

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, CANADA, AUSTRALIA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION IN WHICH OFFERS OR SALES WOULD BE PROHIBITED BY APPLICABLE LAW.

THIS ANNOUNCEMENT IS NOT AN OFFER OF SECURITIES FOR SALE IN ANY JURISDICTION, INCLUDING THE UNITED STATES, CANADA, SOUTH AFRICA, AUSTRALIA OR JAPAN. NEITHER THIS ANNOUNCEMENT NOR ANYTHING CONTAINED HEREIN SHALL FORM THE BASIS OF, OR BE RELIED UPON IN CONNECTION WITH, ANY OFFER OR COMMITMENT WHATSOEVER IN ANY JURISDICTION.

Medienmitteilung

SoftwareONE platziert erfolgreich 4.4 Millionen Crayon Aktien

Stans, Schweiz I 5. April 2022 – **SoftwareONE Holding AG, ein führender globaler Anbieter von End-to-End-Software- und Cloud-Technologielösungen, gibt die erfolgreiche Platzierung von 4'400'000 Aktien der Crayon Group Holding ASA ("Crayon") bekannt.**

SoftwareONE hat die Platzierung von 4'400'000 Crayon Aktien, entsprechend 5% des Aktienkapitals von Crayon, im Rahmen eines beschleunigten Bookbuilding-Verfahrens (die "Platzierung") für NOK 145 pro Aktie erfolgreich abgeschlossen.

Die verbleibende Beteiligung von SoftwareONE beträgt 6'578'588 Aktien, entsprechend 7.5% des Aktienkapitals und der Stimmrechte von Crayon. Folglich ist die Beteiligung von SoftwareONE an Crayon unter die 10%-Schwelle gemäss Abschnitt 4-2 des norwegischen Wertpapierhandelsgesetzes gefallen.

SoftwareONE hält keine weiteren Rechte an Aktien von Crayon. Es gibt keinen einzelnen Aktionär, der die Kontrolle über SoftwareONE ausübt.

SoftwareONE hat einer Sperrfrist (Lock-up) von 90 Tagen ab 4. April 2022 in Bezug auf ihre verbleibende Beteiligung an Crayon zugestimmt, vorbehaltlich üblicher Ausnahmen.

Credit Suisse agierte als Sole Global Coordinator und gemeinsam mit Carnegie als Joint Bookrunner im Rahmen der Platzierung.

KONTAKT

Sydne Saccone, Media Relations

Tel. +41 44 832 82 53, sydne.saccone@softwareone.com

Anna Engvall, Investor Relations

Tel. +41 44 832 41 37, anna.engvall@softwareone.com

ÜBER SOFTWARFONE

SoftwareONE mit Sitz in der Schweiz ist ein führender globaler Anbieter von End-to-End-Software- und Cloud-Technologielösungen. Mit einem IP- und technologiegetriebenen Serviceportfolio ermöglicht SoftwareONE es Unternehmen, ihre kommerziellen, technologischen und digitalen Transformationsstrategien ganzheitlich zu entwickeln und umzusetzen. Dies wird durch die Modernisierung von Anwendungen und die Migration geschäftskritischer Workloads in Public Clouds erreicht, während gleichzeitig die zugehörigen Software- und Cloud-Bestände und -Lizenzen verwaltet und optimiert werden. Die Angebote von SoftwareONE sind über die eigenentwickelte Plattform PyraCloud verbunden, die Kunden datenbasierte Informationen zur Verfügung stellt. Mit rund 8.700 Mitarbeitern sowie Vertriebs- und Dienstleistungskapazitäten in 90 Ländern bietet SoftwareONE rund 65.000 Geschäftskunden Software- und Cloud-Lösungen von mehr als 7.500 Herstellern. Die Aktien von SoftwareONE (SWON) sind an der SIX Swiss Exchange kotiert. Weitere Informationen finden Sie unter www.softwareone.com

