

4. September 2009



Öffentliches Umtauschangebot

der

Swiss Prime Site AG, Olten

für alle sich im Publikum befindenden

Namenaktien der Jelmoli Holding AG, Zürich, mit einem Nennwert von je CHF 10

Nachführung des Angebotsprospekts vom 14. Juli 2009

Am 14. Juli 2009 hat Swiss Prime Site AG, Olten («Swiss Prime Site»), den Angebotsprospekt des öffentlichen Umtauschangebots («Angebot») im Sinne von Art. 22 ff. des Bundesgesetzes über die Börsen und den Effektenhandel für alle sich im Publikum befindenden Namenaktien der Jelmoli Holding AG, Zürich («Jelmoli»), mit einem Nennwert von je CHF 10 (jeweils eine «Jelmoli Aktie») veröffentlicht («Angebotsprospekt»).

Gemäss Litera B, Ziffer 8. a) Angebotsprospekt steht das Angebot unter anderem unter folgender Bedingung: «Swiss Prime Site hält bis zum Ablauf der allenfalls verlängerten Angebotsfrist, unter Einbezug der rechtsgültig angedienten Jelmoli Aktien, mehr als 66.67% der ausgegebenen Aktien der Jelmoli.» Swiss Prime Site hat sich den Verzicht auf die Erfüllung dieser Bedingung vorbehalten.

In der Pressemitteilung vom 31. August 2009 hat Swiss Prime Site mitgeteilt, dass der Verwaltungsrat der Swiss Prime Site entschieden habe, auf die oben erwähnte Bedingung (Litera B, Ziffer 8. a) des Angebotsprospekts) zu verzichten. Swiss Prime Site gibt somit folgende Ergänzung des Angebotsprospekts bekannt (Einschub am Ende von Litera B, Ziffer 8):

Swiss Prime Site verzichtet vorzeitig auf die Erfüllung von Angebotsbedingung a) des Angebotsprospekts.

Alle übrigen in dem Angebotsprospekt festgehaltenen Modalitäten und Konditionen des Angebotes (insbesondere das Umtauschverhältnis) bleiben unverändert.

Important Notice

Please read the following carefully before you accede to the attached amendment to the offer prospectus:

OFFER RESTRICTIONS

General

The public exchange offer (*Öffentliches Umtauschangebot*) described in this amendment to the offer prospectus is not being made directly or indirectly in any country or jurisdiction in which such offer would be considered unlawful or in which it would otherwise violate any applicable law or regulation, or which would require Swiss Prime Site AG to amend the terms or conditions of the public exchange offer in any way, or which would require to make any additional filing with or take any additional action with regard to any governmental, regulatory or legal authority. It is not intended to extend the public exchange offer to any such country or jurisdiction. Documents relating to the public exchange offer may not be distributed in such countries or jurisdictions or sent into such countries or jurisdictions. Such documents may not be used for purposes of soliciting the purchase of any securities of Jelmoli Holding Ltd by any person or entity in such countries or jurisdictions.

United States of America

The public exchange offer described in this amendment to the offer prospectus will not be made directly or indirectly in or by use of the mail of, or by any means or instrumentality of interstate or foreign commerce of, or any facilities of a national securities exchange of, the United States of America and may only be accepted outside the United States of America. This includes, but is not limited to, facsimile transmission, telex or telephones. This amendment to the offer prospectus, the offer prospectus and any other offering materials with respect to the public exchange offer described in this amendment to the offer prospectus may not be distributed in nor sent to the United States of America and may not be used for the purpose of soliciting the sale or purchase of any securities of Jelmoli Holding Ltd, from anyone in the United States of America. Swiss Prime Site AG is not soliciting the tender or exchange of securities of Jelmoli Holding Ltd by any holder of such securities in the United States of America. Securities of Jelmoli Holding Ltd will not be accepted from holders of such securities in the United States of America. Any purported acceptance of the offer that Swiss Prime Site AG or its agents believe has been made in or from the United States of America will be invalidated. Swiss Prime Site AG reserves the absolute right to reject any and all acceptances determined by them not to be in the proper form or the acceptance of which may be unlawful.

The securities to be issued pursuant to the public exchange offer described in this amendment to the offer prospectus have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the «U.S. Securities Act»), nor under any law of any state of the United States of America, and may not be offered, sold, resold, or delivered, directly or indirectly, in or into the United States of America, except pursuant to an exemption from the registration requirements of the U.S. Securities Act and the applicable state securities laws. Neither this amendment to the offer prospectus nor the public exchange offer described in this amendment to the offer does constitute an offer to sell or the solicitation of an offer to buy any securities in the United States of America or in any other jurisdiction in which such an offer or solicitation would be unlawful. Securities may not be offered or sold in the United States of America absent registration or an exemption from registration. Swiss Prime Site AG will not register or make a public offer of its securities, or otherwise conduct the public exchange offer, in the United States of America.

United Kingdom

This communication is directed only at persons in the United Kingdom who (i) have professional experience in matters relating to investments, (ii) are persons falling within article 49(2)(a) to (d) («high net worth companies, unincorporated associations, etc») of The Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 or (iii) to whom it may otherwise lawfully be communicated (all such persons together being referred to as «relevant persons»). This communication must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons.

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