

Amended and Restated Final Terms dated 23 May 2024 which amends and restates the Final Terms dated 21 May 2024¹

PROHIBITION OF SALES TO EEA RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a "**retail investor**" means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (the "**EU Prospectus Regulation**"). Consequently no key information document required by Regulation (EU) No. 1286/2014 (as amended the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the "**UK**"). For these purposes, a "**retail investor**" means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "**EUWA**"); (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000 (the "**FSMA**") to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No. 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

MiFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

¹ Item 15(vii) "Relevant Screen Page" has been amended to "Refinitiv's screen "STIBOR=" from "Reuters page "SIDE"", as "SIDE" is no longer available.

Singapore Securities and Futures Act Product Classification – Solely for the purposes of its obligations pursuant to sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act 2001 of Singapore as amended from time to time (the "SFA"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that the Notes are "prescribed capital markets products" (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and "Excluded Investment Products" (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAAN16: Notice on Recommendations on Investment Products).

Amended and Restated Final Terms dated 23 May 2024

HEMSÖ FASTIGHETS AB

Legal entity identifier (LEI): 549300VOTS5OZ82UTG69

Issue of SEK 1,000,000,000 Floating Rate Green Bonds due May 2029

under the EUR 6,000,000,000 Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the base prospectus dated 8 November 2023 which constitutes a base prospectus (the "**Base Prospectus**") for the purposes of the EU Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of the EU Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. The Base Prospectus has been published on the websites of Euronext Dublin (<https://live.euronext.com/en/markets/dublin>) and the Issuer (<https://www.hemsoe.com/>).

- | | | | |
|----|-------|--|--|
| 1. | (i) | Issuer: | Hemsö Fastighets AB |
| 2. | (i) | Series Number: | 94 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes become fungible: | Not Applicable |
| 3. | | Specified Currency or Currencies: | Swedish Kronor (" SEK ") |
| 4. | | Aggregate Nominal Amount: | |
| | (i) | Series: | SEK 1,000,000,000 |
| | (ii) | Tranche: | SEK 1,000,000,000 |
| 5. | | Issue Price: | 100.00 per cent. of the Aggregate Nominal Amount |

6. (i) Specified Denominations: SEK 2,000,000 and integral multiples of SEK 1,000,000 in excess thereof
- (ii) Calculation Amount: SEK 1,000,000
7. (i) Issue Date: 23 May 2024
- (ii) Interest Commencement Issue Date
Date:
8. Maturity Date: Interest Payment Date falling in or nearest to May 2029
9. Interest Basis: 3 month STIBOR + 0.95 per cent. Floating Rate
(see paragraph 15 below)
10. Redemption/Payment Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100.00 per cent. of their nominal amount.
11. Change of Interest or Redemption/Payment Basis: Not Applicable
12. Put/Call Options: Change of Control Put Option
(further particulars specified in paragraphs 18 below)
13. (i) Status of the Notes: Senior
- (ii) Date Board approval for issuance of Notes obtained: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. **Fixed Rate Note Provisions** Not Applicable
15. **Floating Rate Note Provisions** Applicable
- (i) Specified Period: Each period beginning on (and including) the Interest Commencement Date or any Interest Payment Date and ending on (but excluding) the next Interest Payment Date (or the relevant payment date, if the Notes become payable on a date other than an Interest Payment Date), subject to adjustment in accordance with the Business Day Convention set out in (iv)

- (ii) Specified Interest Payment Dates: Interest shall be payable quarterly in arrears on 23rd of February, May, August and November each year commencing on the First Interest Payment Date and ending on the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (iv) below
- (iii) First Interest Payment Date: 23 August 2024
- (iv) Business Day Convention: Modified Following Business Day Convention
- (v) Additional Business Centre(s): Stockholm
- (vi) Party responsible for calculating the Rate(s) of Interest and/or Interest Amount(s): Fiscal Agent
- (vii) Screen Rate Determination:
- Reference Rate: 3 month STIBOR
 - Observation Method: Not Applicable
 - Lag Period: Not Applicable
 - Observation Shift Period: Not Applicable
 - D: Not Applicable
 - Index Determination: Not Applicable
 - SOFR Compounded Index: Not Applicable
 - Relevant Decimal Place: Not Applicable
 - Relevant Number of Index Days: Not Applicable
 - Interest Determination Date(s): The second Stockholm business day prior to the start of each Interest Period

- Relevant Screen Page: Refinitiv's screen "STIBOR="²
 - Relevant Time: 11.00 a.m. Stockholm time
 - Relevant Financial Centre: Stockholm
- (viii) Linear Interpolation: Not Applicable
- (ix) Margin(s): + 0.95 per cent. per annum
- (x) Minimum Rate of Interest: Not Applicable
- (xi) Maximum Rate of Interest: Not Applicable
- (xii) Day Count Fraction: Actual/360
16. **Zero Coupon Note Provisions** Not Applicable

