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Press release

17 January 2025

## **Cibus has entered into a binding agreement for the contemplated acquisition of Forum Estates – completion of the transaction remains subject to closing conditions**

**Cibus Nordic Real Estate AB (publ) ("Cibus" or the "Company") has today, following the board of directors' approval, entered into a binding agreement to acquire Forum Estates Holding BV ("Forum Estates"), including its property portfolio (the "Transaction"). The consideration in connection with the Transaction will be paid in newly issued shares in Cibus following a resolution by the Company's board of directors in accordance with the authorization granted by the extraordinary general meeting on 14 January 2025.**

On 18 December 2024<sup>1</sup>, Cibus announced that it contemplates to acquire all shares and a sufficient percentage of the subordinated loan receivables in Forum Estates, a Benelux-based owner and manager of grocery and daily goods properties with a portfolio of 149 properties and an underlying property value of approximately EUR 508 million. On 14 January 2025, Cibus' extraordinary general meeting resolved to authorize Cibus' board of directors to decide on an issue of new shares as consideration in connection with the Transaction.

Cibus has today, following approval by the board of directors, entered into a binding agreement to acquire Forum Estates with shareholders holding in total more than 65 percent of the shares in Forum Estates. Upon Cibus and the shareholders of Forum Estates entering into the binding agreement, Forum Estates' shareholders exercised the drag-along provision in Forum Estates' articles of association, which entails that Cibus will acquire 100 percent of the shares in Forum Estates.

The completion of the Transaction remains conditional upon customary closing conditions being fulfilled or waived by Cibus, including that lenders of a total of at least 90 percent of the outstanding subordinated loan receivables in Forum Estates undertake to contribute their receivables to Cibus. Contingent upon these closing conditions, completion of the Transaction is expected in the first quarter of 2025.

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<sup>1</sup> For further information on the Transaction, please refer to Cibus' press release dated 18 December 2024; "Cibus announces its first step in continental Europe through the contemplated acquisition of Forum Estates, Benelux, with an underlying property value of approx. EUR 508 m".

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This press release contains information that Cibus Nordic Real Estate AB (publ) is obliged to make public pursuant to the EU Market Abuse Regulation 596/2014. The information was submitted for publication, through the agency of the contact persons set out above, at the time specified by Cibus' news distributor beQuoted at the time of publication of this press release.

*Cibus is a real estate company listed on Nasdaq Stockholm Mid Cap. The company's business idea is to acquire, develop and manage high-quality properties in Europe with grocery retail chains as anchor tenants. The company currently owns about 500 properties in the Nordics. The largest tenants are Kesko, Tokmanni, Coop Sweden, S Group, Dagrofa, and Lidl.*

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This announcement does not constitute a (public) offer to acquire or issue financial instruments, or any intention or publicity in relation thereto. Cibus does not intend to launch any public offer in relation to the contemplated transaction. Relevant investors will be contacted personally as part of a private offer. Any other investors are not allowed to participate in the negotiations in relation to the contemplated

transaction. The sole purpose of this press release is to inform the market about the contemplated Transaction.

In the United Kingdom, this press release and any other materials in relation to the securities described herein is only being distributed to, and is only directed at, and any investment or investment activity to which this document relates is available only to, and will be engaged in only with, "qualified investors" (within the meaning of Article 86(7) of the Financial Services and Markets Act 2000) who are (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"); or (ii) "high net worth entities" falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons"). In the United Kingdom, any investment or investment activity to which this communication relates is available only to, and will be engaged in only with, relevant persons. Persons who are not relevant persons should not take any action on the basis of this press release and should not act or rely on it.

This press release does not identify or suggest, or purport to identify or suggest, the risks (direct or indirect) that may be associated with an investment in the new shares. Any investment decision to acquire or subscribe for new shares Cibus must be made on the basis of all publicly available information regarding Cibus and its securities.

This press release does not constitute a recommendation for any investors' decisions regarding the Transaction or Cibus. Each investor or prospective investor should conduct his, her or its own investigation, analysis and evaluation of the business and information described in this press release and all publicly available information. The price and value of securities can go down as well as up. Past performance is not a guide to future performance. Neither the contents of the Company's website nor any other website accessible through hyperlinks on the Company's website are incorporated into or form part of this press release.

#### **Forward-looking statements**

This press release contains forward-looking statements that relate to the Company's intentions, assessments or expectations regarding the Company's future results, financial position, liquidity, development, prospects, expected growth, strategies and opportunities and the markets in which the Company operates. Forward-looking statements are statements that do not refer to historical facts and can be identified through statements which includes, but is not limited to, terms such as "consider", "expects", "anticipates", "intends", "appreciates", "will", "can", "assumes", "should", "could" and, in any case, negations thereof, or similar expressions. The forward-looking statements in this press release are based on various assumptions, which in many cases are based on additional assumptions. Although the Company considers that the assumptions reflected in these forward-looking statements are reasonable, it cannot be guaranteed that the assumptions will occur or that they are correct. Since these assumptions are based on assumptions or estimates and are subject to risks and uncertainties, the actual result or outcome may, for many different reasons, differ materially from the forward-looking statements. Such risks, uncertainties, eventualities and other significant factors may cause actual events to deviate significantly from the expectations expressly or implicitly stated in this press release through the forward-looking statements.

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