

# HIAG

## HIAG Immobilien Holding AG

### Supplementary dated 16 November 2021 to Prospectus dated 1 November 2021

HIAG Immobilien Holding AG, Basel, Switzerland (the "Issuer" or the "Company"), has executed the Offer in accordance with the terms and as outlined in the prospectus dated 1 November 2021 (the "Prospectus"). Defined terms used in this supplementary to the Prospectus (the "Supplementary") shall have the same meaning as assigned to them in the Prospectus.

This Supplementary forms an integral part of the Prospectus and must be read in conjunction with the Prospectus (this applies in particular with regard to the risk factors, see "*RISK FACTORS*" on page 21 et seq. of the Prospectus, and the selling and transfer restrictions, see "*SELLING AND TRANSFER RESTRICTIONS*" on page 179 et seq. of the Prospectus). The Prospectus and this Supplementary together form the final Prospectus.

#### The Offering

<b>Offer Price and definitive number of Offered Shares</b>	Based on the results of the Bookbuilding proceeded from 4 November 2021 to 15 November 2021, 12:00 noon (CET), the Company and the Sole Lead Manager have agreed that (i) the Offer Price shall amount to CHF 95.00 per Offered Share and (ii) a total of 1,686,600 Offered Shares shall be issued by the Company in the course of the Authorised Capital Increase.
<b>Authorised Capital Increase</b>	The Board of Directors is expected to execute the Authorised Capital Increase ( <i>Feststellungsbeschluss</i> ) to increase the Share Capital by CHF 1,686,600 through issuance of 1,686,600 Offered Shares on 16 November 2021. The Offered Shares are expected to be registered with the Commercial Register of the Canton of Basel-Stadt on 17 November 2021.
<b>Net Proceeds</b>	The Net Proceeds to be received by the Company from the Offering will amount to approximately CHFm 155.9, after deduction of the Swiss issue stamp tax ( <i>Emissionsabgabe</i> ) of 1%, estimated commissions and other expenses associated with the Offering.
<b>Share Capital</b>	Upon completion of the Offering, the share capital of the Company registered in the Commercial Register of the Canton of Basel-Stadt will amount to CHF 10,119,600 divided into 10,119,600 Shares.
<b>First Trading Day</b>	18 November 2021
<b>Settlement Date</b>	The Offered Shares are expected to be delivered on or about 18 November 2021 through the facilities of SIS.
<b>Ticker symbol/ ISIN/ Swiss security number/ Trading currency</b>	The ticker symbol, ISIN and Swiss security number for the Shares are as follows: Ticker symbol: HIAG ISIN: CH0239518779 Swiss security no.: 23951877 Trading currency: CHF
<b>Applicable Law/ Jurisdiction</b>	Swiss law/Basel, Switzerland

*Sole Lead Manager and Bookrunner*

**Zürcher Kantonalbank**

The table below sets forth the consolidated capitalisation, indebtedness, and certain other balance sheet information of HIAG as of 30 June 2021 on an actual basis and on an adjusted basis to give effect to the Offering and the estimated Net Proceeds therefrom assuming that the Offered Shares are fully subscribed and allocated.

This table should be read in conjunction with the consolidated financial statements 2020 and consolidated interim financial statements of the first half of the financial year 2021 of HIAG and the notes thereto, as well as the other financial statements and information included elsewhere in the Prospectus.

in CHFm, unaudited	As of 30 June 2021		
	Actual	Adjustment	As adjusted
Cash and cash equivalents	26.4	+155.9	182.2
Current financial liabilities	194.6	0	194.6
Non-current financial liabilities	739.7	0	739.7
<b>Total financial liabilities</b>	<b>934.3</b>	<b>0</b>	<b>934.3</b>
Share capital	8.4	+1.7	10.1
Capital reserves	30.2	+154.2	184.4
Own shares	-4.5	0	-4.5
Retained earnings	750.9	0	750.9
<b>Total shareholders' equity</b>	<b>785.0</b>	<b>+155.9</b>	<b>940.9</b>
<b>Total capitalisation<sup>(1)</sup></b>	<b>1,719.3</b>	<b>+155.9</b>	<b>1,875.2</b>

(1) Corresponding to the total financial liabilities plus the total shareholders' equity.

