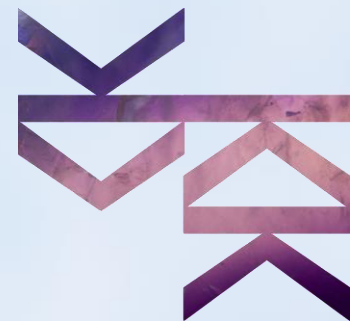




KAIDING



Attacus Stomssystem Betong AB in bankruptcy

Memorandum of sale

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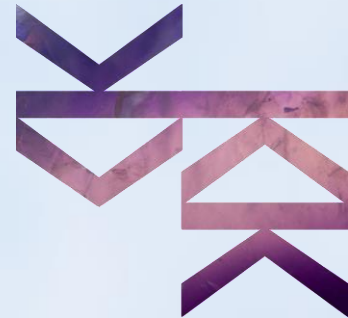


Introduction

On April 4, 2023, Attacus Stomsystem Betong AB, reg. no. 556603-2735 (the **"Bankruptcy Company"**) was declared bankrupt at the Östersund district court. The attorney Jan Lindahl at Advokatbyrån Kaiding in Östersund was appointed as bankruptcy trustee.

Through this memorandum of sale, the bankruptcy trustee offers interested parties the opportunity to review the Bankruptcy Company in more detail and to submit a non-binding offer for all or parts of the Bankruptcy Company's operations/assets. However, an offer cannot include shares in the bankrupt company.

Once the bankruptcy trustee has evaluated the bids received, he intends to offer a limited number of bidders, those whose bids are judged to be the most interesting, to proceed to the next stage of the sale process. The intention is for current bidders to submit a final and binding bid to the bankruptcy trustee no later than September 10, 2023.



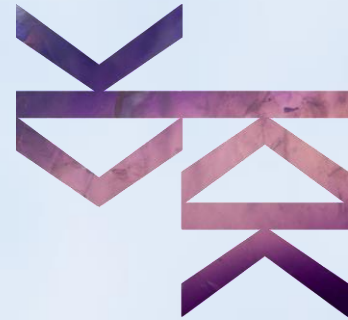
History of the Bankruptcy Company and general information

The Bankruptcy Company's business has mainly consisted of in-house manufacturing and assembly of frames and other components in concrete for various types of buildings such as apartment buildings and industries.

The Bankruptcy Company has factories in Strömsund and Hammerdal as well as an office for constructors in Östersund (all locations in Jämtland County). All of the Bankruptcy Company's 5,630 shares are held by Attacus Invest AB, reg. no. 556348-3683.

Attacus Invest AB is the parent company of the Attacus group. The Attacus group consists of nine companies that partly complement each other in various construction projects, and partly are hired by other builders and clients.

The Bankrupt Company's business concept is to manufacture and deliver prefab elements of high quality with a high delivery reliability for wood and concrete frames for housing, care, school, care, parking garages and industry.



Business areas etc.

The Bankruptcy Company's operations have been carried out partly on its own property Ströms-Näset 1:335 in Strömsund, see Appendix 1, and partly on the leased property Strömsund Åsen 1:18 in Hammerdal, see Appendix 2. The properties with associated buildings are well suited for the concrete business which the Bankruptcy Company has conducted. In addition to production/workshop space, there are warehouses, offices, changing rooms and lunchrooms.

Strömsund

The site area of the property in Strömsund is 59,328 m² distributed over a number of larger staging areas, warehouses, garages, a main building and a number of smaller buildings.

In the Strömsund factory, columns, beams, joists, interior walls, exterior walls and balconies are manufactured.



Cont. Business areas etc.

Hammerdal

The property in Hammerdal comprises a site area of approximately 46,150 m2 distributed over several larger staging areas, warehouses, garages, a main building and a few smaller buildings. The tenancy has been handled internally within the group. There is an opportunity to buy the property in connection with the purchase of the Bankruptcy Company's operations/assets. The property owner can also rent out the property.

In the Hammerdal factory, interior walls, exterior walls and balconies are manufactured.

Östersund

The office premises in Östersund are located at the address Strandgatan 21 and contain approximately 20 office spaces. The tenancy has been handled internally within the group.



Financial information

The Bankruptcy Company's annual reports for the financial years 2020 and 2021 are attached as Appendix 3 and Appendix 4.

The preliminary balance report per the date of bankruptcy 2023-04-04 is attached as Appendix 5.



Customers and revenue base

The Bankruptcy Company has mainly delivered goods and services to large national suppliers and clients.

