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## **PRESS RELEASE**

**Industrivärden announces the final terms of the offering of SEK 4.40 billion senior, unsecured exchangeable bonds due 2019 exchangeable into ordinary shares of ICA Gruppen.**

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AB Industrivärden (“Industrivärden” or the “Company”) announces today the final terms of the placement of SEK 4.40 billion senior, unsecured bonds (the “Bonds”) due 2019 (the “Offering”) exchangeable into existing ordinary shares (the “Shares”) of ICA Gruppen AB (“ICA”).

The Offering allows Industrivärden to take advantage of attractive financing conditions currently offered by the equity-linked market. The proceeds will be used for refinancing of Industrivärden’s debt portfolio and to strengthen its liquidity profile. Industrivärden would like to highlight that, in case of exchange by the bondholders, it has the option to deliver an equivalent amount in cash rather than the Shares themselves, and therefore retains full flexibility with respect to its ownership in ICA.

The Bonds will carry a 5 year maturity and will not bear interest. The Bonds will be exchangeable into the Shares at an initial exchange price of SEK 300.00, representing a premium of approximately 38% above the volume weighted average price of the Shares on NASDAQ OMX Stockholm between launch and pricing.

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The Bonds will be issued at 100% of the principal amount in cash and, unless previously exchanged, redeemed or purchased and cancelled, will be redeemed at par on 15 May 2019. The Company will have the option to redeem all but not some of the Bonds in certain circumstances, including from approximately four years after the issue date at their principal amount if the aggregate value of the Shares deliverable upon exchange of the Bonds exceeds 130% of the principal amount of the Bonds over a specified period. Bondholders will have the right to require redemption of the Bonds in certain circumstances, including on 15 May 2018, at their principal amount.

Bondholders may elect to exchange their Bonds for Shares subject to the Company's right to elect to deliver an equivalent amount in cash for all or part of the Shares (in accordance with the Terms and Conditions of the Bonds). The number of Shares initially underlying the Bonds represents approximately 7% of ICA's total share capital. Settlement of the Bonds is expected to occur on or around 15 May 2014.

The Bonds will be rated A- by Standard & Poor's (IndustriVärden is currently rated A- by Standard & Poor's).

Application will be made to admit the Bonds to trading on an internationally recognised, regularly operating, regulated or non-regulated, stock exchange as determined by the Company within 90 days following settlement of the Bonds. The Bonds were offered only to institutional investors outside the US, Canada, Australia, Japan and any other jurisdiction in which offers or sales of the securities would be prohibited by applicable law.

Deutsche Bank AG, London Branch and Morgan Stanley & Co. International plc (the "Banks") are acting as Joint Bookrunners in respect of the Offering.

Deutsche Bank AG is authorised under German Banking Law (competent authority: BaFin - Federal Financial Supervising Authority) and authorised and subject to limited regulation by the Financial Conduct Authority. Details about the extent of Deutsche Bank AG's authorisation and regulation by the FCA are available on request.

Morgan Stanley & Co. International plc is authorised and regulated in the United Kingdom by the Prudential Regulation Authority and regulated by the Financial Conduct Authority.

The Banks are only acting for Industrivärden and no one else in connection with the Offering and will not be responsible to anyone other than Industrivärden for providing the protections afforded to clients of the Banks nor for providing advice in connection with the Offering.

Stockholm, Sweden, May 8, 2014

AB INDUSTRIVÄRDEN (publ)

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The offering of the Bonds remains subject to the condition that any offering of the Bonds completes and that the Bonds are issued. In particular, it should be noted that any such offering and formal documentation relating thereto will be subject to conditions and termination events, including those which are customary for such offerings. Any such offering will not complete unless such conditions are fulfilled and any such termination events have not taken place or the failure to fulfil such a condition or the occurrence of a termination event has been waived, if applicable. The Banks reserve the right to exercise or refrain from exercising their rights in relation to the fulfilment

or otherwise of any such condition or the occurrence of any termination event in such manner as they may determine in their absolute discretion.

Neither the content of Industrivärden's website nor ICA's website nor any website accessible by hyperlinks on Industrivärden's website or ICA's website is incorporated in, or forms part of, this announcement.

In connection with the offering of the Bonds, the Banks and any of their respective affiliates acting as an investor for their own account may take up Bonds or the Shares and in that capacity may retain, purchase or sell for its own account such securities and any securities of the Company or ICA or any related investments and may offer or sell such securities or other investments otherwise than in connection with the offering of the Bonds. The Banks do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

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