The table below sets out the indirect shareholdings of the Majority Shareholders in the Company before and after the completion of the Offer, including the Authorised Capital Increase expected to be recorded in the Commercial Register of the Canton of Basel-Stadt as of 17 November 2021 (i) based on the registered shareholders in the Company's share register as of 30 September 2021 and (ii) taking into account the numbers of Offered Shares subscribed for in the Offering.

Shareholders	Before completion of Offer		Number of Offered Shares subscribed for	After completion of Offer	
	Number of Shares	% of voting rights		Number of Shares	% of voting rights
Majority Shareholders in total <sup>(1)</sup>	5,318,808	63.1%	189,474	5,508,282	54.4%
of which:					
- SFAG Holding AG, Basel, Switzerland <sup>(2)</sup>	4,243,297	50.3%	189,474	4,432,771	43.8%

- HIAG Beteiligung Holding AG, Basel, Switzerland <sup>(3)</sup>	410,000	4.9%	0	410,000	4.1%
- Grisgros AG, Riehen, Switzerland <sup>(4)</sup>	382,615	4.5%	0	382,615	3.8%
- Senft AG, Zurich, Switzerland <sup>(5)</sup>	282,896	3.4%	0	282,896	2.8%

(1) As of 14 April 2014, SFAG (controlled by Salome Grisard Varnholt, Zurich, Switzerland, Andrea Grisard, Riehen, Switzerland, and Dr. Felix Grisard, Basel, Switzerland), HIAGBET (controlled by Dr. Felix Grisard, Basel, Switzerland), Grisgros (controlled by Andrea Grisard, Riehen, Switzerland), and Senft (controlled by Salome Grisard Varnholt, Zurich, Switzerland), have entered into the Shareholders Agreement, and, therefore, form a group in the sense of article 121 FinMIA. The Majority Shareholders intend to rearrange their shareholdings in the Company in such way that all of the Shares held by SFAG will be transferred proportionally in accordance with the interest held in SFAG by its controlling shareholders Salome Grisard Varnholt, Andrea Grisard and Dr. Felix Grisard to their holding companies (Senft, Grisgros and HIAGBET). This shall not have an effect on the beneficial ownership of the Shares held by the Majority Shareholders. The Shareholders Agreement shall be amended accordingly.

(2) Controlled by Salome Grisard Varnholt, Zurich, Switzerland, Andrea Grisard, Riehen, Switzerland, and Dr. Felix Grisard, Basel, Switzerland.

(3) Controlled by Dr. Felix Grisard, Basel, Switzerland.

(4) Controlled by Andrea Grisard, Riehen, Switzerland.

(5) Controlled by Salome Grisard Varnholt, Zurich, Switzerland.

No action has been or will be taken by the Company or the Sole Lead Manager, other than in Switzerland, which would permit a public offering of any of the Shares or the distribution of the Prospectus or this Supplementary or any other offering material in any jurisdiction where action for that purpose is required. Accordingly, the Shares may not be offered, sold or distributed, directly or indirectly, and neither the Prospectus or this Supplementary nor any advertisement or other offering material may be distributed or published in any jurisdiction, except under circumstances that will result in compliance with any applicable laws and regulations.

The contents of the Prospectus and this Supplementary are not to be construed as legal, financial, business or tax advice. Each prospective investor should consult its own legal, financial, business or tax advisers for legal, financial, business or tax advice.

We are not making any representation to any prospective offeree or purchaser of the Shares regarding the legality of an investment in the Shares by such offeree or purchaser under applicable investment or similar laws.

Since the Rights Exercise Period and the Share Subscription Period have expired and the allocation of the Offered Shares has been proceeded, no Offered Shares can be acquired in the course of the Offering anymore.

Copies of the Prospectus and this Supplementary can be downloaded from HIAG's website (<https://www.hiag.com/en/investors/reporting-centre/>) or are available free of charge at Zürcher Kantonalbank, IHKT, P.O. Box, 8010 Zurich, Switzerland (e-mail: [prospectus@zkb.ch](mailto:prospectus@zkb.ch); phone: +41 44 292 20 11).

HIAG Immobilien Holding AG, Basel, accepts responsibility for all information contained in this Supplementary and declares that it has taken all reasonable care to ensure that the information in this Supplementary is correct and no material factor has been omitted.