

Acceptance form for Corem Property Group AB (publ) ("Corem") public offer to the shareholders of Klövern AB (publ) ("Klövern")

The Acceptance form shall be sent to:

Swedbank AB (publ)

Emissioner C66
SE-105 34 STOCKHOLM
Sweden

Extended acceptance period: 14 May – 18 August 2021 15:00 CEST
Payment of consideration: To begin around 24 August 2021.

Corem announced a public offer 29 March 2021 to the shareholders in Klövern to acquire all outstanding ordinary shares of class A, ordinary shares of class B and preference shares in Klövern in exchange for newly issued shares in Corem as consideration ("Offer"). An offer document for the Offer was published 12 May 2021 ("Offer Document"). Brokerage fee is not paid in connection with the Offer.

For complete terms and conditions please refer to the Offer Document which is available on the Corem's website www.corem.se and Swedbank's website www.swedbank.se/prospekt.

In accordance with the terms in the Offer Document, I/we transfer shares in accordance with the following alternatives:

Offer to ordinary shareholders – Mark your choice by ticking the box for acceptance.

☐

For each ordinary share of class A in Klövern, 0.88 newly issued ordinary shares of class A in Corem are received.

I/we transfer

ordinary shares of class A in Klövern

☐

For each ordinary share of class B in Klövern, 0.88 newly issued ordinary shares of class B in Corem are received.

I/we transfer

ordinary shares of class B in Klövern

Offer to preference shareholders – Mark your choice by ticking one of the boxes for acceptance.

☐

For each preference share in Klövern, 1.12 newly issued ordinary shares of class D in Corem are received.

☐

For each preference share in Klövern, 1.00 newly issued preference shares in Corem are received.

I/we transfer

preference shares in Klövern

My/our holding of shares is registered on the security account:

If the specified securities account (Sw. VP-konto) is a so-called interim account (Sw. omläggningskonto), you must contact your bank as soon as possible to have it re-registered.

By signing this acceptance form/power of attorney, it is acknowledged and confirmed that:

- I/we have read the Offer Document.
- I/we have read the section "Important information" on page 2 of the acceptance form.
- Swedbank AB (publ) is authorized to take the measures required to execute the transfer in accordance with the Offer, including delivering my/our shares in Klövern to the Bidder in accordance with the terms of the Offer.
- If the shares in Klövern are pledged, the acceptance form must also be signed by the pledgee, whereby the pledgee approves the transfer of the shares in Klövern to the Bidder in accordance with the terms of the Offer and this acceptance form.
- I/we have not sent the acceptance form from any jurisdiction where my/our participation presupposes that an additional offer document is prepared or another action is taken in addition to what is required by Swedish laws and regulations, and that I/we do not act on behalf of any person in such country.

Other information to the shareholder

- If the above number of shares in Klövern is incorrect, we ask you to change to the correct number. No further changes or additions may be made in pre-printed text on the acceptance form.
- Information on return account and address is obtained via ABD-media from Euroclear Sweden AB.
- Incomplete, incorrectly filled in or late received acceptance form may be disregarded.
- Shareholders whose shares are nominee-registered shall not use this acceptance form, acceptance shall instead take place in accordance with instructions from the respective nominee.**

Information about the shareholder (mandatory)

Information about the pledgee (if applicable)

Personal ID no./Registration no.	Telephone (daytime)	Personal ID no./Registration no.	Telephone (daytime)
Name/Company	E-mail address	Family name/Company	First name
Citizenship, if several state all		Address (street, Box)	
NID (for natural persons)	LEI (for legal entities)	Postal code	City
City, date		Account where payment for pledged shares is to be deposited	
Signature*		City	Date
		Signature of the pledgee	

* and signatories' name clarification if the shareholder is a legal entity. If the shareholder is a minor, a signature and name clarification is provided by the guardian.

NOTE! Are you the decision maker (if other than the shareholder), please fill in the information on page 2. Also note the section "Important information" on page 2.

Mandatory data for decision makers if other than the shareholder, i.e. the natural person or the legal entity who has taken the decision to accept the Offer of the shareholder's behalf in the Offer.

Personal ID no./Registration no.	Citizenship, if several state all
Family name/Company	First name
NID (for natural persons)	LEI (for legal entities)

IMPORTANT INFORMATION

Important information for shareholders outside Sweden and banks, brokers, dealers and other nominees holding shares for persons outside Sweden

