

Stockholm 2015-03-25

To all shareholders in African Diamond AB (publ) without securities accounts able to deposit shares registered in the central securities depository of Euroclear in Sweden.

## **Information on the distribution of shares in African Diamond AB (publ)**

### **1. Summary**

African Diamond AB was spun off from its parent company Nickel Mountain Group AB (NMG) in end of May 2014. The spin off was made by way of a dividend to the shareholders of NMG as per the record date June 4<sup>th</sup> 2014. The distribution was made 1:1, one share in NMG gave right to receive one share in African Diamond AB. As per the record date there were in total 5,676 shareholder accounts in the Norwegian VPS (Verdipapirsentralen) entitled to receive shares in African Diamond AB as a result of the spin off.

### **2. Background and reasons**

African Diamond AB is a Swedish company with its shares registered in the Swedish equivalent to VPS, Euroclear. The NMG shares that are traded on Oslo Stock Exchange are held in the Swedish Euroclear register by a Norwegian register agent who serves as a nominee on behalf of all shareholders of NMG shares in the Norwegian VPS.

In order to offer shareholders to hold shares in the Norwegian VPS system, the company must have a contract with a so called register agent which is recognized as an administrator in the VPS system. In Norway there are about a dozen banks and other financial institutions to be found that offers these services to company's publically listed with their shares traded electronically. African Diamond AB has not been able to enter in to a contract with such a register agent for various reasons related to compliance, the banks so called "Know Your Customer"-regulations and the potential risks related to client companies doing business in Africa.

African Diamond AB considers the situation to be unfortunate and has during a number of months done everything it the power of the company to find a solution without success. At the moment, the board and management of the company do not consider it to be possible to find a Norwegian register agent that is willing to accept the assignment to be agent for African Diamond AB's shares in the Norwegian VPS-register.

### **3. Consequences for shareholders presently without security accounts able to hold shares in the Swedish Euroclear register**

As a shareholder in the Norwegian VPS register you must provide African Diamond AB on below address with an account able to deposit shares registered in the Swedish Euroclear register.

The following is information about different options to choose from if you want to receive your shares in African Diamond AB. Contact your bank or asset manager for advice on which is the best option for you:

#### *A. Open a VP account with Euroclear Sweden*

Shareholders are responsible for opening a VP account with Euroclear Sweden, which is the Swedish equivalent of VPS. Shareholders are responsible for any costs associated with opening a VP account and any future costs for holding and trading the shares. To open a VP account, contact the bank or asset manager who will be your account operator. Both Swedish and Norwegian banks/asset managers are associated with Euroclear Sweden as account operators.

#### *B. Open an account or custody account with a Swedish bank or other Swedish asset manager*

Shareholders are responsible for opening an account or custody account with a Swedish bank or asset manager. The shareholder is responsible for any costs associated with opening the account and any future costs for holding and trading the shares. To open an account or custody account, contact a Swedish bank or asset manager.

#### *C. Open a custody account with a Norwegian or other non-Swedish bank or asset manager*

Shareholders are responsible for opening an account or custody account with a Norwegian or other non-Swedish bank or asset manager. Shareholders will be responsible for any costs associated with opening an account and any future costs for holding or trading the shares. To open an account, contact a Norwegian or other non-Swedish bank or asset manager.

Shareholders whose shares are held by a nominee outside Sweden need to request a temporary entry in the Swedish Euroclear register in order to have voting rights and to be entitled to participate on future General Meetings of the company. Such temporary entry must be done well in time of the summoned General Meetings according to instructions that will be announced in the notification document to each General Meeting.

#### **4. Accept form**

Holders of VPS-registered shares in NMG as per the record date 4<sup>th</sup> of June 2014 are entitled to receive the shares in African Diamond AB on a 1:1 ratio. 1 share held in NMG on the 4<sup>th</sup> of June gave right to 1 share in African Diamond AB.

Shareholders entitled to receive African Diamond AB shares according to above who wish to have their Euroclear registered shares delivered to an account able to hold Euroclear registered shares must fill out and sign the enclosed accept form and send it to:

*African Diamond AB*  
*Engelbrektskatan 7, 1 trp*  
*114 32 Stockholm*  
E-mail: [info@africandiamond.se](mailto:info@africandiamond.se)

You must fill in all of the information requested on the application form. Application forms filled out incorrectly might be ignored without being processed.

#### **5. Tax consequences**

A registration of shares in the Euroclear register will have no tax consequences for those who pay taxes in Norway because there is no sale of shares or change in ownership. However, shareholdings in Euroclear will not be reported to the Norwegian tax authorities in the same way as when the holding is registered in a VPS account. If you have any questions, contact your account operator, bank or asset manager.

#### **6. Questions**

Additional information is available on African Diamond AB's website [www.africandiamond.se](http://www.africandiamond.se). If you have questions about the process or filling out the application form, contact Thomas Häggkvist at tel. +46 70 5522622 or e-mail [thomas.haggkvist@africandiamond.se](mailto:thomas.haggkvist@africandiamond.se)

Yours sincerely,

African Diamond AB (publ)

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