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This press release has been published in Swedish and English. In the event of any discrepancy in content between Swedish original text and the English translation, the Swedish original shall prevail.



PRESS RELEASE

1 December 2015

Sweco's rights issue fully subscribed

The preliminary results of the rights issue of SWECO AB (publ), for which the subscription period ended on 26 November 2015, indicate that approximately 1.17 million A-shares and approximately 12.04 million B-shares, representing approximately 99.3 percent of the offered shares, were subscribed for with subscription rights. In addition, applications have been made to subscribe for approximately 0.49 million A-shares and approximately 7.23 million B-shares without subscription rights, representing approximately 58.0 percent of the offered shares. Thus, the rights issue is fully subscribed. Through the rights issue, Sweco will receive proceeds amounting to approximately SEK 1,077 million before issue costs.¹

"We are happy that the rights issue has been fully subscribed. It shows that our shareholders have confidence in Sweco's acquisition of Grontmij and that they want to be a part of Sweco's continued development. As the leader in the European market, we take an even more prominent role in planning and designing the communities and cities of the future" says Tomas Carlsson, President and CEO of Sweco.

The shares that were subscribed for without subscription rights will be allocated according to the principles described in the prospectus. Notification regarding allocation of shares that have been subscribed for without subscription rights will be distributed to those who have been allocated shares on or around 2 December 2015 for payment on or around 4 December 2015. Only those who are allotted shares will be notified.

As a result of the rights issue, Sweco's share capital increases by SEK 13,294,945, from SEK 107,799,885 to SEK 121,094,830. The number of A-shares in Sweco will increase by 1,171,020 to 10,539,184 A-shares and the number of B-shares will increase by 12,123,925 to 109,655,646 B-shares. The total number of shares in Sweco will thus amount to 121,094,830, whereof 10,539,184 A-shares, 109,655,646 B-shares and 900,000 C-shares.

The new shares subscribed for with subscription rights are expected to be registered at the Swedish Companies Registration Office on or around 2 December 2015. The final day for

¹ From the proceeds of the rights issue of approximately SEK 1,077 million, an estimated deduction is made for rights issue expenses (issue costs). These costs are estimated to approximately SEK 20 million. Net of issuance costs Sweco is estimated to raise approximately SEK 1,057 million. The issue proceeds of approximately SEK 1,077 million is based on the total number of Sweco A shares and Sweco B shares excluding Sweco's own holding of 540,320 Sweco B shares.

trading in paid subscribed shares (BTAs) is expected to be on 7 December 2015. The new shares are expected to start trading on Nasdaq Stockholm on 11 December 2015.

Shares subscribed for without subscription rights are expected to be registered at the Swedish Companies Registration Office on or around 9 December 2015 and to start trading on Nasdaq Stockholm on 22 December 2015.

ABN AMRO Bank N.V. and Nordea Bank AB (publ) are financial advisors and Cederquist is legal advisor to Sweco in the rights issue.

Important notice

This press release does not contain or constitute an invitation or an offer to acquire, sell, subscribe for or otherwise trade in shares, subscription rights or other securities in Sweco. Invitation to the persons concerned to subscribe for shares in Sweco is only made through the prospectus that has been approved and registered by the Swedish Financial Supervisory Authority (Sw. *Finansinspektionen*), and is available on Sweco's website. The prospectus contains, among other things, pro forma financial statements as well as information regarding the new Sweco group (inclusive of information regarding Grontmij) and Sweco's Board. This press release has not been approved by any regulatory authority and is not a prospectus, accordingly investors should not subscribe for or purchase any securities referred to in this press release except on the basis of information provided in the prospectus published by Sweco.

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In addition, if and to the extent that this press release is communicated in any European Economic Area member state that has implemented Directive 2003/71/EC (together with any applicable implementing measures, including Directive 2010/73/EC, in any member state, the "**Prospectus Directive**"), this press release is only addressed to and directed at persons in Sweden and the member states that the prospectus has been passported to (Finland, the

Netherlands and Norway) and persons in other members state who are "*qualified investors*" within the meaning of the Prospectus Directive and must not be acted on or relied on by other persons in that member state. This press release does not constitute a prospectus within the meaning of the Prospectus Directive or an offer to the public.

In the United Kingdom, this press release is being distributed only to, and is directed only at (i) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Financial Promotion Order**"), (ii) persons falling within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the Financial Promotion Order, or (iii) other persons to whom it may otherwise be lawfully communicated (all such persons together being referred to as "*relevant persons*"). This press release is directed only at relevant persons and must not be acted on or relied on by anyone who is not a relevant person.

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Sweco plans and designs the communities and cities of the future. Our work results in sustainable buildings, efficient infrastructure and access to electricity and clean water. With 14,500 employees in Europe, we offer our customers the right expertise for every situation. We carry out projects in 70 countries annually throughout the world. Sweco is the leading architecture and engineering consultancy in Europe, with sales of approximately SEK 15.2 billion (pro forma 2014). The company is listed on NASDAQ Stockholm.

The information contained herein is subject to the disclosure requirements of Sweco AB under the Swedish Securities Exchange and Clearing Operations Act and/or the Financial Instruments Trading Act. The information was submitted for publication on 1 December 2015, 8:30 a.m. CET.