

Stockholm, 2 February 2022

**To the agent and bondholders in:**

**ISIN: SE0012194165 – Nobina AB's (publ) maximum SEK 700,000,000 senior secured floating rate green bonds 2019/2024**

**VOLUNTARY REPURCHASE OFFER**

**This notice of voluntary repurchase offer (the “Notice”) has been sent on 2 February 2022 to the Agent and the Holders directly registered as of 1 February 2022 in the debt register (Sw. *skuldbok*) kept by the CSD. If you are an authorised nominee under the Swedish Central Securities Depositories and Financial Instruments Accounts Act or if you otherwise are holding Bonds on behalf of someone else on a securities account, please forward this Notice to the Holder you represent as soon as possible.**

Reference is made to the terms and conditions of the abovementioned bond issue (with an aggregate amount outstanding of SEK 700,000,000) (the “**Bonds**”), issued by Nobina AB (publ) (the “**Issuer**”) initially on 13 February 2019 in accordance with the terms and conditions for the Bonds (the “**Terms and Conditions**”).

All capitalised terms used herein and not otherwise defined in this Notice shall have the meaning assigned to them in the Terms and Conditions.

As announced by Ride BidCo AB by way of press release on 24 January 2022, Ride BidCo AB has, as of 1 February 2022, acquired approximately 92.8 per cent. of the shares in the Issuer (excluding shares held by the Issuer). The transaction constitutes a Change of Control Event.

In accordance with paragraph (f) of Clause 14.10.1 of the Terms and Conditions the Issuer hereby notifies the Agent and the Holders of the Change of Control Event.

As a result of the Change of Control Event, each Holder has the right (but not an obligation), in accordance with Clause 12.4.1 of the Terms and Conditions, to request that all, or some only, of its Bonds are repurchased at a price per Bond equal to 101.00 per cent. of the Nominal Amount together with accrued but unpaid interest, during a period of thirty (30) calendar days (the “**Repurchase Right**”).

The Issuer has appointed Swedbank AB (publ) to act as paying agent (the “**Paying Agent**”) in connection with the Repurchase Right.

A Holder who wishes to exercise its Repurchase Right shall complete and sign a repurchase application form. Such repurchase application form may be obtained from the Paying Agent at request by contacting [syndicate@swedbank.se](mailto:syndicate@swedbank.se). A signed repurchase application form needs to be received by the Paying Agent no later than 12:00 CET on 9 March 2022.

Settlement of any repurchases of Bonds as a result of the Repurchase Right will occur on 6 April 2022. The Record Date for entitlement to the repurchase amount, for any Bonds repurchased as a result of the Repurchase Right, will be 30 March 2022.

For further information, please contact the Paying Agent or the Issuer at:

**Paying Agent**

Swedbank AB (publ)  
syndicate@swedbank.se

**Issuer**

Nobina AB (publ)  
Mattias Gelinder, Group Treasurer & Head of IR  
mattias.gelinder@nobina.com

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