The Offer is not being made to persons whose participation in the Offer requires that any additional offer document is prepared or registration effected or that any other measures are taken in addition to those required under Swedish law and regulations. This acceptance form and any documentation relating to the Offer are not being published in, or distributed to or into, and must not be mailed or otherwise distributed or sent in or into any country in which the distribution or offering would require any such additional measures to be taken or would be in conflict with any law or regulation in such country. Persons who receive this communication (including, without limitation, nominees, trustees and custodians) and are subject to the law of any such jurisdiction will need to inform themselves about, and observe, any applicable restrictions or requirements. Any failure to do so may constitute a violation of the securities laws of any such jurisdiction. Corem, to the fullest extent permitted by applicable law, disclaims any responsibility or liability for the violations of any such restrictions by any person. Any purported acceptance of the Offer resulting directly, or indirectly, from a violation of these restrictions may be disregarded. The Offer is not being made, and will not be made, directly or indirectly, in or into, Australia, Canada, Hong Kong, Japan, New Zealand or South Africa, by use of mail or any other means or instrumentality of interstate or foreign commerce, or of any facilities of a national securities exchange, of Australia, Canada, Hong Kong, Japan, New Zealand or South Africa. This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone, the internet and other forms of electronic transmission. The Offer cannot be accepted and shares may not be tendered in the Offer by any such use, means, instrumentality or facility of, or from within, Australia, Canada, Hong Kong, Japan, New Zealand or South Africa, or by persons located or resident in Australia, Canada, Hong Kong, Japan, New Zealand or South Africa. Accordingly, this acceptance form and any related Offer documentation are not being and should not be mailed or otherwise transmitted, distributed, forwarded or sent in or into Australia, Canada, Hong Kong, Japan, New Zealand or South Africa or to any Australian, Canadian, Hong Kong, Japanese, New Zealand or South African persons or any persons located or resident in Australia, Canada, Hong Kong, Japan, New Zealand or South Africa. Corem will not deliver any consideration from the Offer into Australia, Canada, Hong Kong, Japan, New Zealand or South Africa. Any purported acceptance of the Offer resulting directly or indirectly from a violation of these restrictions will be invalid and any purported acceptance by a person located in Australia, Canada, Hong Kong, Japan, New Zealand or South Africa or any agent, fiduciary or other intermediate acting on a non-discretionary basis for a principal giving instructions from within Australia, Canada, Hong Kong, Japan, New Zealand or South Africa will be invalid and will not be accepted. Each holder of shares participating in the Offer will represent that it is not an Australian, Canadian, Hong Kong, Japanese, New Zealand or South African person, is not located in Australia, Canada, Hong Kong, Japan, New Zealand or South Africa and is not participating in the Offer from Australia, Canada, Hong Kong, Japan, New Zealand or South Africa or that it is acting on a non-discretionary basis for a principal that is not an Australian, Canadian, Hong Kong, Japanese, New Zealand or South African person, that is located outside Australia, Canada, Hong Kong, Japan, New Zealand or South Africa and that is not giving an order to participate in such Offer from Australia, Canada, Hong Kong, Japan, New Zealand or South Africa. This acceptance form is not being, and must not be, sent to shareholders with registered addresses in Australia, Canada, Hong Kong, Japan, New Zealand or South Africa. Banks, brokers, dealers and other nominees holding shares for persons in Australia, Canada, Hong Kong, Japan, New Zealand or South Africa must not forward this acceptance form or any other document received in connection with the Offer to such persons. Notwithstanding the foregoing, Corem reserves the right to permit the Offer to be accepted by persons not resident in Sweden if, in its sole discretion, Corem is satisfied that such transaction can be undertaken in compliance with applicable laws and regulations.

Notice to US Investors

The Offer is being made in the United States in compliance with, and in reliance on, Section 14(e) of the US Securities Exchange Act of 1934 (the “Exchange Act”) and Regulation 14E thereunder and the exemption therefrom provided by Rule 14d-1(d) under the Exchange Act. The Offer is being made in the United States by Corem and no one else. The Offer is subject to disclosure and procedural requirements of Sweden which are different from those in the United States. In addition, the payment and settlement procedure with respect to the Offer will comply with the relevant Swedish rules, which differ from US payment and settlement procedures. Neither the SEC, nor any securities commission of any state of the United States has approved the Offer, passed upon the fairness of the Offer or passed upon the adequacy or accuracy of this announcement. Any representation to the contrary is a criminal offence in the United States. It may be difficult for US holders of shares in Klövern to enforce their rights and claims arising out of US laws, since Klövern and Corem are located in countries other than the United States, and some or all of their officers and directors may be residents of countries other than the United States. Holders in the United States may not be able to sue a non-US company or its officers or directors in a non-US court for violations of US securities laws. Further, it may be difficult to compel a non-US company and its affiliates to subject themselves to a US court’s judgment. Securities may not be offered or sold in the United States absent registration under the US Securities Act of 1933 (the “Securities Act”), or pursuant to an exemption from such registration. The new Corem shares to be issued pursuant to the Offer are not, and will not be, registered under the Securities Act or under the securities laws of any jurisdiction of the United States and will be issued to Klövern shareholders in the United States in reliance on the exemption from registration provided by Rule 802 under the Securities Act and in reliance on available exemptions from any state law registration requirements. The new Corem shares issued pursuant to the Offer will be “restricted securities” within the meaning of Rule 144(a)(3) under the Securities Act to the same extent and proportion as the Klövern shares for which they were exchanged in the proposed merger. Neither the US Securities and Exchange Commission nor any US state securities commission has approved or disapproved of the new Corem shares offered in connection with the Offer, or determined if this document is accurate or complete. Any representation to the contrary is a criminal offence. In accordance with the exemption from the registration requirements of the Securities Act provided by Rule 802 thereunder with respect to the new Corem shares to be issued in connection with the proposed merger, Corem will submit to the US Securities and Exchange Commission any informational document it publishes or otherwise disseminates to holders of Klövern shares related to the proposed merger.

