

## SUPPLEMENT DATED 13 MAY 2020 TO THE BASE PROSPECTUS DATED 30 APRIL 2020

### **RIKSTEM AB (PUBL)**

*(Incorporated with limited liability in the Kingdom of Sweden)*

### **EUR 2,000,000,000 Euro Medium Term Note Programme**

This Supplement (the **Supplement**) to the Base Prospectus (the **Base Prospectus**) dated 30 April 2020 which comprises a base prospectus for the purposes of the Prospectus Regulation constitutes a supplement to the prospectus for the purposes of Article 23 of the Prospectus Regulation and is prepared in connection with the EUR 2,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by Rikshem AB (publ) (the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement. When used in this Supplement, **Prospectus Regulation** means Regulation (EU) 2017/1129.

This Supplement has been approved by the Central Bank of Ireland (the **CBI**) as competent authority under the Prospectus Regulation. The CBI only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer or of the quality of the Notes that are the subject of the Base Prospectus (as supplemented). Investors should make their own assessment as to the suitability of investing in the Notes.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements to the Base Prospectus issued by the Issuer.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

#### **Purpose of the Supplement**

The purpose of this Supplement is (i) to incorporate by reference the Issuer's interim financial statements and key performance indicators as at and for the three month period ended 31 March 2020, (ii) to update the "Significant/Material Change" statement and (iii) to update the Issuer's corporate rating assigned by S&P Global Ratings Europe Limited (**S&P**).

#### **Interim Financial Statements as at and for the three month period ended 31 March 2020**

On 5 May 2020 the Issuer published its "Interim Report Q1 (January – March 2020)" (the **Q1 Report**). The Issuer's consolidated unaudited interim financial statements as at and for the three month period ended 31 March 2020 set out at pages 16 to 21 of the Q1 Report and the Quarterly Data, Key Performance Indicators and Definitions set out at pages 24 to 27 of the Q1 Report have been filed with the CBI and shall be deemed to be incorporated in, and form part of, the Base Prospectus. The document is available for viewing on the following website:

<https://www.rikshem.se/media/3181/rikshem-interim-report-jan-mar-2020.pdf>

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Regulation except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

Any non-incorporated parts of a document referred to in this Supplement are either deemed not relevant for an investor or are otherwise covered elsewhere in this Supplement.

### **General Information**

The paragraph "Significant/Material Change" on page 107 of the Base Prospectus shall be deemed deleted and replaced with the following paragraph:

"There has been no significant change in the financial performance of the Issuer and its subsidiaries since 31 March 2020 (being the date of its last published interim financial statements) and there has been no material adverse change in the prospects of the Issuer and its subsidiaries since 31 December 2019."

### **Issuer corporate credit rating provided by S&P**

On 6 May 2020 S&P released an announcement stating that the Issuer's long-term rating had been downgraded from "A-" to "BBB+".

### **Cover page**

On page 1 of the Base Prospectus, the first sentence of the third paragraph from the bottom of the page shall be deleted and replaced with the following:

"The Issuer has a corporate rating of "BBB+" from S&P Global Ratings Europe Limited ("**S&P**") and Notes to be issued under the Programme may be rated by S&P."

### **Description of the Issuer – Financial and Capital Structure**

On page 87 of the Base Prospectus, the paragraph at the bottom of the page shall be deleted and replaced with the following:

"The Issuer originally pursued a financing strategy focused on short term debt, with all its bank facilities being for a maximum duration of 12 months. The rationale was that the Issuer should not incur the higher interest costs associated with long term borrowing given the Issuer's belief that the Owners had the ability to refinance any bank loans maturing which were not otherwise externally refinanced. The ratio of short term debt to long term debt has since decreased primarily due to Rikshem's desire to maintain its then "A-" credit rating from S&P. The Issuer's long term target, adopted in May 2017, is for short term net debt to comprise less than 35% of total debt. The downgrade by S&P of Rikshem's rating from "A-" to "BBB+" in May 2020 is not expected to have any impact on the Issuer's financing strategy."

### **Description of the Issuer – Credit Rating**

On page 100 of the Base Prospectus, the paragraph under the heading "Credit Ratings" shall be deleted and replaced with the following:

"In March 2013, the Issuer received an "A-" credit rating from S&P. In March 2020, S&P announced that it had placed the Issuer on Credit Watch Negative due to the Issuer's updated ownership directives, new financial targets and newly established dividend policy. In May 2020, S&P announced that it had downgraded the Issuer's long-term rating by one notch to "BBB+" with stable outlook."

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To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.