

Notification of exercise of Warrants 2020/2024 ("Warrants") in Catena Media plc ("Catena Media") with set-off



Subscription period:
20 May 2021 – 29 May 2021
Subscription price:
SEK 18.90 per share

Submit application form to:
Transaction Support
Carnegie Investment Bank AB (publ)
Regeringsgatan 56
SE-103 38 Stockholm
Sweden

Notification and payment must be received by Carnegie no later than 5 p.m. (CET) on 29 May 2021.

Summary of terms for subscription
Each Warrant gives the right to the holder thereof to subscribe to one (1) ordinary share in Catena Media at a subscription price of SEK 18.90. Warrant holders are entitled to pay for the subscription price for the subscribed shares by setting off the full nominal amount (including any deferred interest, but excluding any other interest on the Capital Securities (as defined below)) due to the holder of Warrants in respect of some or all of their Capital Securities. It is not possible to set off parts of the nominal amount of the Capital Securities. The process to convert Warrants to ordinary shares will be initiated by Catena Media following the end of the subscription period. The delivery of the ordinary shares depends on the turnaround time of the relevant authorities.

Holders of Warrants are advised to read the prospectus prepared by the Board of Directors in Catena Media, dated 11 June 2020 and as amended through a supplement prospectus dated 12 June 2020 (the "Prospectus") regarding the offer to subscribe for units ("Units") consisting of hybrid capital securities ("Capital Securities") and Warrants and in particular the part concerning the terms of the Warrants. I/we hereby subscribe for the number of shares listed below through exercise of the below stated number of Warrants and by simultaneous payment:

Number of exercised Warrants <input style="width: 150px; height: 20px;" type="text"/>	Number of subscribed ordinary shares <input style="width: 150px; height: 20px;" type="text"/> x SEK 18.90 =	Amount payable <input style="width: 150px; height: 20px;" type="text"/> SEK Subscribed shares x SEK 18.90
One (1) Warrant entitle to subscription of one (1) new ordinary share		
Number of Capital Securities used for set-off <input style="width: 150px; height: 20px;" type="text"/> X 100 SEK =	Aggregate nominal amount of Capital Securities used for set-off¹ <input style="width: 150px; height: 20px;" type="text"/> SEK (Number of Capital Securities x 100 SEK)	Potential excess amount payable in cash* <input style="width: 150px; height: 20px;" type="text"/> SEK (Amount payable – nominal amount used for set-off)

The above stated Warrants and Capital Securities are registered in VP account number:

VP account number

***Payment instructions for excess amount payable in cash**
 This notification form shall be sent to Carnegie at the address stated above. Payment in cash for subscribed ordinary shares shall be sent to Carnegie Investment Bank AB (publ), Transaction Support, SE-103 38 Stockholm, Sweden. SWIFT address: ESSESESS, IBAN: SE385000000052211000363 and account number 5221 10 003 63. At payment, the subscriber's name, address, VP account number must be provided.
Please note:
 The notification form and the payment must have been received by Carnegie no later than 5 p.m. (CET) on the last day the subscription period.

Please note that for shareholders whose holding is registered with a custodian or other nominee, subscription for new ordinary shares shall be made in accordance with instructions from their custodian or nominee.

The undersigned is aware of, and acknowledges that:

- Subscription for one (1) new ordinary share requires one (1) Warrant
- The subscription price is SEK 18.90 per share and payment of the subscription price is set-off against the full nominal amount of the Capital Securities (including any deferred interest thereon) indicated herein
- In the event the subscription price for the subscribed shares exceeds the full nominal amount (including any deferred interest) of the Capital Securities to be used as payment, any excess amount shall be paid in cash by the Warrant holder in accordance with the instructions set forth herein
- A Warrant holder is not entitled to set-off any accrued but unpaid Interest (as defined in the Terms and Conditions for the Capital Securities in the Prospectus) other than deferred interest under the Capital Securities to pay for subscribed shares. Any accrued but unpaid Interest under the Capital Securities since the previous Interest Payment Date (as defined in the Terms and Conditions for the Capital Securities in the Prospectus) will, in the event of set-off, be forfeited.
- It is not possible to set off parts of the nominal amount of the Capital Securities, i.e. the full nominal amount of the Capital Securities (including any deferred interest thereon) must be set-off.
- No changes or additions are allowed to the printed text on the application form
- Notification forms that are incomplete, filled out incorrectly or received too late may be disregarded
- Any delayed payments, incomplete or incorrect payments may be disregarded or lead to a lower number of shares being allotted
- Payments that have not been claimed for subscription will be refunded
- The application is binding and if more than one application form is submitted by the same applicant, only the most recently dated application will be considered
- The application has not been preceded by any investment advisory or other advisory. I/we have independently made the decision to subscribe for ordinary shares by exercise of Warrants

¹ Please indicate the aggregate nominal amount of the Capital Securities that you wish to utilize for set-off purposes. The nominal amount of one (1) Capital Security is 100 SEK, meaning for example that 100 Capital Securities have an aggregate nominal amount of 10,000 SEK. Please note that it is not possible to set off parts of the nominal amount of the Capital Securities, i.e. the full nominal amount of the Capital Securities (including any deferred interest thereon) must be set-off.

