Vend Marketplaces ASA (VENDA/VENDB) – Update on share offering to be carried out towards holders of A-shares in connection with the combination of share classes

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Reference is made to the stock exchange announcement made by Vend Marketplaces ASA ("**Vend**") on 26 September 2025, and the notice of the extraordinary general meeting in Vend Marketplaces ASA on 22 October 2025, published on 29 September 2025.

If the proposed combination of Vend's share classes is approved by the extraordinary general meeting on 22 October 2025, Vend will carry out an offering of new shares to the holders of A-shares as compensation for the loss of premium resulting from the combination of the share classes. The share offering will be carried out at nominal value NOK 0.50 per share. The share offering will be carried out without the publication of a prospectus based on applicable exemptions under the prospectus rules. Vend had intended to list the subscription rights in the share offering on Euronext Oslo Børs in the period from 30 October to 6 November 2025. However, Vend has been informed that the Norwegian Financial Supervisory Authority ("NFSA") considers that the listing of the subscription rights on the Oslo Stock Exchange would require the publication of a listing prospectus. Based on the feedback from the NFSA, the costs involved in the preparation of a listing prospectus, the limited size of the share offering and the cash compensation mechanism described below, the company has resolved to proceed with the offering without listing the subscription rights on the Euronext Oslo Børs.

Other than this, no changes will be made to the process described in the notice of the extraordinary general meeting published on 29 September. No changes will be proposed in the draft resolutions to be considered at the extraordinary general meeting.

As previously communicated, the Company intends to arrange for Danske Bank A/S NUF ("**Danske Bank**") to facilitate the sale of shares that would otherwise have been allocated to Ineligible Holders or holders who have not subscribed for shares during the subscription period. Under this arrangement, Danske Bank will subscribe for the shares not subscribed for in the share offering and sell those shares in the market. The net proceeds of such sale will be distributed to Ineligible Holders or any other holders of subscription rights who have not exercised their rights during the subscription period. No payments will, however, be made for amounts below NOK 50.

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VEND MARKETPLACES ASA

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Attachments

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