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Press release Solna, 3 June 2013

# ICA Gruppen publishes MTN prospectus

ICA Gruppen has decided to set up a bond programme for Medium Term Notes ("the MTN programme") with a limit of SEK 10 billion. For this purpose, the Board has prepared a base prospectus which was today approved by and registered with the Swedish Financial Supervisory Authority.

The MTN programme gives ICA Gruppen the opportunity to issue bonds in order to refinance parts of the bridge financing which was provided by Handelsbanken and Nordea in conjunction with the acquisition of 60% of the shares in ICA.

The prospectus can be downloaded from the company's website <a href="www.icagruppen.se">www.icagruppen.se</a> and at the Swedish Financial Supervisory Authority <a href="www.fi.se">www.fi.se</a>.

Handelsbanken Capital Markets is arranging the MTN programme and acting together with Nordea Markets as issuing institution. Gernandt & Danielsson is legal advisor to ICA Gruppen. Mannheimer Swartling is legal advisor to Handelsbanken Capital Markets and Nordea Markets.

### For more information

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ICA Gruppen discloses the information provided herein pursuant to the Securities Market Act and/or the Financial Instruments Trading Act. The information was submitted for publication at 14.30 CET on Monday, 3 June 2013.

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ICA Gruppen has not resolved to offer shares or rights to the public in any Member State of the European Economic Area other than Sweden. Within such Member States of the European Economic Area, other than Sweden, which have implemented the Prospectus Directive (a "Relevant Member State"), no action has been undertaken as of this date to make an offer to the public of shares or rights requiring publication of a prospectus in any Relevant Member State. In consequence, the shares or rights may only be offered in a Relevant Member State: (a) to a qualified investor (as defined in the Prospectus Directive or applicable law), or (b) in any other circumstances not requiring ICA Gruppen to publish a prospectus as provided under Article 3(2) of the Prospectus Directive.

In the application of this, the expression an "offer to the public of shares or rights" in any Relevant Member State means the communication, in any form, of sufficient information on the terms of the offer and the shares or rights to be offered so as to enable an investor to decide to purchase any securities, as the same may be varied in such a Relevant Member State due to the implementation of the Prospectus Directive in that Member State, and the expression "Prospectus Directive" means Directive 2003/71/EC including any relevant implementing measures in each Relevant Member State.

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## FORWARD LOOKING STATEMENTS

This press release contains forward-looking statements that reflect management's current views with respect to future events and potential financial performance. Although ICA Gruppen believes that the expectations reflected in such statements are reasonable, no assurance can be given that such expectations will prove to be correct. Accordingly, results may differ materially from those set out in the forward-looking statements as a result of various factors. You are advised to read this announcement, and the prospectus and the information incorporated by reference therein once available, in their entirety for a further discussion of the factors that could affect ICA Gruppen's future performance and the sectors in which ICA Gruppen operates. In the light of these risks, uncertainties and assumptions, it is possible that the events described in the forward-looking statements in this announcement may not occur.