



Information regarding a public offer to repurchase shares of KTM AG

Dear Shareholders!

On 25 October 2021, the Extraordinary General Meeting of KTM AG (the "Company") resolved to reduce the share capital of the Company in the amount of EUR 10,845,000.00, which is divided into 10,845,000 registered shares with a nominal value of EUR 1.00 each, by a total amount of up to EUR 193,451.00, i.e. up to 193,451 shares, to up to EUR 10,651,549.00, i.e. up to 10,651,549 shares, by way of simplified redemption of fully paid-up treasury shares still to be acquired pursuant to § 192 para 3 subpara 2, para 4 of the Austrian Stock Corporation Act. The exact amount of the reduction corresponds to the nominal amount of the shares that will be acquired by the Company in the context of the public purchase offer (hereinafter "Share Repurchase Offer").

Please note that this letter is for information purposes only and therefore does not contain all information about the Share Repurchase Offer.

The Share Repurchase Offer will be published in the form of an offer document on 5 November 2021 and will be available on the Company's website at <https://ktm.com/> under the heading "Investor Relations" and the sub-heading "Share Repurchase Offer 2021".

The offer to purchase shares of KTM shareholders will be published in a legally binding manner in the offer document and is exclusively subject to the terms and conditions specified by KTM AG in the offer document.

Bidder:
KTM AG

Objective of the Share Repurchase Offer:

The Share Repurchase Offer is a partial offer and refers to the purchase of up to 193,451 registered shares with a nominal value of EUR 1.00 per share of KTM AG.

Offer price:
EUR 179,00 per share

Acceptance period:

The Share Repurchase Offer can be accepted from the 8th of November 2021 to the 3rd of December 2021, 5:00 pm (CET).



Settlement and settlement charges:

The Share Repurchase Offer will be settled by the Company itself, therefore no transaction fees and/or expenses are payable to third parties. The fees incurred by the Company for the transfer of the offer price will be borne by the Company itself.

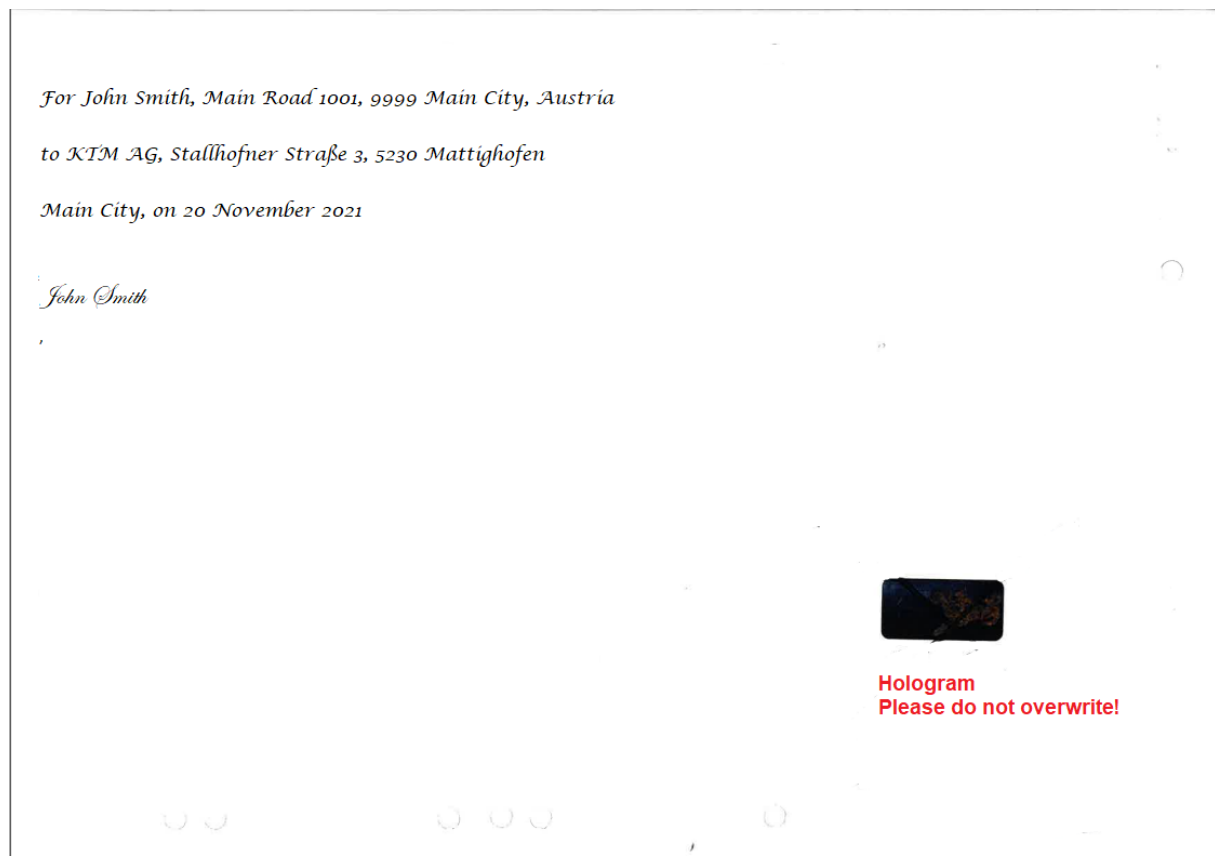
Conditions:

