

Notice of Change of Control Event

To: The Bondholders of Opus Group AB (publ) SEK 500,000,000 Senior Unsecured Callable Bonds 2018/2022, ISIN: SE0010625889 and Nordic Trustee & Agency AB (publ) as Trustee under the Terms and Conditions for the Bonds (as defined below).

This Notice of Change of Control Event has been sent on 23 January 2020 to Bondholders directly registered as of 22 January 2020 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 and repurchase instruction form to the Bondholder you represent as soon as possible.

We refer to the SEK 500,000,000 Senior Unsecured Callable Bonds 2018/2022 (the “**Bonds**”) with ISIN: SE0010625889, issued by the Opus Group AB (publ) (the “**Issuer**”) under the terms and conditions of the Bonds (the “**Terms and Conditions**”). Terms defined in the Terms and Conditions shall have the same meaning when used in this notice, unless otherwise defined herein.

In accordance with Clause 10.4 of the Terms and Conditions, the Issuer hereby gives this Notice of the Change of Control Event (the “**Notice**”) to the Bondholders due to Ograi BidCo AB’s (“**Ograi**”) acquisition of 79,4 per cent of all outstanding shares and votes in the Issuer as announced in a press release by the Issuer on 22th of January 2020. The acquisition of the shares in the Issuer has been confirmed by Ograi on the same date and constitutes a Change of Control Event as further described in the Terms and Conditions for the Bonds.

As a result of the Change of Control Event, each Bondholder shall have a right of prepayment (a so called put option) of the Bonds at a price equal to 101 per cent of the outstanding nominal amount (SEK 100,000 per Bond) together with accrued and unpaid interest, during a period of 60 calendar days following this notice.

In order for a Bondholder to execute its right of prepayment, such person must be registered on a Securities Account maintained by the CSD as a direct registered owner or as a nominee with respect to the Bond subject of prepayment.

A Bondholder who would like to exercise its right of prepayment of its Bonds, shall complete a repurchase application form no later than 28 March 2020. A Bondholder who is a customer of Swedbank requests the repurchase application form by contacting syndicate@swedbank.se (Swedbank acts as settlement agent on behalf of the Issuer). Please note that if a Bondholder is not a client of Swedbank, please turn directly to your nominee or contact the Issuer at repurchase.bonds@opus.se in order to receive a repurchase application form. A signed repurchase application form needs to be sent to Swedbank, or if applicable to Issuer, no later than 28 March 2020.

The repurchase date applicable to those Bondholders who has sent a repurchase application form (in accordance with the conditions set out therein), in due time, will be 28 April 2020. The record date for entitlement to the repurchase amount on the Repurchase Date will be 21 April 2020.

Yours faithfully,

Opus Group AB (publ)
as Issuer