekannt. Das Unternehmen beschäftigt rund 3.000 Mitarbeiter und Vertragspartner an 19 Standorten und betreibt Anlagen in Arizona, Kalifornien, Florida, Indiana, Iowa, Maine, Michigan, Missouri, Pennsylvania, Tennessee, Texas und Saltillo, Mexiko. Das Unternehmen meldete einen Umsatz von 786 Millionen US-Dollar im Jahr 2024. Erfahren Sie mehr unter www.TheShyftGroup.com.

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Forward-Looking Statements

Certain statements in this press release are forward-looking statements. In some cases, forward-looking statements are identified by such words or phrases as "will likely result," "is confident that," "expect," "expects," "should," "could," "may," "will continue to," "believe," "believes," "anticipates," "predicts," "forecasts," "estimates," "projects," "potential," "intends" or similar expressions identifying "forward-looking statements", including the negative of those words and phrases. Such forward-looking statements are based on management's current views and assumptions regarding future events, future business conditions and the outlook for Aebi Schmidt or Shyft based on currently available information. These forward-looking statements may include projections of Aebi Schmidt's, Shyft's or the combined company's future financial performance, their anticipated growth strategies and anticipated trends in their respective businesses. These statements are only predictions based on Aebi Schmidt's management's current expectations and projections about future events. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results to be materially different from any results, levels of activity, performance or achievements expressed or implied by any forward-looking statement and may include statements regarding the expected timing and structure of the proposed transaction; the ability of the parties to complete the proposed transaction considering the various closing conditions; the expected benefits of the proposed transaction, such as improved operations, enhanced revenues and cash flow, synergies, growth potential, market profile, business plans, expanded portfolio and financial strength; the competitive ability and position of the combined company following completion of the proposed transaction; and anticipated growth strategies and anticipated trends in Aebi Schmidt's, Aebi Schmidt's and, following the completion of the proposed transaction, the combined company's business.

Additional factors that could cause actual results, level of activity, performance or achievements to differ materially from the results, level of activity, performance or achievements expressed or implied by the forward-looking statements include, among others, the non-satisfaction or non-waiver, on a timely basis or otherwise, of one or more closing conditions to the proposed transaction; the prohibition or delay of the consummation of the proposed transaction by a governmental entity; the risk that the proposed transaction may not be completed in the expected time frame; unexpected costs, charges or expenses resulting from the proposed transaction; uncertainty of the expected financial performance of the combined company following completion of the proposed transaction; failure to realize the anticipated benefits of the proposed transaction, including as a result of delay in completing the proposed transaction or integration; the ability of the combined company to implement its business strategy; difficulties and delays in achieving revenue and cost synergies of the combined company; inability to retain and hire key personnel; negative changes in the relationships with major customers and suppliers that adversely affect revenues and profits; disruptions to existing business operations; the occurrence of any event that could give rise to termination of the proposed transaction; potential litigation in connection with the proposed transaction or other settlements or investigations that may affect the timing or occurrence of the contemplated transaction or result in significant costs of defense, indemnification and liability; risks related to ownership of Aebi Schmidt's common stock; uncertainty as to the long-term value of the combined company's common stock; and the diversion of Aebi Schmidt's and Aebi Schmidt's management's time on transaction-related matters. These risks, as well as other risks associated with the businesses of Aebi Schmidt and Shyft, will be more fully discussed in the combined proxy statement/prospectus. Although management believes the expectations reflected in the forward-looking statements are reasonable, Aebi Schmidt cannot guarantee future results, level of activity, performance or achievements. Moreover, neither management, Aebi Schmidt nor any other person assumes responsibility for the accuracy and completeness of any of these forward-looking statements. Aebi Schmidt wishes to caution readers not to place undue reliance on any such forward-looking statements, which speak only as of the date made. Aebi Schmidt is under no duty to and

specifically declines to undertake any obligation to publicly revise or update any of these forward-looking statements after the date of this press release to conform its prior statements to actual results, revised expectations or to reflect the occurrence of anticipated or unanticipated events.

No offer or solicitation

This communication is for informational purposes only and is not intended to and shall not constitute an offer to buy or sell, or the solicitation of an offer to buy or sell, any securities, or a solicitation of any vote or approval, nor shall there be any offer, solicitation or sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made in the United States absent registration under the U.S. Securities Act of 1933, as amended ("Securities Act"), or pursuant to an exemption from, or in a transaction not subject to, such registration requirements.

Participants in the Solicitation

Aebi Schmidt Holding AG and its affiliates (collectively, "Aebi Schmidt Group") and certain of their respective directors and executive officers and other members of their respective management and employees may be deemed to be participants in the solicitation of proxies in connection with the proposed transaction. Information regarding the persons who may, under the rules of the Securities and Exchange Commission ("SEC"), be deemed participants in the solicitation of proxies in connection with the proposed transaction, including a description of their direct or indirect interests in the transaction, by security holdings or otherwise, will be set forth in the combined proxy statement/prospectus and other relevant materials when it is filed with the SEC.

Certain Financial Measures

Certain financial measures used herein are not based upon US GAAP. In addition, Adjusted EBITDA is a non-GAAP financial measure that may be different from non-GAAP financial measures used by other companies. Adjusted EBITDA should not be construed as an alternative to net income as an indicator of operating performance or as an alternative to cash flow provided by operating activities as a measure of liquidity.

Certain amounts related to the transaction described herein have been expressed in U.S. dollars or Euros for convenience and, when expressed in U.S. dollars or Euros in the future, such amounts may be different from those set forth herein.

Additional information and where to find it

Aebi Schmidt will file a registration statement on Form S-4 with the SEC in connection with the proposed transaction. The Form S-4 will contain a combined proxy statement/prospectus of Aebi Schmidt and Shyft. Aebi Schmidt and Shyft will prepare and file the combined proxy statement/prospectus with the SEC and Shyft will mail the combined proxy statement/prospectus to its stockholders and file other documents regarding the proposed transaction with the SEC. This communication is not a substitute for any registration statement, proxy statement/prospectus or other documents that may be filed with the SEC in connection with the proposed transaction. INVESTORS SHOULD READ THE COMBINED PROXY STATEMENT/PROSPECTUS WHEN AVAILABLE AND SUCH OTHER DOCUMENTS FILED OR TO BE FILED WITH THE SEC CAREFULLY AND IN THEIR ENTIRETY, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THE COMBINED PROXY STATEMENT/PROSPECTUS AND SUCH DOCUMENTS, BEFORE THEY MAKE ANY DECISION WITH RESPECT TO THE PROPOSED TRANSACTION, BECAUSE THEY CONTAIN IMPORTANT INFORMATION. The Form S-4, the combined proxy statement/prospectus and all other documents filed with the SEC in connection with the transaction will be available when filed free of charge on the SEC's web site at www.sec.gov.