

**SUPPLEMENT DATED 2 JUNE 2022 TO THE BASE PROSPECTUS DATED 20 AUGUST 2021 AS PREVIOUSLY SUPPLEMENTED BY THE FIRST SUPPLEMENT DATED 3 SEPTEMBER 2021, THE SECOND SUPPLEMENT DATED 16 NOVEMBER 2021 AND THE THIRD SUPPLEMENT DATED 14 MARCH 2022**



**CASTELLUM**

**CASTELLUM AB**

*(Incorporated with limited liability in Sweden)*

**CASTELLUM HELSINKI FINANCE HOLDING ABP**

*(incorporated with limited liability under the laws of the Republic of Finland)*

**Unconditionally and irrevocably guaranteed by**

*(in respect of Notes issued by Castellum Helsinki Finance Holding Abp only)*

**CASTELLUM AB**

**€3,000,000,000**

**Euro Medium Term Note Programme**

This Supplement (the **Supplement**) to the Base Prospectus dated 20 August 2021 as previously supplemented by the first supplement dated 3 September 2021, the second supplement dated 16 November 2021 and the third supplement (the **Third Supplement**) dated 14 March 2022 (the **Base Prospectus**) which comprises a base prospectus for the purposes of Regulation (EU) 2017/1129 (the **Prospectus Regulation**) constitutes a Supplement to the Base Prospectus for the purposes of Article 23 of the Prospectus Regulation and is prepared in connection with the €3,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by Castellum AB (**Castellum AB** and, in its capacity as guarantor of Notes issued by Castellum Finance (as defined below), the **Guarantor**) and Castellum Helsinki Finance Holding Abp (**Castellum Finance** and, together with Castellum AB in its capacity as an issuer, the **Issuers** and each an **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and any other supplements to the Base Prospectus issued by the Issuers and the Guarantor.

This Supplement has been approved by the Central Bank of Ireland (the **Central Bank**), as competent authority under the Prospectus Regulation. The Central Bank only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuers or the Guarantor (in the case of Notes issued by Castellum Finance) nor as an endorsement of the quality of the Notes that are the subject of the Base Prospectus or this Supplement. Investors should make their own assessment as to the suitability of investing in the Notes.

Each Issuer and the Guarantor accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuers and the Guarantor, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

## **Purpose of this Supplement**

The purpose of this Supplement is (a) to incorporate by reference into the Base Prospectus certain sections of the Annual and Sustainability Report 2021 of Castellum AB (which contains the audited consolidated financial statements of Castellum AB for the year ended 31 December 2021) and certain sections of the Interim Report January-March 2022 of Castellum AB (which contains the unaudited consolidated financial statements of Castellum AB for the three months ended 31 March 2022); and (b) to include a new "*Significant or Material Change*" statement.

## **Incorporation of information by reference**

On 28 March 2022 Castellum AB published its Annual and Sustainability Report 2021 which contains the audited consolidated financial statements of Castellum AB for the year ended 31 December 2021 (the **2021 Annual Report**). A copy of the 2021 Annual Report has been filed with the Central Bank and, by virtue of this Supplement, the auditors' report and audited consolidated financial statements of Castellum AB for the year ended 31 December 2021 set out on pages 106 to 143 of the 2021 Annual Report shall be incorporated in, and form part of, the Base Prospectus.

This document is available for viewing on the following website:

<https://vp244.alertir.com/afw/files/press/castellum/202203149863-1.pdf>

On 25 April 2022 Castellum AB published its Interim Report January-March 2022 which contains the unaudited consolidated financial statements of Castellum AB for the three months ended 31 March 2022 (the **Q1 2022 Interim Report**). A copy of the Q1 2022 Interim Report has been filed with the Central Bank and, by virtue of this Supplement, pages 5 to 25 of the Q1 2022 Interim Report shall be incorporated in, and form part of, the Base Prospectus.

This document is available for viewing on the following website:

<https://vp244.alertir.com/afw/files/press/castellum/202204194151-1.pdf>

## **Significant or Material Change**

The first paragraph under the heading "*Significant or Material Change*" on page 159 of the Base Prospectus shall be deemed deleted and replaced with the following:

"There has been no significant change in the financial performance or financial position of Castellum AB or the Group since 31 March 2022 and there has been no material adverse change in the financial position or prospects of Castellum AB since 31 December 2021."

## **Other information**

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus since the publication of the Third Supplement.