SoftwareONE Holding AG, Riedenmatt 4, CH-6370 Stans

HINWEIS BEZÜGLICH ZUKUNFTSGERICHTETER AUSSAGEN

Diese Pressemitteilung kann bestimmte "zukunftsgerichtete Aussagen" in Bezug auf das Geschäft, die Entwicklung und die wirtschaftliche Leistung der Gruppe enthalten. Diese Aussagen können einer Reihe von Risiken, Unsicherheiten und anderen wichtigen Faktoren unterliegen, wie zum Beispiel höhere Gewalt, Wettbewerbsentwicklung, gesetzgeberische sowie regulatorische Entwicklungen, globale, makroökonomische und politische Trends, die Fähigkeit Mitarbeiter anzuwerben und zu halten, Wechselkursschwankungen und allgemeine Finanzmarktbedingungen, Änderungen des Rechnungsstandards oder der Rechnungsrichtlinien, Verzögerung/ Verhinderung Genehmigungen von Behörden einzuholen, technische Entwicklungen, Rechtsstreitigkeiten oder nachteilige Berichterstattung. All diese Punkte können dazu führen, dass die tatsächliche Entwicklung und die Ergebnisse erheblich von den Aussagen dieser Pressemitteilung abweichen. SoftwareONE übernimmt keine Verpflichtung, zukunftsgerichtete Aussagen aufgrund neuer Informationen, zukünftiger Ereignisse oder aus anderen Gründen zu aktualisieren oder zu ändern.

IMPORTANT REGULATORY NOTICE

This announcement is not for publication, distribution or release, directly or indirectly, in or into the United States of America (including its territories and possessions, any state of the United States of America and the District of Columbia), Canada, South Africa, Australia or Japan or any other jurisdiction where such an announcement would be unlawful. The distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession this document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The securities referred to herein will be offered only to qualified institutional buyers in reliance on Section (4)(a)(1½) of the U.S. Securities Act of 1933, as amended, and to non-U.S. persons outside the United States pursuant to Regulation S under the Securities Act, subject to prevailing market and other conditions. There

is no assurance that the offering will be completed or, if completed, as to the terms on which it is completed. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States without registration thereunder or pursuant to an available exemption therefrom. Neither this document nor the information contained herein constitutes or forms part of an offer to sell, or the solicitation of an offer to buy, securities in the United States. There will be no public offer of any securities in the United States or in any other jurisdiction. This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful.

In member states of the European Economic Area, this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" within the meaning of the Prospectus Regulation ("Qualified Investors"), and does not constitute and shall not, in any circumstances, constitute an invitation to the public in connection with any offer or constitute any offer to the public, each within the meaning of the Prospectus Regulation. The offer and sale of the securities referred to herein will be made pursuant to an exemption under the Prospectus Regulation from the requirement to produce a prospectus for offers of securities. For these purposes, the expression "Prospectus Regulation" means Regulation (EU) 2017/1129, as amended.

In the United Kingdom this announcement is directed exclusively at "qualified investors" (as defined in Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "UK Prospectus Regulation")) (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) who fall within Article 49(2)(A) to (D) of the Order, and (iii) to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons"); any other persons in the United Kingdom should not take any action on the basis of this announcement and should not act on or rely on it. In the United Kingdom, any investment activity and the securities to which this announcement relates are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, relevant persons. This announcement does not constitute and shall not, in any circumstances, constitute an invitation to the public in connection with any offer or constitute any offer to the public, each within the meaning of the UK Prospectus Regulation. The offer and sale of the securities referred to herein will be made pursuant to an exemption under the UK Prospectus Regulation from the requirement to produce a prospectus for offers of securities.

No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by the underwriting bank or banks (each, an "Underwriting Bank") or by any of their respective affiliates or agents as to, or in relation to, the accuracy or completeness of this announcement or any other written or oral information made available to or publicly available to any interested party or its advisers, and any liability therefore is expressly disclaimed.

In connection with the offering of the shares of Crayon Group Holding ASA (the "Shares"), each Underwriting Bank and any of its respective affiliates acting as an investor for their own account may take up as a proprietary position any Shares and in that capacity may retain, purchase or sell for their own account such Shares. In addition, each Underwriting Bank or its respective affiliates may enter into financing arrangements and swaps with investors in connection with which any Underwriting Bank (or its affiliates) may from time to time acquire, hold or dispose of Shares. The Underwriting Bank(s) do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness. This announcement does not purport to identify or suggest the risks (direct or indirect) which may be associated with an investment in the Shares. Any investment decision in connection with the Shares must be made solely on the basis of all publicly available information relating to the Shares (which has not been independently verified by the Underwriting Bank(s)).

The Underwriting Bank(s) is/are acting on behalf of the selling shareholder and no one else in connection with any offering of the Shares and will not be responsible to any other person for providing the protections afforded to clients of the Underwriting Bank(s) nor for providing advice in relation to any offering of the Shares.