SUSE to distribute interim dividend of EUR 3.20 per share

LUXEMBOURG – 27 September 2023 – SUSE®, the company behind SUSE Linux Enterprise (SLE), Rancher and NeuVector and a global leader in enterprise open source solutions, is announcing today that the Management Board of SUSE has decided to declare and to pay an interim dividend to all SUSE (ISIN LU2333210958) shareholders equivalent to a gross amount of EUR 3.20 per SUSE share, with an aggregate gross payment amount of EUR 547,247,993.60. Unless exemptions apply, the interim dividend will be subject to withholding tax in Luxembourg of 15%.

Payment of the interim dividend is in line with the Transaction Framework Agreement (TFA) SUSE entered into with its majority shareholder, Marcel LUX III SARL (Marcel), a holding company that is legally controlled by fund entities of the EQT VIII fund. The TFA facilitates the delisting of SUSE and allows Marcel to finance its purchase of SUSE shares under the voluntary public purchase offer to the other shareholders of SUSE, as well as certain transaction costs incurred by it. The offer acceptance rate of approx. 91%, equivalent to 32,848,084 SUSE shares, corresponds to a gross interim dividend amount of EUR 3.20 per SUSE share.

The aggregate interim dividend amount will be funded from cash at hand in the amount of EUR 47 million and loans taken out by companies of the SUSE group in the amount of EUR 500 million.

The interim dividend payment will be made on 4 October 2023 to all SUSE shareholders who hold SUSE shares on 29 September 2023, 24:00 hrs. (midnight) CEST.

For more information see https://ir.suse.com/websites/suse/English/4900/eqt-purchase-offer.html

Note: the interim dividend was declared in USD but will be payable in EUR based on the Bloomberg spot exchange rate of EUR:USD 1:1.0573 as of 27 September 2023, 8:18 am UTC. Accordingly, the interim dividend is declared in the gross amount of USD 3.38 per SUSE share, equal to an aggregate gross amount of USD 578,605,303.63 million.
About SUSE

SUSE is a global leader in innovative, open and secure infrastructure software solutions for multi-cloud environments, relied upon by more than 60% of the Fortune 500 to power their mission-critical workloads. We specialize in Business-critical Linux, Enterprise Container Management and Edge solutions, and collaborate with partners and communities to empower our customers to innovate everywhere – from the data center to the cloud, to the edge and beyond. SUSE puts the “open” back in open source, giving customers the agility to tackle innovation challenges today and the freedom to evolve their strategy and solutions tomorrow. The company is headquartered in Luxembourg and employs more than 2,400 people globally. SUSE is listed in the regulated market (Prime Standard) of the Frankfurt Stock Exchange.

For more information, visit www.suse.com.

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Forward-Looking Statements

Any statements in this press release about future expectations, plans and prospects for the Company, including statements containing the words “aims,” “targets,” “will,” “believes,” “anticipates,” “plans,” “expects,” and similar expressions, may constitute forward-looking statements and should be read with caution. Actual results may differ materially from those indicated by such forward-looking statements as a result of various important factors, including competitive landscape, development of customer deals, reliance upon customer relationships, management of growth and acquisitions, the possibility of undetected software issues, the risks of impacts of the Covid-19 pandemic and economic downturns, pricing pressures and the viability of the Internet. In addition, any forward-looking statements included herein represent views as of the date of this press release and these views could
change. The Company does not have any obligation to update its forward-looking statements. These forward-looking statements are subject to change and should not be relied upon as representing the Company's views as of any date other than the date of this press release.

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