

**Verisure Holding AB (publ) Launches Consent Solicitation in Relation to its Notes and Launches
Syndication of New Senior Credit Facilities**

THE SOLICITATION IS NOT BEING MADE TO, AND CONSENTS ARE NOT BEING SOLICITED FROM, HOLDERS OF THE NOTES IN ANY JURISDICTION IN WHICH IT IS UNLAWFUL TO MAKE SUCH SOLICITATION OR GRANT SUCH CONSENT.

January 7, 2021. 9:00 CET. Verisure Holding AB (publ) (the “Issuer”) today announced that it has commenced a consent solicitation (the “Solicitation”) in respect of all of its outstanding €200,000,000 Floating Rate Senior Secured Notes due 2025 (the “Floating Rate Notes”) and all of its outstanding €500,000,000 3½% Senior Secured Notes due 2023 (the “2023 Fixed Rate Notes” and, together with the Floating Rate Notes, the “Notes”). Consent may be delivered beginning January 7, 2021, and the Solicitation will expire at 4:00 p.m., London Time, on January 13, 2021, unless extended or earlier terminated by the Issuer in its sole discretion (the “Expiration Time”). Capitalized terms used but not otherwise defined in this announcement have the meanings given in the consent solicitation statement related to the Solicitation (the “Consent Solicitation Statement”).

In addition, the Issuer today announced that it will shortly begin syndicating a new senior secured term loan facility providing for borrowings of up to €2,000,000,000 (the “New Senior Term Facility”) and a senior secured revolving credit facility in an aggregate principal amount of up to €700,000,000 (the “New Revolving Credit Facility” and, together with the New Senior Term Facility, the “New Senior Credit Facilities”), in each case under a new senior facilities agreement (the “New Senior Facilities Agreement”) and subject to market conditions.

In addition, the following proposed transactions are being contemplated, subject to market conditions: (i) the incurrence by the Issuer of up to €1,150,000,000 aggregate principal amount of new senior secured debt (the “New Senior Secured Debt”) and (ii) the incurrence by Verisure Midholding AB (publ), the direct parent of the Issuer, (the “Company” and, together with its subsidiaries, the “Group” or “Verisure”) of up to €1,270,000,000 aggregate principal amount of new senior unsecured debt (the “New Senior Unsecured Debt” and the entry into the New Senior Facilities Agreement, the incurrence of the New Senior Secured Debt and the incurrence of the New Senior Unsecured Debt, together, the “Contemplated Financing”). Proceeds from the Contemplated Financing will be used to (i) redeem in full the Company’s outstanding senior unsecured notes due 2023 (the “2023 Senior Notes”), (ii) repay and cancel in full term drawings under the Issuer’s existing senior facilities agreement dated October 15, 2015, as amended and restated from time to time, (iii) fund a distribution to the Group’s shareholders and (iv) pay fees and expenses in connection with the foregoing.

The Issuer is soliciting the consent (the “Consent”) of the Holders of each series of Notes to certain proposed amendments (the “Proposed Amendments”) to each indenture governing the Notes (together, the “Indentures”). The Proposed Amendments are being sought in order to: amend the definition of “IFRS” in each Indenture to align it with the definition of “IFRS” contained in the indenture governing the Issuer’s €800,000,000 3⅞% Senior Secured Notes due 2026 (the “2026 Fixed Rate Senior Secured Notes Indenture”), the Issuer’s existing senior facilities agreement dated July 14, 2020 (the “2020 Senior Facilities Agreement”) and the New Senior Facilities Agreement, thereby giving effect to IFRS 15 and IFRS 16 for covenant calculation purposes and (b) amend the ratio-based Restricted Payment permission to allow the Issuer to make Restricted Payments (as defined in each Indenture) provided that the Consolidated Senior Secured Net Leverage Ratio (as defined in each Indenture) does not exceed 5.5 to 1.0 on a *pro forma* basis (from 5.25 to 1.0 currently), thereby aligning such permission with the ratio-based Restricted Payment permissions included in each of the 2026 Fixed Rate Senior Secured Notes Indenture, the 2020 Senior Facilities Agreement and the New Senior Facilities Agreement.

Upon the terms and subject to the conditions of the Consent Solicitation Statement, including the receipt of the Required Consents, a cash payment of €2.5 per €1,000 principal amount of Notes (with respect to either series of Notes, the “Consent Payment”) will be payable to consenting Holders of the relevant Notes for

which a Consent is validly delivered prior to the Expiration Time and not validly revoked prior to the Effective Time. No Consent Payment in respect of a series of Notes will be made if the relevant Required Consents are not received or if the Solicitation is terminated with respect to such series of Notes by the Issuer for any reason.

In order to cause a Consent to be given with respect to Notes held by a Holder, the Holder must deliver Electronic Voting Instructions to Euroclear or Clearstream before the Expiration Time.

The following summary of key dates set out below is qualified in its entirety by the more detailed information appearing in the Consent Solicitation Statement.

Holders should take note of the following dates in connection with the Solicitation. The dates below are, however, subject to modification in accordance with the terms of the Solicitation:

Solicitation Launch Date:	January 7, 2021
Expiration Time:	4:00 p.m., London Time, on January 13, 2021, unless extended or earlier terminated by the Issuer in its sole discretion with respect to either or both series of Notes.
Effective Time:	The time at which the relevant Required Consents are received and the relevant Supplemental Indenture is executed. The Effective Time with respect to either series of Notes may occur at any time prior to the Expiration Time.
Results:	As soon as practicable after the Effective Time, if any.
Payment Date:	Within seven business days after the relevant Effective Time.

