

### Buyback of own shares through the issuance of tradable put options for capital reduction

The Board of Directors of Castle Alternative Invest AG (incorporated in Freienbach), Schützenstrasse 6, 8808 Pfäffikon SZ resolved on 6 November 2019 to buy back up to 10% of its share capital, which is equivalent to a maximum of 629,709 registered shares of CHF 5 nominal value each. The share capital of the Company registered in the Commercial Register amounts to CHF 31,485,495 and is divided into 6,297,099 listed registered shares with a nominal value of CHF 5 each. At the Annual General Meeting of 15 May 2019, it was decided, among other things, to reduce the share capital by nominal value reduction of CHF 5 to CHF 0.05 per share, to CHF 314,854.95. The execution of this distribution is expected to take place on 18 November 2019 (ex-date 14 November 2019).

Based on the decision taken by the Board of Directors, Castle Alternative Invest AG is offering its shareholders the opportunity of tendering their registered shares for redemption by exercising put options; Castle Alternative Invest AG will buy back a maximum of 629,709 registered shares (amounting to a maximum of 10% of the capital and the voting rights of the share capital currently registered in the commercial register) at a price of CHF 22.85 per registered share before respectively of CHF 17.90 per registered share after the planned nominal value reduction. During the execution of the share buyback programme, the current share buyback programme via a second trading line will be suspended.

At the next annual general meeting, the Board of Directors of Castle Alternative Invest AG will propose a capital reduction by cancelling share capital in the amount of the buyback volume under this buyback programme.

Further information on the buyback of own shares is available on the Internet site of Castle Alternative Invest AG (<https://www.castleai.com/en/investor-relations#corporate-actions>). Any purchases and sales of own shares during the term of the buyback offer that are made outside the scope of the buyback offer will also be published on the aforementioned Internet site.

The share buyback programme has been exempted by the Takeover Commission, by order of 5 November 2019, from having to comply with the provisions on public purchase offers.

#### Issuer

Castle Alternative Invest AG, Schützenstrasse 6, 8808 Pfäffikon (Canton Schwyz)

#### Allocation

1 put option per registered share Castle Alternative Invest AG (excl. own shares).

#### Ex date

22 November 2019

#### Exercise ratio

10 put options entitle the holder to tender 1 registered share Castle Alternative Invest AG at the exercise price.

#### Exercise price (buyback price)

CHF 22.85 per registered share Castle Alternative Invest AG before respectively of CHF 17.90 per registered share after the planned nominal value reduction, subject to the deduction of the Swiss federal withholding tax of 35% on the difference between the buyback price and the nominal value of the registered share in Castle Alternative Invest AG, i.e. CHF 16.6025 net per registered share Castle Alternative Invest AG before respectively of CHF 11.6525 net per registered share after the planned nominal value reduction (net buyback price).

#### Exercise time

6 December 2019, until 11.00 a.m. CET.

Any put options not exercised on time and the rights related to these options will expire without any compensation.

#### Option type

European

#### Payment/Delivery

Payment of the net buyback price against delivery of the corresponding number of registered shares Castle Alternative Invest AG and put options will take place on 9 December 2019.

#### Notification and procedure

Shareholders will be notified by their custodian bank, and the put options they receive will be automatically booked to their custody account. Put options must be exercised or sold in accordance with the instructions of the custodian bank.

#### Listing

Listing of the put options on SIX Swiss Exchange with effect from 22 November 2019 has been requested and approved. The put options will be traded from 22 November 2019 up to and including 4 December 2019.

#### Securitisation

Permanent global certificate. The holders of put options are not entitled to receive individual certificates.

#### Charges

Put options will be allocated free of charge.

#### Result of the share buyback

The result of the share buyback is set to be announced on 6 December 2019 in a media release.

#### Own shares

On 4 November 2019, Castle Alternative Invest AG held the following registered shares:  
– 574'953 registered shares (9.13% of capital and voting rights), which have been bought back for the purpose of a capital reduction.

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

In accordance with the announcements published on 5 November 2019, the following beneficial owners held more than 3% of the capital and voting rights of Castle Alternative Invest AG:

LGT Capital Partners (FL) AG, Vaduz, Liechtenstein  
24.72% of the capital and voting rights

Personalvorsorgestiftungen der LGT Gruppe, Liechtenstein und Schweiz  
22.79% of the capital and voting rights

Alpine Select AG, Zug  
25.41% of the capital and voting rights

The LGT Capital Partners (FL) AG has announced to Castle Alternative Invest AG at an earlier date that it does not intend to change the company's control, and that it will hold its stake below 33 $\frac{1}{3}$ %, taking into account capital reductions resulting from the present share buyback programme, and previous and possible future share buyback programme.

LGT Capital Partners (FL) AG and Personalvorsorgestiftungen der LGT Gruppe have undertaken to Castle Alternative Invest Ltd. not to increase their holdings relatively during this share buyback programme, i.e. to reduce the number of registered shares held by the payment date to the extent of this share buyback programme.

Alpine Select AG has informed Castle Alternative Invest AG of its intention to exercise all put options originally allocated to it or to participate in the share buyback in accordance with its shareholding.

#### Non-public information

Castle Alternative Invest AG confirms that it does not have any undisclosed information which could significantly influence the decisions of shareholders.

