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Press release

7 April 2017

First day of trading in the Actic share

Actic Group AB (publ) ("Actic" or the "Company"), a North European fitness club operator focusing on the markets in Sweden, Norway and Germany, and with a presence in Finland and Austria, today announces the outcome of the offer to acquire shares in Actic in connection with the listing of the Company's shares on Nasdaq Stockholm (the "Offering"). The Offering attracted very strong interest from both Swedish and international institutions as well as the general public in Sweden and employees of Actic. The Offering was multiple times over-subscribed.

Christer Zaar, Chief Executive Officer and President, comments:

"We are proud of the large interest that has been shown for Actic in connection with the IPO and welcome our new shareholders. As a listed company, we look forward to work in accordance with our existing strategy, which includes to take an active role in the ongoing consolidation and to continuously broaden and strengthen our offering."

- As previously announced, the price per share in the Offering was SEK 50.50, corresponding to a value of the total number of outstanding shares in Actic upon completion of the listing of approximately SEK 803 million.
- The Offering comprised 8,613,860 shares, of which 5,346,534 newly issued shares offered by the Company and 3,267,326 existing shares offered by Actic International S.à r.l. (the "Principal Owner") which is owned by the IK 2007 Fund.
- The newly issued shares will provide the Company with gross proceeds of approximately SEK 270 million before deduction of costs related to the Offering. The Company intends to use the proceeds to repay certain outstanding loans and thereby decrease the Company's indebtedness, which creates a financial flexibility and enables continued acquisitions.
- In order to cover possible over-allotments, the Principal Owner has further undertaken, at the request of the Global Coordinator¹, to sell additional shares corresponding to a maximum of 15 percent of the number of shares comprised by the Offering (the "Over-Allotment Option"), entailing a maximum of 1,287,128 shares.

¹ Global Coordinator refers to Skandinaviska Enskilda Banken AB (publ).

- Given full exercise of the Over-Allotment Option, the Offering will comprise 9,900,988 shares, corresponding to approximately 62 percent of the total number of shares outstanding in the Company after completion of the Offering.
- The total number of shares in the Company upon completion of the listing will amount to 15,896,936 shares.
- Following completion of the Offering and assuming that the Over-Allotment Option is exercised in full, Actic's largest shareholders will include Actic International S.à r.l. (36.5 percent of the total number of shares in the Company after completion of the Offering), Athanase Industrial Partner (7.5 percent), Swedbank Robur (6.0 percent) and The Fourth Swedish National Pension Fund (5.8 percent).
- The general public in Sweden and employees of Actic have together been allocated approximately 3 percent of the total number of shares in the Company after completion of the Offering.
- As a result of the Offering, Actic now has above 5,500 shareholders.
- Trading in the Actic share on Nasdaq Stockholm commences today 7 April 2017, with the ticker symbol "ATIC".
- Settlement will take place on 11 April 2017.

Advisors

SEB is acting as Global Coordinator and Joint Bookrunner. Carnegie and DNB Markets are acting as Joint Bookrunners. Vinge is legal adviser to Actic. White & Case is legal adviser to the Global Coordinator and Joint Bookrunners.

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About Actic

Actic (formerly Nautilus Gym) was founded in 1981 and launched the Gym & Swim club concept. The company began its international expansion in 1995 and as per 31 December 2016, Actic had 166 facilities and about 211,000 members in five countries. Actic's main markets are Sweden, Norway, Finland as well as Germany and Austria. Actic is one of Sweden's leading operators and operated 118 clubs in Sweden as of 31 December 2016.

In Actic's business model the majority of Actic's facilities are located at a public swimming hall with access to swimming included in the Actic membership. Actic operates four types of facilities. Full-service clubs, with gym and swimming facilities operated by Actic's own personnel; Gym & Swim clubs, where the fitness facilities are operated by Actic and the swimming facility is operated by an external partner; Stand-alone clubs, where Actic's personnel exclusively operate fitness facilities and In-house clubs, where the fitness and pool facilities are operated by external personnel.

Actic offers a well-established exercise method known as high-intensity training (HIT) and offers its members personal training programmes including follow-up sessions with trained instructors. Together with swimming, this forms the core of Actic's offering and differentiates the Company in the market. The range of exercise options is extensive and includes strength training, group classes and personal training (PT), which attracts a broad target group that builds up successful clusters of

Gym & Swim clubs as well as Stand-alone clubs in the Nordics and Germany. Actic's vision is to create a healthier society by attracting a broad target group and thereby expanding the market. The facilities engage in the local community to contribute to a healthier society. Actic, which has its head office in Solna, Stockholm, has approximately 700 full-time equivalent employees and had net sales of SEK 802 million in 2016. Actic is led by its President and CEO Christer Zaar.

