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## LEHDISTÖTIEDOTE

Helsinki 5.6.2017

### AREIM JA BLACKSTONE TEKEVÄT OSTOTARJOUKSEN SPONDASTA

Areim ja Blackstone ovat tänään julkistaneet hallituksen suositteleman käteisvastikkeellisen ostotarjouksen Spondasta.

Areimin toimitusjohtaja Therese Rattik kommentoi:

*“Tämä on ainutlaatuinen mahdollisuus Blackstonelle ja Areimille sijoittaa korkealaatuiseen kiinteistöliiketoimintaan Suomessa. Olemme luottavaisia Suomen markkinoiden suhteen. Talous on palannut kasvu-uralle samalla, kun yrittäjyys ja luovuus yrityskentässä ovat lisääntyneet selvästi. Tulemme investoimaan merkittävästi kiinteistöjen hoitoon ja kehittämään niitä edelleen vastaamaan asiakkaiden tulevaisuuden tarpeita. Olemme tehneet yhteistyötä Blackstonen kanssa Pohjoismaissa jo 15 vuoden ajan, ja olemme vakuuttuneita mahdollisuuksistamme luoda lisää kasvua liiketoiminnalle.”*

Spondan hallitus on yksimielisesti päättänyt suositella ostotarjouksen hyväksymistä. Tietyt yhtiön osakkeenomistajat, jotka edustavat yhdessä noin 46,9 % yhtiön osakkeista, ovat tietyin tavanomaisin ehdoin sitoutuneet peruuttamattomasti hyväksymään ostotarjouksen.

Tarkemmat tiedot ostotarjouksesta löytyvät osoitteesta

<https://newsclient.omxgroup.com/cdsPublic/viewDisclosure.action?disclosureId=778183&lang=en>

#### **Sponda lyhyesti:**

Sponda on Suomen suurimpien kaupunkien kaupallisiin kiinteistöihin erikoistunut kiinteistösijoitusyhtiö. Spondan toiminta-ajatuksena on omistaa, vuokrata ja kehittää liiketiloja, toimistotiloja ja kauppakeskuksia. Spondan sijoituskiinteistöjen käypä arvo oli noin 3,8 miljardia euroa ja vuokrattava pinta-ala oli noin 1,2 miljoonaa neliometriä 31.3.2017.

#### **Areim lyhyesti:**

Areim on vuodesta 2003 lähtien toiminut kiinteistörahastojen hallinnointiin ja neuvonantoon keskittynyt yritys, jolla on toimistot Helsingissä ja Tukholmassa. Yhtiön henkilöstöllä on pitkä kokemus kiinteistöjen hankinnasta ja hallinnoinnista sekä tilojen ja kohteiden laadukkaasta kehittämisestä. Areim luo ainutlaatuisia ratkaisuja ja arvoa asiakkailleen, kumppaneilleen ja sijoittajilleen omaehtoisen rahoituksen ja asiakaslähtöisen toimintatavan kautta. Lisätietoa osoitteessa [www.areim.com](http://www.areim.com).

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**Notice to Shareholders in the United States**

U.S. shareholders are advised that Sponda's shares are not listed on a U.S. securities exchange and that Sponda is not subject to the periodic reporting requirements of the U.S. Securities Exchange Act of 1934, as amended (the "**Act**"), and is not required to, and does not, file any reports with the U.S. Securities and Exchange Commission (the "**SEC**") thereunder.

The Tender Offer is made to Sponda's shareholders resident in the United States on the same terms and conditions as those made to all other shareholders of Sponda to whom an offer is made. Any information documents, including the tender offer document, are being disseminated to U.S. shareholders on a basis comparable to the method that such documents are provided to Sponda's other shareholders.

The Tender Offer is made for the shares in Sponda, a Finnish company. Information distributed in connection with the Tender Offer and the combination is subject to disclosure requirements of Finland, which are different from those of the United States. The financial information included in this release has been prepared in accordance with accounting standards in Finland, which may not be comparable to the financial statements or financial information of United States companies.

It may be difficult for Sponda's shareholders to enforce their rights and any claim they may have arising under the federal securities laws, since the Offeror and Sponda are located in non-U.S. jurisdictions, and some or all of their respective officers and directors may be residents of non-U.S. jurisdictions. Sponda's shareholders may not be able to sue the Offeror or Sponda or their respective officers or directors in a non-U.S. court for violations of the U.S. securities laws. It may be difficult to compel the Offeror and Sponda and their respective affiliates to subject themselves to a U.S. court's judgment.

The Tender Offer is expected to be made in the United States pursuant to Section 14(e) and Regulation 14E under the Act as a "Tier II" tender offer, and otherwise in accordance with the requirements of Finnish law. Accordingly, the Tender Offer will be subject to disclosure and other procedural requirements, including with respect to withdrawal rights, offer timetable, settlement procedures and timing of payments that are different from those applicable under U.S. domestic tender offer procedures and law.

To the extent permissible under applicable law or regulations, the Offeror and its affiliates or brokers (acting as agents for the Offeror or its affiliates, as applicable) may from time to time after the date hereof, and other than pursuant to the Tender Offer, directly or indirectly purchase or arrange to purchase, shares of Sponda, that are the subject of the Tender Offer or any securities that are convertible into, exchangeable for or exercisable for such shares. To the extent information about such purchases or arrangements to purchase is made public in Finland, such information will be disclosed by means of a press release or other means reasonably calculated to inform U.S. shareholders of Sponda of such information. In addition, the financial advisors to the Offeror may also engage in ordinary course trading activities in securities of Sponda, which may include purchases or arrangements to purchase such securities.

Neither the SEC nor any U.S. state securities commission has approved or disapproved the Tender Offer, or passed any comment upon the adequacy or completeness of the tender offer document. Any representation to the contrary is a criminal offence in the United States.

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