

**SUPPLEMENT DATED 9 FEBRUARY 2024 TO THE OFFERING CIRCULAR DATED 22 JUNE 2023**



**HOIST FINANCE AB (publ)**

*(incorporated with limited liability in Sweden)*

**€1,000,000,000**

**Euro Medium Term Note Programme**

This Supplement (the **Supplement**) to the Offering Circular (the **Offering Circular**) dated 22 June 2023 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 €1,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by Hoist Finance AB (publ) (the **Issuer**). Terms defined in the Offering Circular have the same meaning when used in this Supplement. When used in this Supplement, **Prospectus Regulation** means Regulation (EU) 2017/1129.

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

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

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 this Supplement does not omit anything likely to affect the import of such information.

**Purpose of the Supplement**

The purpose of this Supplement is to:

- 1) incorporate by reference the Issuer's interim financial statements as at and for the twelve month period ended 31 December 2023; and
- 2) include a new "Significant or Material Change" statement.

**1. Interim Financial Statements as at and for the twelve month period ended 31 December 2023**

On 7 February 2024, the Issuer published its consolidated unaudited interim financial statements as at and for the twelve month period ended 31 December 2023 (which can be viewed at <https://vp201.alertir.com/afw/files/press/hoist/202402063374-1.pdf>). By virtue of this Supplement, those interim financial statements (as set out on pages 14 to 29) are incorporated in, and form part of, the Offering Circular.

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

## **2. General Information**

The paragraph under the heading "Significant or Material Change" on page 168 of the Offering Circular shall be deemed to be updated by the following paragraph:

“There has been no significant change in the financial performance or financial position of the Issuer since 31 December 2023 and there has been no material adverse change in the prospects of the Issuer since 31 December 2022.”

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

Save as disclosed in this Supplement and any supplement to the Offering Circular previously issued, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Offering Circular which may affect the assessment of any Notes since the publication of the Offering Circular.