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Press release

Stockholm 7 December 2021

Cibus Nordic Real Estate AB (publ) explores the conditions for carrying out a directed share issue

Cibus Nordic Real Estate AB (publ) ("Cibus" or the "Company") intends to carry out a directed share issue with the objective of securing financing to be able to capture the acquisition opportunities that the Company has identified in the Nordics. Cibus has engaged Nordea Bank Abp, filial i Sverige and Pareto Securities AB as Joint Global Coordinators and Joint Bookrunners (jointly the "Managers") to explore the conditions for carrying out a directed share issue of a maximum of 2,000,000 shares to Swedish and international institutional, and other qualified, investors (the "Share Issue") through an accelerated book building process.

The Share Issue

Cibus sees a positive market situation where the conditions for value adding acquisitions in the near future are deemed to be very favourable. The Company has a strong pipeline of different potential acquisitions in the Nordics. In order to be able to take advantage of these opportunities and at the same time maintain a solid financial position, in accordance with the Company's finance policy, Cibus has decided to investigate the conditions to carry out the Share Issue.

The subscription price and allocation of shares in the Share Issue will be determined through a bookbuilding procedure, which will commence immediately after publication of this press release and is expected to end before trading starts on Nasdaq Stockholm on 8 December 2021. The total number of shares issued, the subscription price and allotment in the Share Issue will be determined by Cibus in consultation with the Managers. The Company will inform about the outcome of the Share Issue in a press release when the bookbuilding procedure has been completed. The bookbuilding procedure can, if the Company or the Managers chooses to do so, end earlier or later and can at any time be cancelled, thus the Company can, in part or in full, refrain from executing the Share Issue. As the subscription price in the Share Issue will be determined in the bookbuilding procedure, it is the board of directors' assessment that the subscription price is determined in accordance with market conditions.

The Share Issue is intended to be carried out based on the authorisation granted by the annual general meeting held on 15 April 2021.

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The Share Issue is intended to be carried out as a directed share issue with deviation from the shareholders' preferential rights since the board of directors has assessed that the need for additional capital is limited to such an extent that the costs for a preferential rights issue would be high in proportion to the capital raised. Furthermore, the delay from conducting a preferential rights issue could lead to loss of potential acquisition opportunities for the Company. The board of directors has in the choice of type of share issue considered it positive that Cibus' shareholder base, through the Share Issue, is further diversified among Swedish and international institutional, and other qualified, investors.

The board of directors' overall assessment is therefore that the reasons for conducting the Share Issue outweighs the reasons for the principal rule to issue shares to shareholders with preferential rights, and that a share issue with deviation from the shareholders' preferential rights therefore lies in the interest of the Company and all of its shareholders.

Lock-up undertakings

In connection with the Share Issue, the Company's CEO, Sverker Källgården, and CFO, Pia-Lena Olofsson, have undertaken, with certain exceptions, not to sell or in other ways dispose their shares in the Company for a period of 90 calendar days after the completion of the Share Issue.

The Company has also undertaken not to, without the consent of the Managers, propose or take measures involving activities increasing the share capital, share issues and similar measures, with certain exceptions, for example in connection with acquisitions, for a period of 90 calendar days after the completion of the Share Issue.

Advisors

Nordea Bank Abp, filial i Sverige and Pareto Securities AB act as Joint Global Coordinators and Joint Bookrunners. Baker McKenzie acts as legal adviser to the Managers in connection with the Share Issue. Roschier Advokatbyrå AB acts as legal adviser to the Company in connection with the Share Issue.

For additional information, please contact:

Sverker Källgården, CEO, Cibus Nordic Real Estate AB (publ)

Phone: +46 761 444 888

E-post: sverker.kallgarden@cibusnordic.com

Pia-Lena Olofsson, CFO, Cibus Nordic Real Estate AB (publ)

Phone: +46 708 580 453

E-post: pia-lena.olofsson@cibusnordic.com

This information constitutes insider information that Cibus Nordic Real Estate AB (publ) is obliged to make public pursuant to the EU Market Abuse Regulation. The information in this press release was submitted for publication by the contact persons set out above, for publication at the time specified by Cibus' news distributor beQuoted at the time of publication of this press release. The above persons can also be contacted for further information.



