

30 April 2021

North Wall Capital invites certain holders of Unsecured Restructuring Debt in Stockmann to sell their position for cash consideration.

Invitation

North Wall Capital LLP (including funds and entities managed and/or advised by North Wall Capital LLP, the “**Acquirer**”) today announces an invitation to eligible holders of certain types of unsecured debts in the Stockmann plc (“**Stockmann**”) restructuring to offer their claims to North Wall Capital for cash purchase (the “**Invitation**”).

The Invitation is limited to holders of unsecured restructuring debt of Stockmann as confirmed in the company’s statutory reorganisation proceedings of February 1, 2021 (the “**Restructuring Program**”), as listed in Appendix I to this Invitation (the “**Designated Claim**”).

This Invitation gives holders of Designated Claims (as defined below) the option of offering their claims for cash sale, rather than holding such claims through the restructuring process. This Invitation is also intended to provide an alternative to holders that are not able to hold the securities that will be offered as part of the completed restructuring.

The Acquirer will, at its sole discretion, prioritise claims offered at the Invitation Purchase Price (as defined below) in the order in which they were received.

North Wall Capital anticipates that its purchases will be limited to 20-30% of the eligible Designated Claim volume, and therefore encourages interested parties to express their interest swiftly.

About North Wall Capital

North Wall Capital is an active investor in European businesses with a focus on complex and distressed situations and is an existing investor in Stockmann’s capital structure. Our firm employs a long-term investment strategy and we are prepared to hold our Stockmann investments for 4-5 years.

Process

Claims offered to NWC will be considered on a first-come-first-served basis, up to a maximum of 20-30% of the total outstanding volume of Designated Claims:

- The Invitation is open until 7 May 2021
- Designated Claims will be acquired for 60% of their principal amount, as confirmed by the statutory reorganisation process (the “**Invitation Purchase Price**”). This price is in line with the prices paid by the Acquirer for such claims in previous transactions.
- Interested sellers that would seek to sell their claims for more than the Invitation Purchase Price may indicate their desire to do so, but North Wall will prioritise claims tendered at the Invitation Purchase Price
- Minimum Designated Claim size to be considered is €40,000

Potential Benefits to Sellers of Designated Claims

In order to be eligible to receive a full recovery entitlement in Stockmann's statutory reorganisation, holders of Designated Claims must follow specific steps as described by the company:

<http://www.stockmangroup.com/fi/yrityssaneerausmenettely>.

Holders of Designated Claims that are unwilling or unable to complete the required steps may benefit from a sale of their claims to North Wall Capital, because:

- Sellers of Designated Claims will receive cash consideration swiftly upon the completion of the documentation with the Acquiror.
- Sellers will not be exposed to commercial risks arising from Stockmann's performance or changes to the terms of its restructuring.

Execution

Should you wish to tender your claim, please contact stockmann@itainenojantakanen.fi and specify:

- Type of claim (accounts payable and other creditors, unsecured commercial paper, rental liability)
- Face value of claim as confirmed in the Restructuring Program
- Price (as % of principal) if not the Invitation Purchase Price

Should your tender be accepted, you will be provided execution documents for signature.

The Acquiror will favour claims tendered at the Invitation Purchase Price and may withdraw the Invitation early in its sole discretion without accepting claims tendered at a higher price.

This Invitation has not been authorized by Stockmann PLC ("**Stockmann**") and the Acquiror is not otherwise connected to Stockmann. You should only contact stockmann@itainenojantakanen.fi directly in relation to this invitation.

Yours sincerely,

North Wall Capital LLP

This Invitation is not intended to form an offer or commitment by the Acquirer to enter into any further agreement with any party. The Acquirer will determine in its sole discretion which Designated Claims, if any are accepted, and the price at which it is willing to acquire such Designated Claims, which is subject to change at any time. The Acquirer may withdraw the Invitation, or amend any of its terms, at its sole discretion at any time and without notice to any person. No representation guarantee is made that the Acquirer will elect to purchase the Designated Claims of all holders of such Designated Claims who offer them for purchase by the Acquirer. The Acquirer may at its sole discretion elect to purchase Designated Claims at different purchase prices. The Acquirer may also purchase Designated Claims or other interests in Stockmann, other than pursuant to this Invitation, in any manner (in the open market, in privately negotiated transactions or otherwise) at any price (which may be higher or lower than Invitation Purchase Price) and at any time from any holder, without notification or announcement.

This Invitation does not provide or offer financial, investment, tax, legal, regulatory or other advice and recipients of it must not rely on it as providing any form of advice. Holders of Designated Claims who may be considering tendering their Designated Claims should seek their own independent advice. It is the responsibility of any person or persons in receipt of this Invitation to inform themselves of and to observe all applicable laws and regulations of any relevant jurisdiction.

Appendix I - Designated Claims

<u>Type of Unsecured claim</u>	<u>Aggregate face value (1 Feb 2021 amended restructuring program)</u>
Accounts payable and other creditors	EUR 46,157,185.46
Commercial paper creditors	EUR 53,439,349.31
Landlords	To be considered individually