

FORM OF FINAL TERMS

Catella AB (publ)
Final Terms
for Loan number 102
under Catella AB (publ)'s Swedish Programme (the "Programme")

The following are the final terms and conditions ("**Final Terms**") of Loan no. 102 (the "**Loan**") that Catella AB (publ), reg. no. 556079-1419, (the "**Issuer**") issues in the capital market under the Programme.

The Terms and Conditions dated 23 August 2024 (the "**Terms and Conditions**") set out in the Issuer's base prospectus dated, approved and registered with the Swedish Financial Supervisory Authority on 23 August 2024, prepared by the Issuer in accordance with Article 8 of the Regulation (EU) 2017/1129 "**Prospectus Regulation**" (the "**Base Prospectus**") and the Final Terms set forth below shall apply to the Loan. Unless otherwise stated, definitions used in these Final Terms shall have the meaning set forth in the Terms and Conditions or otherwise in the Issuer's Base Prospectus, including any published supplemental prospectus prepared for the Programme from time to time in accordance with the Prospectus Regulation.

This document constitutes the Final Terms for the Loan and has been prepared in accordance with Article 8.4 of the Prospectus Regulation. Complete information regarding the Issuer and the Loan may only be obtained through a reading of the Final Terms together with the Base Prospectus. The Base Prospectus and any supplemental prospectus are available on the Issuer's website (www.catella.com/bonds).

| GENERAL | | |
|----------------|--|--|
| 1. | Loan number: | 102 |
| | (i) Tranche number: | 2 |
| 2. | Total Nominal Amount: | |
| | (i) For the Loan: | SEK 700,000,000. |
| | (ii) Tranche 1: | SEK 650,000,000. |
| | (iii) Tranche 2: | SEK 50,000,0000 |
| 3. | Price per Note: | 100% of the Nominal Amount. |
| 4. | Currency: | SEK. |
| 5. | Nominal Amount: | SEK 1,250,000 (the stated amount may not be less than EUR 100,000 or an equivalent amount in SEK). |
| 6. | Issue Date: | 10 December 2024. |
| 7. | Interest Commencement Date | Issue Date. |
| 8. | Maturity Date: | 10 March 2029. |
| 9. | Voluntary redemption (call option): | Further details specified under paragraph 15. |
| 10. | Interest structure: | Floating Rate (FRN). |
| 11. | Basis for calculation of interest: | Nominal Amount. |

| BASIS FOR CALCULATION OF RETURN | |
|---|---|
| 12. Fixed Interest Rate: | Not applicable. |
| 13. Floating Rate (FRN): | Applicable. |
| (i) Base Rate: | 3 months STIBOR. |
| (ii) Margin: | + 4.50% <i>per annum</i> . |
| (iii) Interest Determination Date: | Two Business Days prior to the first day of each Interest Period, commencing on 6 December 2024. |
| (iv) Interest Period: | Period from (but excluding) 10 December 2024 up to and including 10 March 2025 (the first interest period) and thereafter each period of approximately 3 months with the final day on an Interest Payment Date. |
| (v) Interest Payment Date(s): | 10 March, 10 June, 10 September and 10 December of each year, the first time on 10 March 2025 and the last time on the Final Redemption Date. However, if such a day is not a Business Day, the Interest Payment Date shall instead be the next Business Day provided that such Business Day does not fall in the new calendar month, in which case the Interest Payment Date shall be the preceding Business Day. |
| (vi) Day Count Convention: | Actual/360. |
| (vii) Risk factors: | In accordance with the risk factor with the heading " <i>Notes with floating interest rate</i> " in the Base Prospectus. |
| REPAYMENT | |
| 14. Amount with which Notes are to be repaid on the Maturity Date: | 100% of the Nominal Amount. |
| 15. Voluntary total redemption (call option): | <p>Applicable.</p> <p>The Issuer may redeem all, and not some only, of the outstanding Notes in accordance with Clause Error! Reference source not found. in the Terms and Conditions:</p> <p>i) at any time from and including the first Business Day falling twenty-seven (27) months after the Issue Date to, but excluding, thirty-three (33) months after the Issue Date, at an amount per Note equal to 101.80 per cent. of the Nominal Amount, together with accrued but unpaid interest;</p> <p>(ii) at any time from and including the first Business Day falling thirty-three (33) months after the Issue Date to, but excluding, thirty-nine (39) months after the Issue Date, at an amount per Note equal to</p> |

| | | |
|----------------------|--|--|
| | | <p>101.35 per cent. of the Nominal Amount, together with accrued but unpaid interest;</p> <p>(ii) at any time from and including the first Business Day falling thirty-nine (39) months after the Issue Date to, but excluding, forty-five (45) months after the Issue Date, at an amount per Note equal to 100.90 per cent. of the Nominal Amount, together with accrued but unpaid interest;</p> <p>(iii) at any time from and including the first Business Day falling forty-five (45) months after the Issue Date to, but excluding, the Maturity Date, at an amount per Note equal to 100.45 per cent. of the Nominal Amount together with accrued but unpaid interest; or</p> <p>(iv) at any time from and including the first Business Day falling forty-five (45) months after the Issue Date to, but excluding, the Maturity Date, at an amount equal to 100 per cent. of the Nominal Amount together with accrued but unpaid interest provided that at least 50 per cent. of the amount so redeemed is financed, by Market Loans</p> |
| MISCELLANEOUS | | |
| 16. | Green Notes: | Not applicable. |
| 17. | Issuing Dealer(s): | Nordea Bank Abp and DNB Bank ASA, Swedish Branch. |
| 18. | Administrative Agent: | Nordea Bank Abp. |
| 19. | CSD: | Euroclear Sweden AB. |
| 20. | Admission to trading: | Applicable. |
| | (i) Regulated Market: | An application for registration will be submitted to the Corporate Bond List of Nasdaq Stockholm. |
| | (ii) Estimate of all costs in conjunction with admission to trading: | SEK 10,000. |
| | (iii) Total number of Notes admitted to trading: | 560 (whereof 520 issued under Tranche 1 and 40 issued under Tranche 2). |
| | (iv) Earliest date for admission to trading: | 13 December 2024. |
| 21. | ISIN: | SE0023467246. |

| | | |
|-----|---|---|
| 22. | Common Code: | Not Applicable. |
| 23. | Credit rating for Loan: | Not applicable. |
| 24. | Resolution as basis for the Issue: | 22 November 2024 for Tranche 1 and 5 December 2024 for Tranche 2. |
| 25. | Interests of natural or legal persons involved in the issue: | Other than the compensation paid to the Issuing Dealers based on their participation in the Programme and this issue, the Issuer is not aware of any persons involved with any interest of significance to the issue. |
| 26. | Information from third parties: | Not Applicable. |
| 27. | Use of proceeds: | General corporate purposes and for settlement of a tender offer announced on 25 November 2024 as well as the redemption of outstanding bonds not repurchased in the tender offer. |
| 28. | Net Proceeds: | SEK 700,000,000 less customary transaction costs and fees |

The Issuer confirms that it has disclosed all material events after the date of this Programme regarding the Base Prospectus that could affect the market's perception of the Issuer.

The Issuer further confirms that the above Final Terms are applicable to the Loan, together with the Terms and Conditions, and undertakes accordingly to pay principal and, where applicable, interest.

Stockholm, 9 December 2024

CATELLA AB (PUBL)

DocuSigned by:


3E2C7E2BB8CE4E0...

Daniel Gorosch