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JAB HOLDING COMPANY

JAB Holdings B.V. announces the final results of its Offer in respect of its EUR 500,000,000 1.000 per cent. Notes due 2031 (ISIN: DE000A3KPTG6)

24 May 2023. Further to its announcement earlier today, JAB Holdings B.V. (the "**Company**") hereby announces the final results of its invitation to eligible holders of its outstanding EUR 500,000,000 1.000 per cent. Notes due 2031 (the "**Notes**") issued by the Company with an unconditional and irrevocable guarantee by JAB Holding Company S.à r.l. (the "**Guarantor**") to tender such Notes for purchase by the Company for cash in an aggregate principal amount of up to the Maximum Acceptance Amount, announced on 15 May 2023 (the "**Offer**").

The Offer commenced on 15 May 2023 and expired at 5:00 p.m. (CEST) on 23 May 2023.

This notice is for information purposes only and should be read in conjunction with the tender offer memorandum dated 15 May 2023 (the "**Tender Offer Memorandum**") prepared by the Company. Capitalised terms used in this notice shall have the same meaning given to them in the Tender Offer Memorandum unless defined otherwise herein.

Announcement of Final Results

The Company announces the final results of the Offer as set out in the table below:

ISIN/ Common Code	Principal amount of Notes validly tendered	Maximum Acceptance Amount	Interpolated Mid-Swap Rate	Purchase Spread	Purchase Yield	Purchase Price	Scaling Factor	Principal amount outstanding following settlement of the Offer
DE000A3KPTG6/ 236505189	EUR 194,300,000	EUR 194,300,000	3.098%	100 bps	4.098%	78.923%.	N/A	EUR 305,700,000

The Company will also pay an Accrued Interest Payment in respect of Notes accepted for purchase on the Settlement Date.

Settlement

The Settlement Date for the Offer is expected to be 25 May 2023.

General

The complete terms and conditions of the Offer are set forth in the Tender Offer Memorandum.

Notes that are not successfully tendered for purchase pursuant to the Offer will remain outstanding.

The contact details for the Dealer Managers and the Tender Agent are set out below

DEALER MANAGERS

ING Bank N.V.
Foppingadreef 7
1102 BD Amsterdam
The Netherlands

Telephone: +44 20 7767 6784
Attention: Liability Management Team
Email: liability.management@ing.com

SMBC Bank EU AG
Neue Mainzer Straße 52-58
60311 Frankfurt am Main
Germany

Telephone: +49 69 2222 9 8481
Attention: Liability Management
Email: liability.management@smbcnikko-cm.com

TENDER AGENT

Kroll Issuer Services Limited
The Shard
32 London Bridge Street
London SE1 9SG
United Kingdom

Telephone: +44 207 704 0880
Attention: Arlind Bytyqi
Email: jab@is.kroll.com
Tender Offer Website: <https://deals.is.kroll.com/jab>

This notice, the Tender Offer Memorandum and the Offer are not for distribution, directly or indirectly, in or into or to any person located or resident in the United States.

The Offer referenced herein is not being made, directly or indirectly, in or into the United States by use of the mails or by any means or instrumentality (including, without limitation, e-mail, facsimile transmission, telephone and the internet) of interstate or foreign commerce, or of any facility of a national securities exchange of the United States and the Offer cannot be accepted by any such use, means, instrumentality or facility or from within the United States.

This notice, the Tender Offer Memorandum and the Offer do not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States.

Nothing in this notice and the Tender Offer Memorandum constitutes an offer to buy or the invitation to offer to sell securities in Italy (except as set out in the Tender Offer Memorandum), the Republic of France (except as set out in the Tender Offer Memorandum), Belgium (except as set out in the Tender Offer Memorandum) or any other jurisdiction in which such offer or solicitation would be unlawful.

The Tender Offer Memorandum and the Offer may only be communicated to persons in the United Kingdom in circumstances where section 21 (1) of the Financial Services and Markets Act 2000 does not apply.

The distribution of this notice and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this notice, and the Tender Offer Memorandum comes are required by the Company, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions. See "*Offer and Distribution Restrictions*" in the Tender Offer Memorandum.