The Share Repurchase Offer is not subject to any conditions.

Acceptance of the offer:

The acceptance of the offer shall be declared to the Company by submitting (i) the duly completed and **signed acceptance form** and (ii) the **original** of the effective (printed) **share certificate** together with the **declaration of transfer to be handwritten** on the backside of the share certificate („**indorsement**“ – see below) to the Company. The transmission of the documents can be made by post by registered letter or personally to the given address of the Company. The acceptance shall be deemed to have been made in due time, if the documents to be submitted are delivered to the Company within the acceptance period. The acceptance form can be found on the Company's website at <https://ktm.com/> under the heading "Investor Relations" in the sub-heading "Share Repurchase Offer 2021".

The declaration of transfer (= indorsement) on the backside of the share certificate may – for example – look as follows (please use handwriting):



**Payment of the offer price:**

The offer price will be paid to the accepting KTM shareholders by 14 December 2021 at the latest.

Tax information:

Prior to accepting the offer, the Company recommends that KTM shareholders obtain tax advice regarding tax consequence of accepting this offer. It should be noted that income taxes and other taxes will not be borne by the Company.

Publications:

All publications will be made on the Company's website at <https://ktm.com/> under the heading "Investor Relations" and the sub-heading "Share Repurchase Offer 2021".

Restriction of Publication:

Unless in compliance with applicable laws this offer document or any other documents related to the offer may not be published, sent, distributed or made available outside of the Republic of Austria. The Company shall not incur any liability whatsoever for a breach of the aforementioned provision.

In particular, the Share Repurchase Offer is not being made, directly or indirectly, in the United States of America, its territories or possessions or any area subject to its jurisdiction, nor may it be accepted in or from the United States of America. Furthermore, the Share Repurchase Offer is not being made, directly or indirectly, in Australia, Canada or Japan, nor may it be accepted in or from Australia, Canada or Japan.

The offer document does not constitute a solicitation or invitation to offer shares in the Company in or from any jurisdiction where it is prohibited to make such invitation or solicitation or where it is prohibited to launch an offer by or to certain individuals.

KTM Shareholders to whom the offer is addressed and who come into possession of the offer Document outside the Republic of Austria and/or who wish to accept the offer outside the Republic of Austria are strongly advised to inform themselves with regard to the applicable legal provisions and to observe these provisions. The Company does not assume any liability in connection with the acceptance of the offer outside the Republic of Austria.

Mattighofen, on 5th of November 2021

The Management Board