About IK Investment Partners

IK Investment Partners ("IK") is a Pan-European private equity firm focused on investments in the Nordics, DACH region, France, and Benelux. Since 1989, IK has raised more than EUR 9 billion of capital and invested in over 100 European companies. IK funds support companies with strong underlying potential, partnering with management teams and investors to create robust, well positioned businesses with excellent long-term prospects. For more information, visit www.ikinvest.com.

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This announcement is an advertisement and is not a prospectus for the purposes of Directive 2003/71/EC (this directive, together with any amendments therein and any applicable implementing measures in any Member State under this directive, is hereinafter referred to as the "Prospectus Directive"). A prospectus prepared pursuant to the Prospectus Directive will be published, which, when published, can be obtained from the Company. Investors should not subscribe for any securities referred to in this announcement except on the basis of information contained in the prospectus.

In any EEA Member State other than Sweden that has implemented the Prospectus Directive, this communication is only intended for and is only directed at qualified investors in that Member State within the meaning of the Prospectus Directive, i.e., only to investors who can participate in the Offering without an approved prospectus in such EEA Member State.

This announcement is only being distributed to and is only directed at (i) persons who are outside the United Kingdom; (ii) investment professionals falling within Article 19(5) of the UK Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order") or (iii) high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons in (i), (ii) and (iii) above together being referred to as "relevant persons"). The securities are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in, only with relevant persons. Any person who is not a relevant person should not act or rely on this announcement or any of its content.

Matters discussed in this announcement may constitute forward-looking statements. Forward-looking statements are all statements that do not pertain to historical facts and events, and statements that are attributable to the future and may be identified by words such as “deem”, “assess”, “expect”, “await”, “wait”, “judge”, “assume”, “predict”, “can”, “will”, “shall”, “should or ought to”, “according to estimates”, “consider”, “may”, “plan”, “potential”, “calculate”, “as far as is known” or similar expressions suitable for identifying information that refers to future events. This applies in particular to statements referring to future results, financial position, cash flow, plans and expectations for the company’s operations and management, future growth and profitability, general economic and regulatory environment, and other circumstances which affect the company. Forward-looking statements are based on current estimates and assumptions, which are based on the company’s current intelligence. Such forward-looking statements are subject to risks, uncertainties and other factors which may result in actual results, including the company’s financial position, cash flow and profits, deviating considerably from the results which expressly or indirectly form the basis of, or are described in, the statements, or may result in expectations which, expressly or indirectly, form the basis of or are described in the statements not being met or turning out to be less advantageous compared to the results which, expressly or indirectly, formed the basis of or were described in the statements. The Company’s business is exposed to a number of risks and uncertainties which may result in forward-looking statements being inaccurate or an estimate or calculation being incorrect. Therefore, potential investors should not place undue reliance on the forward-looking statements herein and are strongly advised to read the sections of the prospectus that include a more detailed description of factors which have an effect on the company’s business and the market in which the company operates.

The information, opinions and forward-looking statements contained in this announcement speak only as at its date, and are subject to change without notice.

Over-Allotment Option and Stabilisation

In order to cover possible overallotments, the Principal Owner has issued the Over-Allotment Option. The Over-Allotment Option may be exercised in full or in part for a period of 30 calendar days from the first day of trading in the shares on Nasdaq Stockholm.

In connection with the Offering, the Global Coordinator may effect transactions on Nasdaq Stockholm aimed at supporting the market price of the shares at levels above or at the same level as those which might otherwise prevail in the open market. Such stabilisation transactions may be effected at any time during the period starting on the date of commencement of trading in the share on Nasdaq Stockholm and ending not later than 30 calendar days thereafter. The Global Coordinator is, however, not required to undertake any stabilisation and there is no assurance that stabilisation will be undertaken.

Stabilisation, if undertaken, may be discontinued at any time without prior notice. In no event will transactions be effected at levels above the price in the Offering. No later than by the end of the seventh trading day after stabilisation transactions have been undertaken, the Global Coordinator shall disclose that stabilisation transactions have been undertaken in accordance with article 5(4) in the Market Abuse Regulation 596/2014. Within one week of the end of the stabilisation period, the Global Coordinator will make public whether or not stabilisation was undertaken, the date at which stabilisation started, the date at which stabilisation last occurred and the price range within which stabilisation was carried out, for each of the dates during which stabilisation transactions were carried out.