The Bankruptcy Company's total turnover in 2021 was SEK 294,090,000 of which the five largest customers accounted for 64% of the turnover.



Employees and consultants

On the day of bankruptcy, the Bankruptcy Company had a total of 216 employees. The chairman of the board has been Per Nilsson and the CEO has been Mattias Marktin. Most of the employees have been active at the factories in Strömsund and Hammerdal.

At the time of bankruptcy, 88 of the 216 employees had already been made redundant.

The Bankruptcy Company had no ongoing consultancy contracts at the time of bankruptcy.



Intellectual property rights

The sale includes some of the intellectual property rights held by the Bankruptcy Company. The intellectual property rights may consist of:

- Products or services produced by the Bankruptcy Company.
- Design and appearance regarding produced products and services.
- Copyrights.
- Company secrets.
- Business ideas or business models.
- Competence and cutting-edge knowledge.
- Internal manuals and work methods.

Please note that the Bankruptcy Company's trademarks, such as name and logo, are not included in the sale.



Vehicles

The Bankruptcy Company owns the following vehicles:

- Trailer: Briab with registration number AXH 154
- Truck: Renault Kangoo with registration number EBD751
- Trailer: Närko with reg number GGT619
- Truck: Renault L with registration number NDZ622
- Truck: Scania R144 with registration number TAL421
- Car: Skoda with registration number UHW507
- Truck: Mercedes-Benz 115 with registration number WPY103



Machines and inventory

The Bankruptcy Company's machines and inventory are listed in Appendix 6.

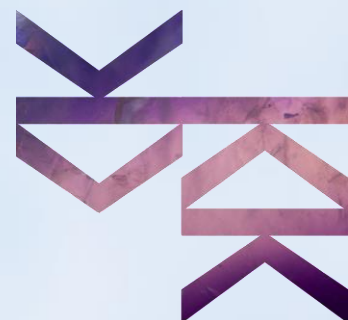
As of the bankruptcy date, the book value of machines, fixtures and installations amounted to SEK 33,119,269 after depreciation.



Inventory and work in progress

As of the date of bankruptcy, there were about ten major ongoing projects regarding the delivery of concrete frame elements. Some assignments also included assembly.

As the bankruptcy trustee continues to run the business, the value of the inventory is constantly changing. The bankruptcy trustee cannot therefore guarantee any inventory value as of the transfer date. Unless the tenderer makes his tender conditional on something else, the bankruptcy administrator assumes that a reconciliation and valuation takes place of the current inventory and work in progress as of the transfer date.



Third Person Property

The Bankruptcy Company hold the property listed below that is owned by others. As far as the bankruptcy estate is concerned, a buyer may take over the leasing and installment contracts that exist as of the transfer date.

Installment contracts

Boom lift Genie Z33.
Truck Linde E40.

Lease contracts

Hako Scrubmaster B 115.
Counterweight truck Linde E 50-600 HL 388
Volvo V90 Reg. No. DUL 563.
Counterweight truck Linde H16-1200D/1401.
Volvo XC40 Reg. No. KLF 40R
Volvo V90 Cross Country Reg. No. EMY 45A
Volvo BM L60H
Kone Fenwick 20-1200C
4 refill cabinets, incl. shelves and code locks.
Coffee machines
Printer

Property owned by Fastighetsåsen Hammerdal AB

Lyft Demag Travers 10ton
Lyft Demag Travers 8ton
2 st Lyft Asea Travers 3ton
Lyft Asea Travers 4ton
Lyft Asea Travers 6ton



Permits etc.

The Bankruptcy Company's products are CE-marked and there is a requirement that the products must be CE-marked in order to be sold within the EU.

CE marking of the product ensures that the product meets the essential health, environmental and safety requirements of the relevant EU directives.

The labeling acts as a passport for the products that allows free movement in the internal market of the EU.

Transport contribution

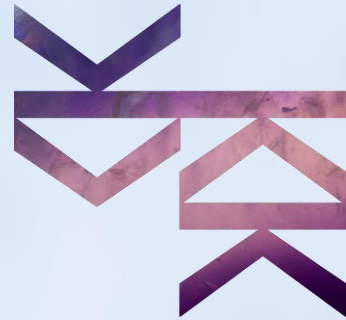
In 2022, the Bankruptcy Company has received a total transport contribution from the Swedish Agency for Growth of SEK 7,818,986.

Transport contributions can be received by companies with production operations in Jämtland, among other places, and goes to the transport of goods and products that have undergone significant processing within the manufacturing industry, up to 45% of the approved transport cost.



