



**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 dated 19 June 2024 as previously supplemented on 11 September 2024 and on 25 October 2024 (as so supplemented, the **Offering Circular**) 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 2024;
- 2) incorporate by reference certain of the Issuer's future financial statements as and when published on the Issuer's website; and
- 3) include a new "Significant or Material Change" statement.

**1. Interim Financial Statements as at and for the twelve month period ended 31 December 2024**

On 7 February 2024, the Issuer published its consolidated unaudited interim financial statements as at and for the twelve month period ended 31 December 2024 (which can be viewed at <https://vp201.alertir.com/afw/files/press/hoist/202502063678-1.pdf>). By virtue of this Supplement, those

interim financial statements (as set out on pages 12 to 30) 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. Future financial statements**

By virtue of this Supplement, a new paragraph shall be included immediately following the first paragraph on page 48 under the section “*Documents Incorporated by Reference*” of the Offering Circular, stating:

“In addition to the above, the following documents shall be incorporated in, and form part of, this Offering Circular as and when they are published on the website specified below:

- (i) the future audited consolidated annual financial statements (including notes thereto) of the Issuer published by the Issuer from time to time after the date of this Offering Circular, and the auditor’s report thereon; and
- (ii) the future unaudited interim consolidated financial statements (including notes thereto) of the Issuer published by the Issuer from time to time after the date of this Offering Circular.

Each such document will be available for viewing on the following website: <https://www.hoistfinance.com/Investors/reports-and-presentations2/>.

Information incorporated by reference pursuant to (i) to (ii) above shall, to the extent applicable, be deemed to modify or supersede statements contained in this Offering Circular.”

## **3. General Information**

The paragraph under the heading "Significant or Material Change" on page 166 of the Offering Circular shall be deemed to be updated by the following:

“Save as disclosed in this Offering Circular (which includes information incorporated by reference in this Offering Circular), there has been no significant change in the financial performance or financial position of the Issuer since the date of the most recent published consolidated financial statements of the Issuer incorporated by reference to this Offering Circular and there has been no material adverse change in the prospects of the Issuer since the date of the most recent consolidated audited financial statements of the Issuer incorporated by reference to this Offering Circular.”

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, 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.