PROVISIONS RELATING TO REDEMPTION

17. **Call Option** Not Applicable
18. **Put Option** Not Applicable
19. **Change of Control Put Option** Applicable
20. **Clean-up Call Option:** Not Applicable
21. **Early Termination Amount** SEK 1,000,000 per Calculation Amount
- Early Termination Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:
22. **Final Redemption Amount of each Note** SEK 1,000,000 per Calculation Amount
23. **Early Redemption Amount** SEK 1,000,000 per Calculation Amount
- Early Redemption Amount(s) per Calculation Amount payable on redemption on event of default or other early redemption:
24. **Early Redemption Amount (Tax)**

² Relevant Screen Page has been amended to Refinitiv's screen "STIBOR=" from "Reuters page "SIDE"", as "SIDE" is no longer available.

- (i) Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons: SEK 1,000,000 per Calculation Amount
- (ii) Notice period: In line with Conditions

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25. **Form of Notes:** Bearer Notes:
 Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes on in the limited circumstances specified in the Permanent Global Note
26. New Global Note/New Safekeeping Structure: No
27. Additional Financial Centre(s): Stockholm
28. Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No
29. Relevant Benchmark: STIBOR is provided by Swedish Financial Benchmark Facility AB. As at the date hereof, Swedish Financial Benchmark Facility AB appears in the register of administrators and benchmarks established and maintained by ESMA pursuant to Article 36 (Register of administrators and benchmarks) of the EU Benchmarks Regulation

Signed on behalf of Hemsö Fastighets AB:

By:
Duly authorised

Nils Styf

Rutger Källén

Nils Styf

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Admission to Trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the regulated market of Euronext Dublin with effect from 23 May 2024
- (ii) Estimate of total expenses related to admission to trading: EUR 1,050

2. RATINGS The Notes to be issued will be unrated.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for the fees payable to the Dealer, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Dealer and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer its affiliates in the ordinary course of business.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (iii) Reasons for the offer The Notes are intended to be issued as Green Bond loan under the Issuer's Sustainable Finance Framework dated 15 February 2023
- (iv) Estimated net proceeds: SEK 1,000,000,000

5. OPERATIONAL INFORMATION

ISIN: XS2824799402

Common Code: 282479940

FISN: HEMSO FASTIGHET/VAREMTN 20290500, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN

CFI Code: DTVNFB, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA)

or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN

Any clearing system(s) other than Euroclear or Clearstream, Luxembourg Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility: No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

6. DISTRIBUTION

(i) Method of Distribution: Non-syndicated

(ii) If syndicated:

Names of Dealers Not Applicable

Stabilisation Manager(s), if any: Not Applicable

(iii) If non-syndicated, name of Dealers: Danske Bank A/S, Svenska Handelsbanken AB (publ)

(iv) U.S. Selling Restrictions: Reg S Compliance Category 2; TEFRA D

(v) Prohibition of Sales to EEA Retail Investors: Applicable







(vi) Prohibition of Sales to UK Retail Investors: Applicable

7. **PROVISIONS RELATING TO GREEN BONDS**

- (i) Green Bonds: Yes
- (ii) Reviewer: A second-party opinion has been provided by Sustainalytics and available on the issuer's website: www.hemsoe.com/investors/financing/sustainablebonds
- (iii) Date of third party opinion(s): 8 March 2023

Titel	Amended Final Terms EMTN94
Filnamn	Final_Terms__v05__execution.pdf
Dokument-ID	2da27ef99a1945cc1fee7203716f3446e2ffbc60
Granskningsloggens datumformat	YYYY / MM / DD
Status	● Underskriven

Dokumenthistorik

 SKICKAT	2024 / 05 / 23 14:58:05 UTC+2	Skickat för underskrift till Rutger Källén (rutger.kallen@hemso.se) and Nils Styf (nils.styf@hemso.se) från marcus.gyllenhammar@hemso.se IP: 185.29.113.102
 VISAT	2024 / 05 / 23 14:58:21 UTC+2	Visats av Nils Styf (nils.styf@hemso.se) IP: 185.29.113.102
 UNDERTECKNAT	2024 / 05 / 23 14:58:31 UTC+2	Underskrivet av Nils Styf (nils.styf@hemso.se) IP: 185.29.113.102
 VISAT	2024 / 05 / 23 15:42:58 UTC+2	Visats av Rutger Källén (rutger.kallen@hemso.se) IP: 185.29.113.102
 UNDERTECKNAT	2024 / 05 / 23 15:43:11 UTC+2	Underskrivet av Rutger Källén (rutger.kallen@hemso.se) IP: 185.29.113.102
 SLUTFÖRT	2024 / 05 / 23 15:43:11 UTC+2	Dokumentet är klart.