

## OC Oerlikon Corporation Inc., Pfäffikon, Freienbach

### Buyback of own registered shares on the standard trading line on SIX Swiss Exchange

OC Oerlikon Corporation Inc., Pfäffikon (incorporated in Freienbach), Churerstrasse 120, 8808 Pfäffikon SZ ("Oerlikon" or the "Company"), informed on 5 November 2019 that the Board of Directors has approved to buy back own shares for up to a maximum of 10% of the share capital. Based thereon Oerlikon has decided to buy back a maximum of 33,975,857 own registered shares with a nominal value of CHF 1 each (corresponding to 10.00% of the share capital and the voting rights). The effective size of the buyback program depends, among other things, on the number of treasury shares held and the market situation. The repurchased registered shares shall be used as a reserve for future M&A transactions and employee benefit plans.

At no time will Oerlikon hold more than 10% of its own registered shares (Art. 659 para. 1 Swiss Code of Obligations).

The current share capital of Oerlikon amounts to CHF 339,758,576 and is divided into 339,758,576 registered shares with a nominal value of CHF 1 each.

The buyback offer is exempted from compliance with the provisions on public takeover bids provided for based on section 6.1 of Circular No. 1 of the Swiss Takeover Board dated 27 June 2013.

#### Duration

Shares may be purchased under the buyback programme on the SIX Swiss Exchange between 7 November 2019 and 4 November 2022 both included. The Company is under no obligation to repurchase registered shares at any time. The Company will decide to make purchases based on the market conditions. Oerlikon reserves the right to terminate the buyback programme early.

#### Delegation agreement

Oerlikon and Zürcher Kantonalbank have a delegation agreement pursuant to Article 124 (2) a) and (3) of FMIO. Under the agreement, Zürcher Kantonalbank can repurchase shares independently, subject to certain criteria. Oerlikon is however entitled to terminate the delegation agreement at any time without stating its reasons.

#### Maximum daily buyback

In accordance with Article 123 (1) c) of FMIO, the maximum daily buyback amount is published on the company's website at: <https://www.oerlikon.com/en/investors/share-information/share-buyback/>

#### Publication of transaction details

Oerlikon will publish details of all transactions pursuant to Section 27 of the Swiss Takeover Board Circular No. 1 of 27 June 2013 on the Oerlikon website at: <https://www.oerlikon.com/en/investors/share-information/share-buyback/>

#### Non-public information

Oerlikon confirms that it does not have any non-public information which could have a considerable influence on the shareholders' ability to make a decision.

#### Own shares

As of 1 November 2019, Oerlikon held directly or indirectly 761,072 own registered shares (0.22% of the share capital and the voting rights).

#### Shareholders with more than 3% of voting rights

The following beneficial owners hold more than 3% of the share capital and the voting rights of Oerlikon:

Liwet Holding AG, Zürich, Schweiz (various indirect holders)<sup>1)</sup>

140,484,860 registered shares, corresponding to 41.34% of the share capital and the voting rights

Black Creek Investment Management Inc., 123 Front Street, Suite 1200, Toronto, Ontario, M5J 2M2, Canada<sup>2)</sup>

419,809 registered shares, corresponding to 0.12% of the share capital and the voting rights and 9,886,538 voting rights to be exercised at its own discretion, corresponding to 2.91% of the voting rights

For a complete list of shareholders / shareholder groups subject to disclosure pursuant to Article 120 FMIA and the indirect holders, please refer to the website of SIX Swiss Exchange.

<sup>1)</sup> As of 25 May 2018

<sup>2)</sup> As of 21 August 2018

#### Applicable law and place of jurisdiction

Swiss law. The exclusive place of jurisdiction is Zurich.

#### Mandated bank

Oerlikon has mandated Zürcher Kantonalbank for the execution of the buyback offer.

#### Security number / ISIN / ticker symbol

OC Oerlikon Corporation Inc., Pfäffikon, registered share of CHF 1 nominal value 81 682 / CH0000816824 / OERL

**This notice does not constitute an issue prospectus for the purposes of Art. 652a and/or Art. 1156 of the Swiss Code of Obligations.**

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