

For immediate release

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Sif announces a Take-up of 98.9% in its Rights Offering

7 for 41 rights offering of 4,353,890 new Ordinary Shares at an Issue Price of EUR 11.50 per Ordinary Share

Roermond, 5 July 2023. Sif Holding N.V. (“Sif”) announces that, following yesterday’s close of the Exercise Period of the Offering 4,305,420 Offer Shares were subscribed for through the exercise of Rights which represents a take-up of 98.9%.

In connection with the Offering, Sif received subscriptions for 4,305,420 Offer Shares through validly exercised Rights. This represents a take-up of 98.9% in the Offering. The Exercise Period ended yesterday, 4 July 2023, at 17:40 CET.

Now that the Exercise Period has ended, the 48,470 Offer Shares that were issuable upon the exercise of Rights but that have not been validly subscribed for during the Exercise Period will, subject to the satisfaction of conditions contained in and on the terms of the Underwriting Agreement, be subscribed and, at a price of EUR 11.50 per Offer Share, paid for by Grachtenheer 10 B.V. (“Grachtenheer”). Because of the foregoing, there will be no rump offering. Sif has been informed by Grachtenheer that Grachtenheer has agreed to sell 50% of the Offer Shares to be acquired by it in the Offering and through its underwriting of the Offering to certain third party investors on or shortly after the settlement of the Offering.

The Executive Board members of Sif bought 2,085 Ordinary Shares and 172,282 Rights on-market to subscribe for 29,414 Offer Shares in total. Members of the Management Team and other key employees of Sif purchased 33,366 new Ordinary Shares in total that will be issued separately under the authorisation that was granted to the Executive Board by the General Meeting on 12 May 2023. The Executive Board members, the members of the Management Team and other key employees will accept a lock-up period of four years after issuance of the Ordinary Shares.

Allotment of the Offer Shares to be issued pursuant to the Offering is expected to take place today, 5 July 2023. Settlement is expected to take place on Friday 7 July 2023.

Sif expects that the Ordinary Shares to be issued in connection with the Offering will be listed and admitted to trading on Euronext Amsterdam at 09:00 CET on 7 July 2023, barring unforeseen circumstances. The same applies to the 33,366 new Ordinary Shares to be issued to members of the Management Team and other key employees of Sif.

As a result, 29,888,612 Ordinary Shares will be listed at Euronext Amsterdam as of 7 July 2023, 9:00 CET.

Fred van Beers, CEO of Sif: “The successful completion of the rights offering as a key building-block for the financing of our expansion plans enables us to fully focus on the realisation of the plans and the

delivery of our strong order book. I am very pleased by the near 100% take-up of the new shares and by the trust our shareholders herewith express in the future of offshore wind and Sif's leading role as the operator of the largest monopile manufacturing plant in our market."

More information and defined terms

For more information on Sif, its business and the Offering reference is made to the Prospectus dated 16 June 2023, which is available on the Company's website (<https://www.sif-group.com/en/investor-relations>). Capitalised terms used but not defined herein have the respective meaning given to them in the Prospectus.

ABN AMRO Bank N.V. is acting as the Subscription, Listing and Paying Agent with respect to the Offering.

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CAUTIONARY STATEMENT

This is a press release by Sif Holding N.V. in connection with the 7 for 41 rights offering of 4,353,890 Offer Shares at an Issue Price of EUR 11.50 per Offer Share and the admission to listing and trading of the Rights and the Offer Shares on Euronext Amsterdam (the "Admission").

General restrictions

The Company is not taking any action to permit a public offering of the Rights or the Offer Shares (together the "Offer Securities") in any jurisdiction outside of the Netherlands. The Offer Securities are being offered by the Company only in those jurisdictions in which, and only to those persons to whom, offers of the Offer Securities may lawfully be made.

Distribution of the Prospectus, and the transfer of the Offer Securities, into jurisdictions other than the Netherlands may be subject to specific regulations or restrictions. Persons in possession of the Prospectus must therefore inform themselves about and observe such restrictions. Any failure to comply with any such restrictions may constitute a violation of the securities laws or regulations of any such jurisdiction. In particular, subject to certain exceptions, the Prospectus must not be distributed, forwarded to or transmitted in or to jurisdictions outside of the Netherlands where the Offer Securities may not be offered pursuant to applicable laws and regulations, including, without limitation, the United States, Australia, Japan and Canada (the "Ineligible Jurisdictions"). The Prospectus does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to acquire, Offer Securities or to take up any Rights in any Ineligible Jurisdiction. The Company, the Underwriter and the Subscription, Listing and Paying Agent disclaim all responsibility for any violation of such restrictions by any person. Ordinary Shareholders who have a registered address in, or who are resident or located in, jurisdictions other than the Netherlands and any person (including, without limitation, agents, custodians, nominees and trustees) who has a contractual or other legal obligation to forward the

Prospectus to a jurisdiction outside of the Netherlands, should carefully read the section '*Selling and Transfer Restrictions*' in the Prospectus.

