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Supplement regarding Norion Bank AB (publ)'s offer to the shareholders of Consensus Asset Management AB (publ) has been made public

On 21 November 2025, Norion Bank AB (publ) ("Norion Bank") announced a recommended public tender offer to the shareholders of Consensus Asset Management AB (publ) ("Consensus") to tender any and all shares in Consensus to Norion Bank against a cash consideration of SEK 22.50 per Class A share and Class B share, respectively (the "Offer"). An offer document regarding the Offer was made public on 30 December 2025 (the "Offer Document").

On 20 February 2026, Consensus published the company's year#end report for the period 1 January – 31 December 2025. In light thereof, Norion Bank has prepared a supplement to the Offer Document (the "**Supplement**"), in which the year-end report has been included in its entirety.

The Supplement has today been made public and is available in Swedish, together with the Offer Document, on Norion Bank's website (<https://www.norionbank.se/en-SE/investor-relations-en/public-offer-consensus>). The Supplement shall in all respects be read together with, and forms an integral part of, the Offer Document.

The acceptance period for the Offer ends on 13 March 2026. Norion Bank has reserved the right to extend the acceptance period for the Offer as well as to postpone the settlement date, and to shorten the acceptance period and bring forward the settlement date, to the extent permissible under applicable laws and regulations. A notice of any such change of the acceptance period or the settlement date will be announced by Norion Bank by means of a press release in accordance with applicable laws and regulations.

The shares in Consensus are listed on Spotlight Stock Market.

Information about the Offer is available at: <https://www.norionbank.se/en-SE/investor-relations-en/public-offer-consensus>

The information in this press release was submitted for publication by Norion Bank in accordance with the Swedish Corporate Governance Board's Takeover rules for certain trading platforms, on 24 February 2026, at 16.30 (CET).

Important information

The Offer, pursuant to the terms and conditions presented in this press release, is not being made to persons whose participation in the Offer requires that an additional offer document is prepared or registration effected or that any other measures are taken in addition to those required under Swedish law and regulations or otherwise contemplated in connection with the Offer.

This press release and any other documentation related to the Offer are not being distributed and must not be mailed or otherwise distributed or sent in or into any country in which the distribution or offering would require any such additional measures to be taken or would be in conflict with any law or regulation in such country – any such action will not be permitted or sanctioned by Norion Bank. Any purported acceptance of the Offer resulting directly or indirectly from a violation of these restrictions may be disregarded.

The Offer is not being and will not be made, directly or indirectly, in or into, by use of mail or any other means or instrumentality of interstate or foreign commerce of, or any facilities of a national securities exchange of Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States. This includes, but is not limited to e-mail, social media, telephone, the internet and other forms of electronic transmission. The Offer cannot be accepted and shares may not be tendered in the Offer by any such use, means, instrumentality or facility of, or from within Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States, or by persons located or resident in these jurisdictions. Accordingly, this press release or any other documentation related to the Offer are not being and should not be mailed or otherwise transmitted, distributed, forwarded or sent in or into Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States, or to a person from, located or resident in these jurisdictions. Any purported tender of shares in the Offer resulting directly or indirectly from a violation of these restrictions will be invalid and any purported tender of shares made by a person located in Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States or any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from or within any of these jurisdictions will be invalid and will not be accepted. Each person who holds shares and participates in the Offer will certify to not being from, located or resident in or participating in the Offer from Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States and not acting on a non-discretionary basis for a principal in any of these jurisdictions, or that is located in or giving order to participate in the Offer from any of these jurisdictions. Norion Bank will not deliver any consideration relating to the Offer to Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States.

Banks, brokers, dealers and other nominees holding shares for persons in Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Singapore, South Africa or the United States must not forward this press release, or any other document related to the Offer, to such persons.

The "United States" in this section means the United States of America (its territories and possessions, any state of the United States, and the District of Columbia).

The Offer, the information and documents contained in this press release are not being made, and have not been approved, by an authorized person for the purposes of section 21 of the Financial Services and Markets Act 2000, as amended (the "FSMA"). The communication of the information and documents contained in this press release to persons in the United Kingdom is exempt from the restrictions on financial promotions in section 21 of the FSMA on the basis that it is a communication by or on behalf of a body corporate which relates to a transaction to acquire shares in a body corporate and the object of the transaction may reasonably be regarded as being the acquisition of day to day control of the affairs of that body corporate within article 62 (Sale of body corporate) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.

This press release has been published in Swedish and English. In the event of any discrepancy in content between the two language versions, the Swedish version shall prevail.

Forward-looking information

Information in this press release relating to future events or circumstances, including information regarding future results, growth and other projections as well as benefits of the Offer, are forward-looking information. Such information may generally, but not always, be identified by the use of words such as "anticipates", "expects", "believes", or similar expressions.

By its nature, forward-looking information involves risk and uncertainty, because it relates to events which depend on circumstances that may occur in the future. Due to several factors, of which a number of them are outside Norion Bank's control, there are no guarantees that actual results will not materially differ from the results expressed or implied by the forward-looking information. Any such forward-looking information only applies as per the date it was given and Norion Bank has no obligation (and undertakes no such obligation) to update or revise it, whether as a result of new information, future events or otherwise, except as required by applicable laws and regulations.

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About Norion Bank

Norion Bank Group is a business-oriented Nordic financing bank. The Group's brands – Norion Bank, Walley and Collector – offer customized financing solutions that meet distinct needs in three customer segments: medium-sized corporates and real estate companies, merchants, and private individuals. As a specialist in financing solutions, Norion Bank Group is a leading complement to traditional large banks, with a vision of being the leading Nordic financing bank in its chosen segments.

Norion Bank offers corporate and real estate loans, as well as factoring for medium-sized corporates. The Walley brand offers flexible payment and checkout solutions to merchants and private individuals. The Collector brand offers personal loans and credit cards to private customers, as well as savings accounts to private individuals and companies. Norion Bank Group was founded in 1999 and has offices in Gothenburg, Stockholm, Helsingborg, Oslo and Helsinki. Business is conducted through Norion Bank AB (public), which is listed on Nasdaq Stockholm.

Attachments

[Supplement regarding Norion Bank AB \(publ\)'s offer to the shareholders of Consensus Asset Management AB \(publ\) has been made public](#)