



ADDvise Group explores the conditions for carrying out a directed new share issue of B shares of approximately SEK 100 million

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ADDvise Group AB (publ) (“ADDvise” or the “Company”) has appointed ABG Sundal Collier AB (“ABG Sundal Collier”) and Pareto Securities AB (“Pareto Securities”) to explore the conditions for carrying out a directed new issue of shares of series B of approximately SEK 100 million directed to Swedish and international institutional investors (the “Directed New Share Issue”).

The Directed New Share Issue is intended to be carried out with deviation from the shareholders' preferential rights pursuant to the authorization granted to the Board of Directors by the annual general meeting on May 5, 2023. The subscription price for the shares in the Directed New Share Issue will be determined through an accelerated bookbuilding procedure which will begin immediately after publication of this press release and end before the commencement of trading on Nasdaq First North Premier Growth Market on March 15, 2024. The bookbuilding procedure may, at the discretion of the Company, ABG Sundal Collier or Pareto Securities, close earlier or later and may be cancelled at any time. The Company will announce the result of the Directed New Share Issue through a press release after the bookbuilding procedure is completed.

The Company intends to use the net proceeds from the Directed New Share Issue to create financial preparedness to be able to act on acquisition opportunities in accordance with the Company's communicated growth strategy, as well as for general corporate purposes.

The Board of Directors has carefully considered the possibility to raise capital through a rights issue and has made the assessment that it currently, for several reasons, is more advantageous for the Company and the shareholders to raise capital through a directed share issue. A rights issue would take significantly longer time to execute, which could impair the Company's financial flexibility and ability to act on potential value-adding acquisition opportunities, especially in the current volatile market environment. The Company further assesses that a rights issue under current market conditions would entail higher costs related to potential issue guarantees. Lastly, the Company wishes to expand and strengthen its base of institutional and professional shareholders in order to, *inter alia*, improve the liquidity of the Company's share.

In the current volatile market environment - which may entail that the conditions for capital raises can change rapidly - the Company deems it prudent to act on the prevailing opportunity to raise further capital from reputable institutional and professional investors. In view of this, it is the overall assessment of the Board of Directors that the reasons to carry out the Directed New Share Issue with deviation from the shareholders' preferential rights clearly and with sufficient strength outweigh the reasons that justify the main rule that share issues shall be carried out with application of the shareholders' preferential rights. It therefore lies in the Company's and its shareholders' interests to carry out the Directed New Share Issue with deviation from the main rule of shareholders' preferential rights. Since the issue price in the Directed New Share Issue will be determined through a book building procedure, it is the Board of Director's assessment that the subscription price will be on market terms as it reflects prevailing market conditions and investor demand.

In connection with the Directed New Share Issue, the Company has undertaken, subject to customary exceptions, not to issue additional shares for a period of 6 months after the announcement of the outcome of the Directed New Share Issue. Shareholding board members and shareholding senior executives have undertaken, subject to customary exceptions, not to sell any shares in ADDvise for a period of 90 calendar days after the announcement of the outcome of the Directed New Share Issue.

Advisers

ABG Sundal Collier and Pareto Securities are acting as Joint Bookrunners in connection with the Directed New Share Issue. Gernandt & Danielsson Advokatbyrå KB is acting as legal counsel to the Company and Baker & McKenzie Advokatbyrå is acting as legal counsel to the Joint Bookrunners in connection with the Directed New Share Issue.

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About ADDvise Group AB (publ)

ADDvise is an international life science group. Operating a decentralised ownership model, we develop and acquire high quality companies within the business areas Lab and Healthcare. The Group comprises more than 20 companies and generates annual revenues of close to SEK 2 billion. ADDvise is listed on Nasdaq First North Premier Growth Market. Mangold Fondkommission AB, +46 8 503 015 50, CA@mangold.se, is the Company's Certified Adviser. Additional information is available at www.addvisigroup.com.

This information is such that ADDvise Group AB (publ) is obliged to disclose pursuant to the EU Market Abuse Regulation. The information was released for public disclosure, through the agency of the contact persons above, on March 14, 2024 at 17:31 CET.

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This announcement does not identify or suggest, or purport to identify or suggest, the risks (direct or indirect) that may be associated with an investment in the new shares. Any investment decision in connection with the Directed New Share Issue must be made on the basis of all publicly available information relating to the Company and the Company’s shares. Such information has not been independently verified by the Joint Bookrunners. The Joint Bookrunners is acting for the Company in connection with the transaction and no one else and will not be responsible to anyone other than the Company for providing the protections afforded to its clients nor for giving advice in relation to the Directed New Share Issue or any other matter referred to herein.

This press release does not constitute an invitation to warrant, subscribe, or otherwise acquire or transfer any securities in any jurisdiction. This press release does not constitute a recommendation for any investors' decisions regarding the Directed New Share Issue. Each investor or potential investor should conduct a self-examination, analysis and evaluation of the business and information described in this press release and any publicly available information. The price and value of the securities can decrease as well as increase. Achieved results do not provide guidance for future results. Neither the contents of the Company's website nor any other website accessible through hyperlinks on the Company's website are incorporated into or form part of this press release.

Forward-looking statements

This press release contains forward-looking statements that reflect the Company’s intentions, beliefs, or current expectations about and targets for the Company’s future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company operates. Forward-looking statements are statements that are not historical facts and may be identified by words such as “believe”, “expect”, “anticipate”, “intend”, “may”, “plan”, “estimate”, “will”, “should”, “could”, “aim” or “might”, or, in each case, their negative, or similar expressions. The forward-looking statements in this press release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, it can give no assurances that they will materialize or prove to be correct. Because these statements are based on assumptions or estimates and are subject to risks and uncertainties, the actual results or outcome could differ materially from those set out in the forward-looking statements as a result of many factors. Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this release by such forward-looking statements. The Company does not guarantee that the assumptions underlying the forward-looking statements in this press release are free from errors and readers of this press release should not place undue reliance on the forward-looking statements in this press release. The information, opinions and forward-looking statements that are expressly or implicitly contained herein speak only as of its date and are subject to change without notice. Neither the Company nor anyone else undertake to review, update, confirm or to release publicly any revisions to any forward-looking statements to reflect events that occur or circumstances that arise in relation to the content of this press release, unless it is required by law or Nasdaq First North Premier Growth Market's rule book for issuers.

Information to distributors

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended (“**MiFID II**”); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the “**MiFID II Product Governance Requirements**”), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any “manufacturer” (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the shares in ADDvise have been subject to a product approval process, which has determined that such shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the “**EU Target Market Assessment**”). Solely for the purposes of each manufacturer's product approval process in the United Kingdom, the target market assessment in respect of the shares in the Company has led to the conclusion that: (i) the target market for such shares is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**UK MiFIR**”); and (ii) all channels for distribution of such shares to eligible counterparties and professional clients are appropriate (the “**UK Target Market Assessment**” and, together with the EU Target Market Assessment, the “**Target Market Assessment**”). Notwithstanding the Target Market Assessment, distributors should note that: the price of the shares in ADDvise may decline and investors could lose all or part of their investment; the shares in ADDvise offer no guaranteed income and no capital protection; and an investment in the shares in ADDvise is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Directed New Share Issue. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Joint Bookrunners will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II or UK MiFIR; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the shares in ADDvise.

Each distributor is responsible for undertaking its own target market assessment in respect of the shares in ADDvise and determining appropriate distribution channels.