Other information

Swedbank is the receiving institution in the Offer, which means that Swedbank performs certain administrative services regarding the Offer. This does not in itself mean that the person who accepts the Offer (the “Participant”) is considered a customer of Swedbank. Upon acceptance of the Offer, the Participant is considered a customer only if Swedbank has provided advice to the Participant or has otherwise contacted the Participant individually regarding the Offer or if the Participant has an existing customer relationship with Swedbank. If a Participant is not considered a customer, the rules on protection for investors in the Securities Market Act (2007: 528) do not apply to his acceptance of the Offer. This means, among other things, that neither so-called customer categorization nor so-called suitability assessment will take place regarding the Offer. The Participant is thus responsible for ensuring that he or she has sufficient experience and knowledge to understand the risks associated with the Offer.

Information about the processing of personal data

Personal data provided to Swedbank, such as contact information and social security numbers, or otherwise registered in connection with the preparation or administration of the Offer, is processed by Swedbank, which is the personal data controller, for the administration and execution of the assignment. Personal data is also processed in order for Swedbank to be able to fulfil its obligations according to law. Personal data may for specified purposes – taking into account the rules on bank secrecy – be disclosed to other companies within the Swedbank Group or to companies with which Swedbank cooperates, within and outside the EU/EEA in accordance with appropriate safeguards approved by the EU. In some cases, Swedbank is also obliged to disclose information to the Swedish Financial Supervisory Authority and the Swedish Tax Agency. The Banking and Financing Business Act (Sw. lag (2004:297) om bank- och finansieringsrörelse) and the Securities Markets Act (Sw. lag (2007:528) om värdepappersmarknaden) contains a secrecy provision according to which all employees of Swedbank are bound by a duty of confidentiality in relation to customers and other clients of Swedbank. The duty of confidentiality also applies between and within the various entities in the Swedbank Group. Information about the personal data being processed by Swedbank, the deletion of personal data, the restriction of processing of personal data, data portability and the correction of personal data can be requested by Swedbank’s data protection officer. It is also possible to contact the data protection officer if the shareholder requests further information about Swedbank’s processing of personal data. In cases where the shareholder wishes to file a complaint regarding the processing of personal data, the shareholder may turn to the Swedish Authority for Privacy Protection (Sw. Integritetsskyddsmyndigheten). Personal data is deleted if it is no longer necessary for the purposes for which it was obtained or otherwise processed, provided that Swedbank is not legally obliged to retain the personal data. The address of Swedbank’s data protection officer is: Dataskyddsombud Swedbank AB, 105 34 Stockholm.

Important information about NID and LEI

According to Directive 2014/65/EU of the European Parliament and of the Council (MiFID II), as of 3 January 2018, all investors need to have a global identification code in order to make a securities transaction. These requirements mean that legal entities need to apply for registration of an LEI code (Legal Entity Identifier) and natural person need to find out its NID number (National ID or National Client Identifier) to accept the Offer. Please note that it is the shareholders’ legal status that determines whether an LEI code or an NID number is needed and that an issuing institution may be prevented from carrying out the transaction for the shareholder in question. More information about the LEI requirements can be found on Swedish Financial Supervisory Authority’s website www.fi.se.

Incomplete acceptance form or omission of information

As a general rule, an incorrectly completed acceptance form or an acceptance form which has omitted the requested information may be disregarded in the Offer and payment of consideration may thus be omitted. If Swedbank makes the assessment that it is possible and that it is proper, Swedbank may complete the acceptance form which is either incomplete or incorrectly completed, with publicly available information.

Applicable law

The Offer is governed by and construed in accordance with Swedish law. Any dispute, controversy or claim arising out of or in connection with the Offer, shall be settled exclusively by Swedish courts and the Stockholm District Court (Sw. Stockholms tingsrätt) shall be the court of first instance. In addition, the Takeover Rules and the Swedish Securities Council’s rulings regarding interpretation and application of the Takeover Rules and, where applicable, the Swedish Securities Council’s interpretation of the Swedish Industry and Commerce Stock Exchange Committee’s (Sw. Näringslivets Börskommitté) former rules of public offers, are applicable to the Offer. Corem has on 25 March 2021, in accordance with the Swedish Act on Public Takeovers on the Stock Market (Sw. lag (2006:451) om offentliga uppköpserbjudanden på aktiemarknaden), contractually undertaken towards Nasdaq Stockholm to comply with the Takeover Rules and the Swedish Securities Council’s interpretation and application of the Takeover Rules, and where applicable, the Swedish Securities Council’s interpretation of the Swedish Industry and Stock Exchange Committee’s former rules of public offers, and to submit to any sanctions that can be imposed by Nasdaq Stockholm in the event of a breach of the rules. Corem has informed the Swedish Financial Supervisory Authority (Sw. Finansinspektionen) about the Offer and the abovementioned undertakings towards Nasdaq Stockholm today 29 March 2021.