#### Decision of the Takeover Board

The Takeover Board has issued the following decision pursuant to section 6.2 of TOB Circular no. 1 dated 27 June 2013 (status as of 1 January 2016):

1. The intended new share buyback programme by issuing tradable put options of Castle Alternative Invest AG amounting to a maximum of 629'709 own registered shares is exempted from the provisions on public purchase offers and subject to the provisions and conditions of TOB Circular No. 1.
2. Castle Alternative Invest AG is granted an exemption from paragraph 11 of TOB Circular No. 1.
3. The granting of a derogation from point 11 of TOB Circular No. 1 is subject to the condition that Castle Alternative Invest AG informs the Takeover Board after completion of its intended new share buyback programme by issuing tradable put options in an appropriate manner about the tender behaviour of LGT Capital Partners (FL) AG, the pension fund of LGT Group (Liechtenstein) and the pension fund of LGT Group (Switzerland) as well as Alpine Select AG and the change in their respective shareholdings in Castle Alternative Invest AG as well as about the development of the freely tradable share of the equity securities (free float).

4. The buyback advertisement of Castle Alternative Invest AG must contain the provisions of the present decision as well as an indication of the period and conditions within which a shareholder may claim party status and object to this decision.

5. This decision will be published on the website of the Swiss Takeover Board on 6 November 2019, but at the earliest after publication of the buyback advertisement regarding the intended new share buyback programme by issuing tradable put options of Castle Alternative Invest AG.

6. The fee payable by Castle Alternative Invest AG is CHF 20,000.

#### Taxes

The buyback of registered shares Castle Alternative Invest AG by means of the issue of put options for the purpose of a capital reduction is being treated as a partial liquidation of Castle Alternative Invest AG.

This essentially has the following tax consequences with respect to Swiss withholding tax, direct federal tax for persons with unlimited tax liability in Switzerland and Swiss stamp duty tax:

#### 1. Swiss withholding tax

Castle Alternative Invest AG is obliged to deduct Swiss withholding tax at a rate of 35% on the difference between the redemption price and the nominal value of the registered shares Castle Alternative Invest AG in favour of the Federal Tax Administration.

Persons resident in Switzerland are entitled to reclaim the withholding tax if they are beneficial owners of the registered shares Castle Alternative Invest AG at the time of the redemption (Art. 21 Abs. 1 lit. a Federal Act on Withholding Tax). This does not apply to cases of tax avoidance according to the practice of the Federal Tax Administration. Persons domiciled abroad may reclaim the withholding tax in accordance with any double taxation agreements.

#### 2. Direct federal tax

2.1 For persons with unlimited tax liability in Switzerland

The following explanations relate to direct federal taxes. As a rule, the same practice applies to cantonal and municipal taxes as to direct federal taxes.

a) Put options and registered shares Castle Alternative Invest AG held in private assets:  
Allocation and any proceeds from the sale of put options are not subject to direct federal tax.

The sale of registered shares Castle Alternative Invest AG to the issuer in relation with the exercise of put options results in taxable income in the amount of the difference between the redemption price and the nominal value of the registered shares Castle Alternative Invest AG (nominal value principle).

b) Put options and registered shares Castle Alternative Invest AG held in business assets:

The tax treatment of the receipt of put options depends on the accounting treatment. Capital gains from the sale of put options are subject to income tax.

The positive difference between the redemption price and the book value of registered shares Castle Alternative Invest AG arising from sale to the issuer constitutes taxable profit (book value principle). Corporations and cooperatives may claim participation reduction under certain circumstances.

2.2 For persons with unlimited tax liability outside Switzerland

Shareholders resident outside Switzerland should consult the corresponding local provisions with respect to tax consequences.

#### 3. Fees and levies

The issuing and trading of put options are free of stamp duty. The buyback of own shares for the purposes of capital reduction is also exempt from stamp duty. However, a fee may be charged by SIX Swiss Exchange.

The tax ruling obtained and in particular the disclosures under 2 above are of a general nature and reflect the tax treatment for shareholders domiciled in Switzerland. As Castle does not have information about the specific situation of individual investors, shareholders are advised to clarify their specific situation with their own legal, financial or tax adviser.

#### Sales restrictions

In particular, the United States/ US persons, the EEA and the United Kingdom.

Neither the put options nor the registered shares of Castle Alternative Invest AG will be offered for public sale outside Switzerland, and they may only be offered, sold, purchased or delivered, whether directly or indirectly, in, to or from countries other than Switzerland in accordance with the respectively applicable laws and regulations.

#### Applicable law and place of jurisdiction

Swiss law. The exclusive place of jurisdiction is Zurich.

#### Mandated bank

Zürcher Kantonalbank

#### Swiss security no. / ISIN / ticker symbol

Registered shares Castle Alternative Invest AG  
509.275 / CH0005092751 / CASN

Put options on registered shares Castle Alternative Invest AG  
50.554.773 / CH0505547734 / CASNPO

#### Information about the right to file an objection

A shareholder providing evidence of holding at least 3 percent of the voting rights in Castle Alternative Invest AG, irrespective of whether they are exercisable (qualified shareholder, Art. 56 TOO), who has yet to participate in the proceedings may file an objection against the decision. The objection must be filed with the Takeover Board within five trading days of the publication of the decision. The objection must contain a formal request and a summary of the legal grounds, as well as proof of the holding in accordance with Art. 56 para. 3 and 4 TOO (Art. 58 para. 3 TOO).

#### Please note:

Under the listing regulations of SIX Swiss Exchange Ltd, the listing of put options is not subject to a prospectus requirement.

This notification does not constitute an issuing prospectus within the meaning of Article 652a and Article 1156 of the Swiss Code of Obligations.

This is an informal translation of the German language original.  
In case of conflict, the German version shall prevail.