Assets for sale

All real estate, intangible assets, machinery and equipment, vehicles, inventory, and work in progress in the Bankruptcy Company can be acquired (with the exception of what is expressly stated in this memorandum). A bid may refer to all or parts of the Bankruptcy Company's operations or only certain assets. Considering the nature of the business, however, the bankruptcy trustee prefers that bids are submitted for the entire business.



The sales process (1/4)

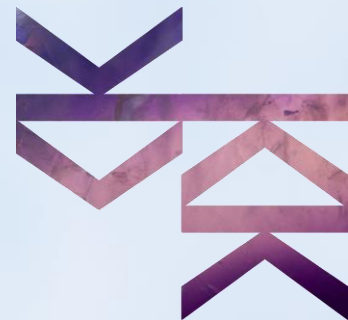
Interested parties are hereby invited to submit non-binding indicative offers as soon as possible, but **no later than July 2, 2023**.

Interested parties have, before submitting their indicative bid, the opportunity to visit the business premises in Strömsund and/or Hammerdal until June 30, 2023.

To request such a visit, please contact Emil Kristoffersson (phone: 070-656 96 20, e-mail: emil.kristoffersson@kaiding.se).

Indicative bids must be submitted in writing:

- (i) via e-mail to jan.lindahl@kaiding.se; or
- (ii) by regular mail to Attacus Stromsystem AB:s konkursbo, c/o Advokatbyrån Kaiding, Köpmangatan 22 A, 831 30 Östersund.



The sales process (2/4)

The indicative bids shall at least contain the following information:

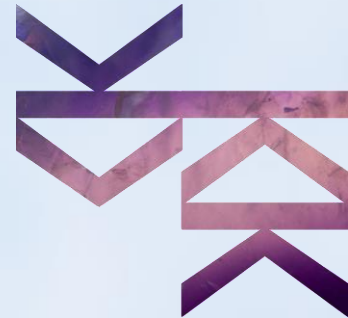
- The interested party's name, company name or similar and social security number or organization number, as well as contact information for the person who represents the interested party in the further sales process. If the interested party is represented by a consortium, this should also be indicated in the bid.
- Information on whether an acquisition covers the entire business or all/parts of the Bankruptcy Company's assets.
- An indicative bid stated in SEK or EUR excluding VAT. If the buyer intends to continue operating the business, no VAT is usually payable on the purchase price.
- A summary description of how an acquisition equal to the bid will be financed.
- Terms and/or prerequisites for the indicative bid.



The sales process (3/4)

When the bankruptcy trustee has evaluated the bids received, he intends to offer a limited number of bidders, those whose bids are deemed most interesting, to proceed to the next step in the sales process. These bidders must then submit a final, binding, bid to the bankruptcy administration **no later than September 10, 2023**.

It should be noted that the final sale presupposes that the sale has been approved by the creditors concerned and other relevant actors such as authorities.



The sales process (4/4)

The bankruptcy trustee reserves the right to reject individual or all indicative and binding bids and, at his sole discretion, to negotiate with interested parties or third parties to complete a transfer during the bid and sale process.

The bankruptcy trustee may, at his sole discretion, terminate the sale process at any time and no agreement shall be deemed to have been entered into until a written agreement has been signed.

In the future asset transfer agreement, the bankruptcy estate will not incur any liability for errors or defects in the transferred assets.



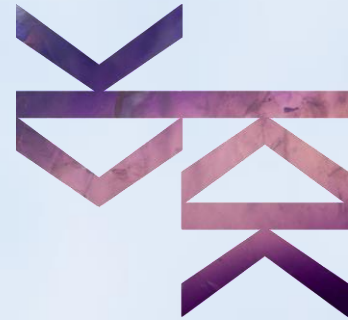
Contact details

All questions regarding the sales process will be answered by:

Jan Lindahl, e-mail: jan.lindahl@kaiding.se, telephone:
+46 70-689 98 38,

Emil Kristoffersson, e-mail: emil.kristoffersson@kaiding.se, phone:
+46 70-656 96 20, or

Sofie Fahlén, e-mail: sofie.fahlen@kaiding.se, phone:
+46 70-594 78 15.



Appendices

Appendix 1 - Property register extract Strömsund

Appendix 2 - Property register extract Hammerdal

Appendix 3 - Annual Report 2020

Appendix 4 - Annual report 2021

Appendix 5 - Preliminary balance sheet

Appendix 6 - List of machines, fixtures and installations

