

*The Offer is not being made, and this press release may not be distributed, directly or indirectly, in or into, and no acceptances will be accepted from, or on behalf of, shareholders in Australia, Hong Kong, Japan, Canada, New Zealand, Switzerland, Singapore, South Africa or the United States of America or any other country in which the making of the Offer, the distribution of this press release or the acceptance of the Offer would be contrary to applicable laws or regulations or would require the preparation of an additional offer document or registration or any other action in addition to that required by Swedish law.*

**Press release 4 March 2024**

## **EG Sverige AB extends the acceptance period for the public offer to the shareholders of Mestro AB (publ)**

**EG A/S, CVR no. 40 40 60 93, through its indirectly wholly owned subsidiary EG Sverige AB, reg. no 556164-5648 (the "Bidder") announced on 9 February 2024 a recommended public offer (the "Offer") to the shareholders of Mestro AB (publ), reg. no 556679-4649 ("Mestro") to tender all their shares in Mestro at a price of SEK 18 in cash per share. The Bidder has entered into agreements to acquire a total of 5,416,374 shares in Mestro, corresponding to approximately 53 per cent of all shares and votes in Mestro at a price of SEK 20 per share. The Bidder thus increased the consideration in the Offer to SEK 20 per share (the "Revised Offer") and published a supplement (the "Supplement") to the offer document 19 February 2024. The initial acceptance period for the Offer commenced on 13 February 2024 and expired on 4 March 2024, which is now extended to 20 March 2024.**

### **Extended acceptance period**

The acceptance period for the Offer expired on 4 March 2024. The Bidder today announces that:

- At the expiration of the acceptance period on 4 March 2024, the Offer had been accepted by shareholders of Mestro representing a total of approximately 35.5 per cent of all outstanding shares and votes in Mestro.
- The shares in Mestro that have been tendered in connection with the Offer at the end of the acceptance period, together with the shares in Mestro that the Bidder has agreed to acquire, represent approximately 88.49 per cent of all outstanding shares and votes in Mestro.
- The Bidder has decided to extend the acceptance period for the Offer up to and including 15:00 on 20 March 2024 in order to give the remaining shareholders in Mestro the opportunity to accept the Offer and to obtain the necessary approval from the Inspectorate for Strategic Products.

In order to give the remaining shareholders of Mestro who have not tendered their shares time to accept the Offer and for the approval of the Inspectorate for Strategic Products to be obtained, the acceptance period will be extended up to and including 15:00 on 20 March 2024. For those shareholders in Mestro who accepted the Offer during the initial acceptance period, as

well as those shareholders who accept the Offer during the extended acceptance period, payment of consideration will be made as soon as the Bidder has announced that the conditions for the Offer have been fulfilled or that the Bidder otherwise decides to complete the Offer. Provided that such announcement is made no later than on or about 21 March 2024, payment of consideration is expected to commence on or about 25 March 2024. The Bidder reserves the right to further extend the acceptance period for the Offer and to postpone the time of payment of consideration.

The Offer is, inter alia, conditional upon acceptance to such extent that the Bidder becomes the owner of more than 90 per cent of the total number of shares in Mestro on a fully diluted basis and upon approval by the Inspectorate for Strategic Products. In addition, the terms of the Offer as set out in the offer document and the Supplement are unchanged, including the completion conditions and reservations set by the Bidder for the Offer. The Offeror thus reserves the right to withdraw the Offer in the event that it is clear that any of the conditions for completion of the Offer have not been fulfilled or can be fulfilled if the non-fulfilment is of significant importance for the Bidder's acquisition of shares in Mestro. The Bidder further reserves the right to complete the Offer at a lower level of acceptance.

### **Other information**

In the event that the Bidder, whether in connection with the Offer or otherwise, becomes the owner of more than 90 per cent of all shares in Mestro, the Bidder intends to commence a compulsory buy-out procedure in accordance with the Swedish Companies Act (Sw. *aktiebolagslagen (2005:551)*) to acquire the remaining shares in Mestro. In connection with such compulsory buy-out procedure, the Bidder intends to promote a delisting of the shares in Mestro from First North.

