



CASTELLUM

Supplement to Castellum Aktiebolag's offer document regarding the offer to the shareholders in Kungsleden Aktiebolag



Nordea

IMPORTANT INFORMATION

This document (the “**Supplement**”) is not an offer, whether directly or indirectly, in Australia, Hong Kong, Japan, New Zealand, South Africa or the United States or in any other jurisdictions where such offer pursuant to legislation and regulations in such relevant jurisdictions would be prohibited by applicable law.

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This Supplement does not constitute an offer to sell or issue, or the solicitation of an offer to buy or subscribe for, securities in the United States of America. The shares in Castellum have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or the securities laws of any state or jurisdiction in the United States and may not be offered or sold in the United States absent registration or an exemption from registration. Consequently, the consideration for the shares is not being made available, and the shares in Castellum are not being offered, sold or delivered, directly or indirectly, in or into the United States if to do so would constitute a violation of the U.S. Securities Act.

Shareholders should refer to the offer restrictions included in the section “*Offer restrictions*” on pages 100 – 101 in the Offer Document (defined below). U.S. investors should also refer to the section “*Offer restrictions – United States of America*” on pages 102 – 103. Further information regarding the conditions, restrictions and limitations of liability applicable to the Offer can be found in the Offer Document.

The Supplement shall be governed by and construed in accordance with substantive Swedish law. Any dispute regarding the Supplement, or which arises in connection therewith, shall be settled exclusively by Swedish courts, and the Stockholm District Court (Sw. *Stockholms tingsrätt*) shall be the court of first instance.

The Supplement has been approved and registered by

the Swedish Financial Supervisory Authority (Sw. *Finansinspektionen*) in accordance with the regulations in Chapter 2a of the Swedish Financial Instruments Trading Act (Sw. *lagen (1991:980) om handel med finansiella instrument*) and Article 23.1 and 23.2 of Regulation (EU) 2017/1129 of the European Parliament and of the Council. Neither approval nor registration entails any guarantee from the Swedish Financial Supervisory Authority that the factual information provided in the Offer Document or the Supplement is correct or complete.

The information in the Supplement is intended to be correct, although not complete, only at the time of publication of the Supplement. No assurance is given that the information has been or will be accurate at any other time. Except as required by Nasdaq Stockholm’s Takeover rules (the “**Takeover Rules**”) or applicable law or regulation, Castellum expressly disclaims any obligation or undertaking to publicly announce updates or revisions regarding the Supplement. The information in the Supplement is provided solely with respect to the Offer and is not permitted to be used for any other purpose.

FORWARD-LOOKING STATEMENTS

Statements in the Supplement relating to future status or circumstances, including statements regarding future performance, growth and other trend projections as well as other benefits of the Offer, are forward-looking statements. Forward-looking statements may generally, but not always, be identified by the use of words such as “anticipates”, “intends”, “expects”, “believes”, or similar expressions. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. There can be no assurance that actual results will not differ materially from those expressed or implied by these forward-looking statements due to many factors, many of which are outside the control of Castellum and Kungsleden Aktiebolag (“**Kungsleden**”).

Any forward-looking statements made herein speak only as of the date on which they are announced. Except as required by the Takeover Rules or applicable law or regulations, Castellum expressly disclaims any obligation or undertaking to publicly announce updates or revisions to any forward-looking statements contained in the Supplement to reflect any change in expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. The reader should, however, consult any additional disclosures that Castellum or Kungsleden have made or may make.

Contents

Supplement to the Offer Document	4
Castellum's press release	5
Contact details	6

Supplement to the Offer Document

On 2 August 2021, Castellum Aktiebolag (“Castellum”) announced a recommended public offer to the shareholders of Kungsleden Aktiebolag (“Kungsleden”) to acquire all shares in Kungsleden (the “Offer”). This document (the “Supplement”) constitutes a supplement to the offer document prepared by Castellum, which was approved and registered by the Swedish Financial Supervisory Authority (Sw. *Finansinspektionen*) (the “SFSA”) on 29 September 2021 (SFSA reference number 21-23661) in relation to the Offer (the “Offer Document”). On the same day the Offer Document was made public on Castellum’s website (www.castellum.se) and on the website of Nordea Bank Abp, filial i Sverige (“Nordea”) (www.nordea.se/aktier).

The Supplement, which has been prepared in accordance with Chapter 2a, Section 11 of the Swedish Financial Instruments Trading Act (Sw. *lagen (1991:980) om handel med finansiella instrument*) and Article 23.1 and 23.2 of Regulation (EU) 2017/1129 of the European Parliament and of the Council, was approved and registered by the SFSA on 7 October 2021 (SFSA reference number 21-25718) and published on 7 October 2021 on the aforementioned websites. The Supplement shall at all times be read together with, and as an integrated part of, the Offer Document. The definitions used in the Offer Document also apply to the Supplement.

The Supplement has been prepared in relation to Castellum’s press release that was published on 30 September 2021 regarding Castellum’s board of directors’ decision to appoint Jakob Mörndal as acting CEO, to take office on 8 October. The press release is included in full in this Supplement.

Kungsleden’s shareholders who have accepted the Offer prior to the publication of this Supplement have, according to Nasdaq Stockholm’s Takeover rules, the right to withdraw their acceptances within five business days from the publication of the Supplement, i.e. no later than on 14 October 2021. In other respects, the right to withdraw given acceptances of the Offer applies as set out in the Offer Document. To be valid, such withdrawal must have been received in writing by Nordea to the following address: Issuer Services L850, SE-105 71 Stockholm, Sweden, or, in respect of shareholders whose shares are not registered with Euroclear Sweden AB, to the person indicated in the information from the shareholder’s depository bank no later than on 14 October 2021.

For complete terms and conditions and other information about the Offer, please refer to the Offer Document which, together with the Supplement, is held available on the aforementioned website.

Castellum's press release



Press release
Gothenburg, 30 September 2021

Jakob Mörndal takes office as acting CEO of Castellum

The Board of Directors of Castellum has appointed Jakob Mörndal as acting CEO, to take office on 8 October. He succeeds Henrik Saxborn, who in April announced his departure from the company following more than eight years in the position.

Jakob Mörndal most recently operated his own company and prior to this served as business development manager at Klöver, head of co-operative housing association activities at Stena Fastigheter and in high yield sales at Swedbank.

“With Jakob Mörndal, Castellum will gain an acting CEO with solid experience of the property sector and investor market. After the planned merger of Castellum and Kungsleden, current CEO of Kungsleden Biljana Pehrsson will be appointed CEO of Castellum,” says Rutger Arnhult, Chairman of the Board of Castellum AB.

For more information please contact:

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This disclosure contains information that Castellum is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact person set out above, at 10:45 a.m./p.m. CEST on 30 September 2021.

About Castellum

Castellum is one of the Nordic region's largest listed real estate companies with a property value of approximately SEK 122 billion, including our participation in the Norwegian company Entra ASA. We are active in attractive Swedish growth regions as well as in Copenhagen and the Helsinki area. Every day, 250,000 people go to work in our premises. We develop flexible workplaces and logistics solutions with a lettable area of 3.8 million square metres. One of our sustainability goals is to be entirely climate neutral by 2030. Castellum is the only Nordic real estate company selected by the Dow Jones Sustainability Index (DJSI). The Castellum share is listed on Nasdaq Stockholm Large Cap.

Beyond expectations.
www.castellum.se

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