The Offer Securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or under any securities laws or regulations of any state or other jurisdiction of the United States and may not be offered, sold, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, within the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in compliance with applicable state and other securities laws and regulations of the United States. There will be no public offer of the Offer Securities in the United States. The Offer Securities are being offered and sold outside the United States in "offshore transactions" as defined in, and in compliance with, Regulation S of the U.S. Securities Act ("Regulation S"). In the United States, the Rights Offering is being made only to "qualified institutional buyers" ("QIBs") as defined in Rule 144A of the U.S. Securities Act ("Rule 144A") pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Purchasers are hereby notified that the Company and other sellers of the Offer Securities are relying on an exemption from the registration requirements of Section 5 of the U.S. Securities Act, which may include Section 4(a)(2) or Regulation S thereunder. Investors who are located in the United States will be required to execute and deliver the investor letter set forth in Annex A to the Prospectus prior to taking up Rights in the Rights Offering or subscribing for Offer Shares in the Rights Offering. The Offer Securities are subject to certain restrictions on sales, offers, subscription and transfer. See sections '*Selling and Transfer Restrictions*' in the Prospectus for more information.

The Prospectus constitutes a prospectus for the purposes of, and has been prepared in accordance with, Regulation (EU) 2017/1129 of the European Parliament and of the Council of the European Union (the "Prospectus Regulation"). The Prospectus has been approved by the AFM, as the competent authority under the Prospectus Regulation. The AFM has only approved the Prospectus as meeting the standard of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the issuer or the quality of the securities that are the subject of the Prospectus. Investors should make their own assessment as to the suitability of investing in the Offer Securities.

ADVERTISEMENT. This announcement is an advertisement relating to the Rights Offering, the issue of the Offer Securities and the Admission. This announcement does not constitute a prospectus. This announcement is for information purposes only and does not constitute, or form part of, an offer by, or invitation by or on behalf of, the Company or any representative of the Company to purchase any securities, or an offer to sell or issue, or the solicitation to buy, securities by any person in any jurisdiction where to do so would constitute a violation of the applicable laws or regulations of such jurisdiction. Further details about the Rights Offering, the issue of the Offer Securities and the Admission are included in the Prospectus which is approved as such under the respective regulations by the AFM on 16 June 2023. The Prospectus has been published and made available at no cost through the corporate website of the Company (<https://www.sif-group.com/en/investor-relations>), subject to securities law restrictions in the United States. Prospective investors should carefully read and review the entire Prospectus and should form their own views before making an investment decision with respect to any Offer Securities. Furthermore, before making an investment decision with respect to any Offer Securities, prospective investors should consult their own professional adviser and carefully review the risks associated with an investment in the Offer Securities and consider such an investment decision in light of their personal circumstances. The approval of the Prospectus by the AFM should not be understood as an endorsement of the quality of the Offer Securities and the Company.



This announcement contains forward-looking statements, which reflect the Company's current views, expectations, assumptions and information regarding future events and financial and operational development. Without limitation, any statements including words such as "intend", "expect", "anticipate", "target", "may", "believe", "plan", "estimate" and other expressions which imply indications or predictions of future development or trends, and which are not based on historical facts, are forward-looking statements. Forward-looking statements inherently involve both known and unknown risks and uncertainties as they depend on future events and circumstances. Forward-looking statements do not guarantee future results or development and the actual results, performance or events may differ materially from those described in forward-looking statements.

ABOUT SIF HOLDING N.V.

Sif is a total solutions provider for design engineering and excellent manufacturing of offshore foundations for wind farms, including logistics and marshalling services. Sif traditionally serves the North-Western European markets and is exploring its global presence. Sif combines two highly automated and flexible production facilities in Roermond and Rotterdam (Tweede Maasvlakte) with technology leadership in rolling and welding of heavy steel plates, which is based on 75 years of experience and innovative in-house developed techniques and processes. Sif primarily produces monopiles, transition pieces and piles that are used to anchor jacket foundations in the seabed for offshore wind turbines.