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About Cibus Nordic Real Estate AB (publ)

Cibus is a real estate company listed on Nasdaq Stockholm Mid Cap. The Company's business strategy is to acquire, develop and manage high-quality properties in the Nordics with daily goods store chains as anchor tenants. The Company currently owns about 400 properties in the Nordic region. The main tenants are Kesko, Tokmanni, Coop, Lidl and S Group.

Important information

The release, announcement or distribution of this press release may, in certain jurisdictions, be subject to restrictions. The recipients of this press release in jurisdictions where this press release has been published or distributed shall inform themselves of and follow such restrictions. The recipient of this press release is responsible for using this press release, and the information contained herein, in accordance with applicable rules in each jurisdiction. This press release does not constitute an offer, or a solicitation of any offer, to buy or subscribe for any securities in the Company in any jurisdiction, where such offer would be considered illegal or require registration or other measures.

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This press release is not a prospectus as set forth in Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") and has not been approved by any regulatory authority in any jurisdiction. The Company has not approved any securities offering to the public in any member state of the EEA and no prospectus has been published or will be published in connection with the Share Issue. In each member state of the EEA, this message is only directed towards "qualified investors" in that member state in accordance with the definition in the Prospectus Regulation.

In the United Kingdom, this document 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" (according to the definition in 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



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This announcement 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 Company's shares. Any investment decision to buy or subscribe for new shares in the Share Issue must be made on the basis of all publicly available information relating to the Company and the Company's shares. Such information has not been verified by the Managers. The Managers act for the Company in connection with the Share Issue and no one else. The Managers will not be responsible to anyone other than the Company for providing the protections afforded to its clients nor for giving advice in relation to the Share Issue or any other matter referred to herein.

This press release does not constitute a recommendation for any investors' decisions regarding the Share Issue. Each investor or potential investor should conduct a self-examination, analysis and evaluation of the business and information described in this press release and any publicly available information. The price and value of the securities can decrease as well as increase. Achieved results do not provide guidance for future results. 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.

Failure to follow these instructions may result in a breach of the Securities Act or applicable laws in other jurisdictions.

Forward-looking statements

This press release contains forward-looking statements that reflect the Company's intentions, beliefs, or current expectations about and targets for the Company's future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company operates. Forward-looking statements are statements that are not historical facts and may be identified by words such as "believe", "expect", "anticipate", "intend", "may", "plan", "estimate", "will", "should", "could", "aim" or "might", or, in each case, their negative, or similar expressions. The forward-looking statements in this press release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, it can give no assurances that they will materialize or prove to be correct. Because these statements are based on assumptions or estimates and are subject to risks and uncertainties, the actual results or outcome could differ materially from those set out in the forward-looking statements as a result of many factors. Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this release by such forward-looking statements. The Company does not guarantee that the assumptions underlying the forward-looking statements in this



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Information to distributors

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("**MiFID II**"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "**MiFID II Product Governance Requirements**"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the shares in Cibus have been subject to a product approval process, which has determined that such shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "**EU Target Market Assessment**"). Solely for the purposes of each manufacturer's product approval process in the United Kingdom, the target market assessment in respect of the shares in the Company has led to the conclusion that: (i) the target market for such shares is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**UK MiFIR**"); and (ii) all channels for distribution of such shares to eligible counterparties and professional clients are appropriate (the "**UK Target Market Assessment**" and, together with the EU Target Market Assessment, the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, Distributors should note that: the price of the shares in Cibus may decline and investors could lose all or part of their investment; the shares in Cibus offer no guaranteed income and no capital protection; and an investment in the shares in Cibus is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Share Issue. Thereto, notwithstanding the Target Market Assessment, it shall be noted that the Managers will only provide investors who meet the criteria for professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II or UK MiFIR; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the shares in Cibus.



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Each distributor is responsible for undertaking its own target market assessment in respect of the shares in Cibus and determining appropriate distribution channels.