The offer document, the Supplement and the acceptance form are available in Swedish and English, together with other information on the Offer, on the Bidder's website <https://global.eg.dk/about-eg/mestro-public-offer/> and on Hagberg & Aneborn's website <https://hagberganeborn.se/transaktion/mestro-ab-publ/>.

### **Advisors**

The Bidder has engaged Wistrand Advokatbyrå as legal advisor.

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### **EG Sverige AB**

The Board of Directors, 4 March 2024, Gothenburg

The information in this press release was submitted for publication at 18:00 on 4 March 2024. For additional information regarding the Offer, please contact:

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### **Important information**

An offer document and Supplement (in Swedish and English) has been made public by the Bidder.

The Offer is not being made to (and acceptance forms will not be approved from or on behalf of) persons domiciled in Australia, Canada, Hong Kong, Japan, New Zealand, Singapore, South Africa, Switzerland or USA or whose participation in the Offer requires that additional offer documents are prepared or registrations affected or that any other measures are taken in addition to those required under Swedish law (including The Swedish Stock Market Self-Regulation Committee's Takeover rules for certain trading platforms (2024-01-01)), except where there is an applicable exemption.

This press release and any other documentation related to the Offer (including copies of such documentation) must not be mailed or otherwise distributed, forwarded or sent in or into any jurisdiction (including, without limitation, Australia, Canada, Hong Kong, Japan, New Zealand, Singapore, South Africa, Switzerland or USA) in which the distribution of this press release or the Offer would require any additional measures to be taken or would be in conflict with any laws or regulations in any such jurisdiction. Persons who receive this press release (including, without limitation, banks, brokers, dealers, nominees, trustees and custodians) and are subject to the laws or regulations of any such jurisdiction will need to inform themselves about, and observe, any applicable restrictions and requirements. Any failure to do so may constitute a violation of the securities laws or regulations of any such jurisdiction. To the extent permitted by applicable law, the bidder disclaims any responsibility or liability for any violations of any such restrictions and the bidder reserves the right to disregard any acceptance forms whose submission constitutes a direct or indirect violation of any of these restrictions.

The Offer, the information and documents contained in this press release are not being made and have not been approved by an authorised person for the purposes of section 21 of the UK Financial Services and Markets Act 2000 (the "**FSMA**"). Accordingly, the information and documents contained in this press release are not being distributed to, and must not be passed on to, the general public in the United Kingdom except where there is an applicable exemption. The communication of the information and documents contained in this press release is exempt from the restriction on financial promotions under section 21 of the FSMA on the basis that it is a communication by or on behalf of a body corporate which relates to a transaction to acquire day to day control of the affairs of a body corporate; or to acquire 50 percent or more of the voting shares in a body corporate, within article 62 of the UK Financial Service and Markets Act 2000 (Financial Promotion) Order 2005.

Statements in this press release relating to any future status or circumstance, including statements regarding future performance, growth and other trend projections as well as other effects of the Offer, are forward-looking statements. Such statements may, inter alia, be identified by the use of words such as "anticipate", "believe", "expect", "intend", "plan",

“strive”, “seek”, “will” or “would” or by similar expressions. By their nature, forward-looking statements are associated with risks and uncertainties because they relate to future events and depend on circumstances that occur in the future. Due to several factors, many of which are outside the Bidder’s control, future circumstances may materially deviate from what has been expressed or implied in the forward-looking statements. Any forward-looking statements speak only as of the date on which the statements are made and the bidder has no obligation (and undertakes no obligation) to update or revise any such statements, whether as a result of new information, future events or otherwise, except for when it is required by applicable laws and regulations.

This press release has been published in Swedish and English. In the event of any discrepancy between the two language versions, the Swedish version shall prevail.