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PRESS RELEASE

February 26, 2024

KINNEVIK AGREES TO SELL ITS ENTIRE SHAREHOLDING IN TELE2 TO AN INVESTMENT VEHICLE JOINTLY CONTROLLED BY ILIAD AND NJJ

Kinnevik AB (publ) ("Kinnevik") today announced that it has agreed to sell its entire shareholding in Tele2 AB (publ) ("Tele2") to Freya Investissement, an investment vehicle jointly controlled by the European telecommunications group iliad and its Chairman and founder Xavier Niel through NJJ Holding ("iliad/NJJ") for a total consideration of SEK 13bn. The shareholding in Tele2 will complement iliad/NJJ's existing European telecommunications operations across France, Italy, Poland, Switzerland, Monaco, Ireland, Cyprus and Malta. The transaction will be completed in three steps with a first close of SEK 2.9bn. The two remaining steps are subject to iliad/NJJ receiving necessary regulatory clearances and in relation to the third step also to iliad/NJJ reclassifying Tele2 Class A shares to Class B shares to the effect that iliad/NJJ following completion of the transaction will hold less than 30 percent of the voting interest in Tele2.

Kinnevik has agreed to sell its entire shareholding in Tele2 consisting of 20.7 million Class A shares and 116.9 million Class B shares to iliad/NJJ. Proceeds amount to a total of SEK 13bn, corresponding to SEK 93.0 per Tele2 Class B share and SEK 101.0 per Tele2 Class A share, an average blended purchase price of SEK 94.2 per Tele2 share that implies a 13 percent premium in relation to the closing price of the Tele2 Class B share on Nasdaq Stockholm as per 23 February 2024.

The transaction will be completed in three steps:

1. iliad/NJJ will acquire 31.3 million Class B shares in Tele2. After completion of this first step iliad/NJJ holds 4.5 percent of the economic interest and 3.5 percent of the voting interest in Tele2. Proceeds to Kinnevik in this first step amount to SEK 2.9bn.
2. iliad/NJJ will acquire 14.2 million Class A shares and 85.5 million Class B shares in Tele2 following foreign direct investment clearances in Sweden, Latvia and Lithuania, which are expected to be received during the second quarter of 2024. After this second step, iliad/NJJ will hold 18.8 percent of the economic interest and 28.8 percent of the voting interest in Tele2. Proceeds to Kinnevik in this second step amount to SEK 9.4bn.
3. iliad/NJJ will acquire Kinnevik's remaining 6.5 million Tele2 Class A shares after receipt of necessary regulatory clearances, and subject to reclassifying Tele2 Class A shares into Class B shares to the effect that iliad/NJJ following completion of the transaction will hold less than 30

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percent of the voting interest in Tele2. Such clearances and reclassification are expected to be received and completed during the third quarter of 2024. After this third step, iliad/NJJ will hold 19.8 percent of the economic interest and less than 30 percent of the voting interest in Tele2. Proceeds to Kinnevik in this third step amount to SEK 0.7bn.

As a result of the transaction, Kinnevik's cash position will be significantly strengthened, and Kinnevik's Board of Directors will undertake a capital structure review in consultation with major shareholders.

Georgi Ganev, CEO of Kinnevik, commented: "Through this transaction, Tele2 gains a new lead shareholder in the combination of iliad and NJJ, with a longstanding track record in the European telecoms sector as an early pioneer in France and as a business builder at scale across multiple European markets. Founded by Jan Stenbeck in the early 1980's, Tele2's strong value creation has been instrumental in building the Kinnevik of today, fuelling its historic dividend flow to shareholders as well as Kinnevik's strategic pivot into a leading European growth investor for which we are proud and grateful."

Georgi Ganev continued: "After completion of this transaction, Kinnevik will hold a very strong net cash position. We will deploy the capital with patience and focus to bring further clarity to our equity story and value creation to our shareholders. We will continue executing on our priority to concentrate our portfolio towards our most promising and resilient companies, and review our capital structure in consultation with major shareholders."

Thomas Reynaud, Group CEO of iliad and director of Freya Investissement, commented: "The iliad Group and the Tele2 Group have a lot in common. We both believe in the power of innovation and the importance of an entrepreneurial mindset. Our business sector in Europe is highly demanding. So, we have a great deal of respect for what Tele2's shareholders, management and teams have achieved, and we're delighted that Kinnevik has chosen Freya as Tele2's new reference shareholder. We look forward to contributing to the next chapter of Tele2's growth story."

This communication contains certain forward-looking statements concerning our intentions, beliefs or current expectations. Such statements are identified by including terms such as "intent", or similar expressions. Such statements are subject to a number of important risks and uncertainties, and actual results may differ materially from those expressed or implied in the forward-looking statements. Factors, including risks and uncertainties, that could cause these differences include, but are not limited to: market growth and volatility and regulatory changes and developments. Any forward-looking statements speak only as of the date hereof. Neither Kinnevik nor Tele2 undertake any obligation to update any forward-looking statements.

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Kinnevik's ambition is to be Europe's leading listed growth investor. We back the best digital companies for a reimagined everyday and to deliver significant returns. We understand complex and fast-changing consumer behaviours, and have a strong and expanding portfolio in healthcare, software, marketplaces and climate tech. As a long-term investor, we strongly believe that investing in sustainable business models and diverse teams will bring the greatest returns for shareholders. We back our companies at every stage of their journey and invest in Europe and the US. Kinnevik was founded in 1936 by the Stenbeck, Klingspor and von Horn families. Kinnevik's shares are listed on Nasdaq Stockholm's list for large cap companies under the ticker codes KINV A and KINV B.

Attachments

[Kinnevik agrees to sell its entire shareholding in Tele2 to an investment vehicle jointly controlled by iliad and NJJ](#)

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