For a detailed statement of the terms and conditions of the Solicitation, Holders of the Notes should refer to the Consent Solicitation Statement.

This press release is for information purposes only and the Solicitation is only being made pursuant to the terms of the Consent Solicitation Statement. Holders are advised to read carefully the Consent Solicitation Statement for full details of, and information in relation to, the procedures for participating in the Solicitation, including details of the Consent Payment referred to above. None of the Issuer, the Solicitation Agents, the Tabulation Agent or the Information Agent or any other person makes any recommendation as to whether or not Holders should deliver Consents. Each Holder must make its own decision as to whether or not to deliver Consents.

Under no circumstances shall the Solicitation constitute an offer to sell or issue or the solicitation of an offer to buy or subscribe for any Notes or any other securities in any jurisdiction.

Solicitation Agents:

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Tabulation Agent and Information Agent (for questions or requests for assistance or for additional copies of this Consent Solicitation Statement):

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About Verisure

Verisure is the leading European provider of professionally monitored security systems with 24/7 response services. It protects more than 3.7 million customers in 16 countries in Europe and Latin America. Verisure's mission is to bring peace of mind to families and small business owners by providing them with the best security solutions and services. Verisure is known for category-creating marketing, sales excellence, innovative products and services and customer-centricity. Verisure protects a highly satisfied and loyal customer base, and believes it has some of the strongest growth rates and best retention rates globally in consumer-facing services, demonstrating its exceptional service levels and strong value proposition to its customers.

Hellman & Friedman ("H&F") have been invested in Verisure since September 2011, and became Verisure's majority shareholder in October 2015 following a further equity investment. Over this investment period, Verisure has scaled significantly. Verisure now has more than 20,000 employees (up from approximately 6,000 in 2011) and serves over 3.7 million subscribers in 16 countries across Europe and Latin America (up from approximately 1.4 million subscribers in 10 countries in 2011).

Recent Developments

Since the onset of the COVID-19 pandemic, Verisure has been focused on protecting its employees and their families, its customers and its business. While the pandemic has created and continues to create unique challenges for Verisure's business, it has adapted rapidly to the new operating environment and has continued to evolve its approach as the situation continues to develop. For the period from October 1, 2020 to November 30, 2020, Verisure's customer portfolio continued to grow and passed the 3.7 million customers milestone, which represented growth of approximately 12.3% compared to the same period in 2019. During the period from October 1, 2020 to November 30, 2020, Verisure added approximately 138,600 new customers, compared to approximately 114,400 for the same period in 2019, which represented growth of approximately 21.1% year-on-year. Verisure's attrition rates have not been materially impacted by the pandemic to date, and the performance of its Portfolio Services segment continues to be consistent with past results. Verisure's business model has proved very resilient to date, and it believes the fundamental customer need for security and peace of mind remains unchanged. Verisure believes that this need will continue to increase in the future, against the backdrop of low penetration of home security in its geographies.

On December 22, 2020, H&F renewed its longer-term commitment to Verisure by completing the transfer of its indirect shareholding in the Company from Hellman & Friedman Capital Partners VII, L.P. to certain new H&F managed entities, including Hellman & Friedman Capital Partners IX, L.P. entities. The purpose of the transaction was to extend the timeframe of H&F's participation in Verisure's strong growth trajectory. The consideration for this transfer included over €2.5 billion in cash, with the remainder comprised from the partial rollover of Hellman & Friedman Capital Partners VII, L.P. interests into new special purpose vehicles, and valued the overall Verisure group at an enterprise value of over €14 billion. Together with subsequent purchases from management shareholders (by H&F managed entities) of an additional 0.6% of the indirect share capital of the Company, H&F managed funds indirectly hold approximately 59.5% of the share capital of the Company.

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This announcement does not constitute an offer to sell or the solicitation of an offer to buy securities, including the securities mentioned in this announcement, in any jurisdiction. No money, securities or other consideration is being solicited, and, if sent in response to the information contained herein, will not be accepted. It may be unlawful to distribute this document in certain jurisdictions.

This announcement contains certain forward-looking statements with respect to certain of the Issuer's current expectations and projections about future events. These statements, which sometimes use words such as "intend," "proposed," "plan," "expect," and words of similar meaning, reflect management's beliefs and expectations and involve a number of risks, uncertainties and assumptions (including the completion of the transactions described in this announcement) that could cause actual results and performance to differ materially from any expected future results or performance expressed or implied by the forward-looking statement. The information contained in this announcement is subject to change without notice and, except as required by applicable law, the Issuer assumes no responsibility or obligation to update publicly or review any of the forward-looking statements contained in it. Readers should not place undue reliance on forward-looking statements, which speak only as at the date of this announcement.

Nothing in this announcement should be construed as a notice of redemption, whether conditional or otherwise, in respect of the 2023 Senior Notes. Any such redemption will be made in accordance with the terms of the indenture governing the 2023 Senior Notes. There is no assurance that any such redemption will actually occur.

Disclosure of inside information under Article 17(1) of Regulation (EU) No 596/2014