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## **Amniotics announces outcome of its fully subscribed offering - the first day of trading on Nasdaq First North Growth Market is expected to be on 6 July 2021**

**Amniotics AB (publ) ("Amniotics" or the "Company"), a biopharma company within stem cell development, hereby announces the outcome of the Company's offering of shares and warrants in connection with its listing on Nasdaq First North Growth Market (the "IPO" or the "Offering"). The Offering was fully subscribed, and attracted interest from qualified investors, including well reputed and renowned Swedish Family Offices and Investment Companies, as well as the general public in Sweden, Norway and Finland. The first day of trading in the Company's shares and warrants on Nasdaq First North Growth Market is expected to be on 6 July 2021.**

### **The Offering in brief**

- As previously announced, the Offering consisted of 1,463,415 units. Each unit consisting of two (2) shares and one (1) warrant of series TO 1, i.e. a total of 2,926,830 shares and 1,463,415 warrants of series TO 1.
- The subscription price in the Offering was SEK 41 per unit, corresponding to SEK 20.50 per share and a company valuation of SEK 265 million before the Offering. The warrants of series TO 1 were issued free of charge.
- The Offering, that was fully subscribed, will provide the Company with gross proceeds of approximately SEK 60 million before deduction of transaction costs.
- No over-allotment occurred in connection with the Offering, and accordingly there will be no stabilization measures and no over-allotment option.
- Each warrant of series TO 1 entitles the holder to subscribe for one (1) new share in the Company, during the period from and including 5 May 2022 up to and including 19 May 2022, at a subscription price of SEK 23.50 per share.
- The Company's major shareholders as well as board members and senior executives have agreed on customary lock-up undertakings for a period of 360 days after the first day of trading on Nasdaq First North Growth Market.
- The first day of trading in the Company's shares and warrants on Nasdaq First North Growth Market is expected to be on 6 July 2021.

- The shares will be traded under the short name “AMNI” and the warrants will be traded under the short name “AMNI TO 1”.
- The settlement date for the Offering is 2 July 2021.

**Comment from Amniotics’ CEO, Kåre Engkilde:**

“We are extremely happy and satisfied with the strong support from both existing and new shareholders. With the proceeds from the IPO, Amniotics has the financial resources required to move our lead candidate PulmoStem™ into clinical development and further mature our pre-clinical product portfolio”.

**About Amniotics**

Amniotics is a biopharma company focusing on mesenchymal stem cells (MSC) from amniotic fluid. The company was born out of the discovery of a novel source of stem cells in full-term amniotic fluid. Based on a decade of research at the internationally recognized Lund University Stem Cell Centre and the University Hospital of Lund, the company is pioneering the harvesting and propagation of tissue specific neonatal quality mesenchymal stem cells (MSC). These stem cells have unique properties for applications in regenerative medicine. Amniotics has also an, by Läkemedelsverket (MPA in Sweden), approved GMP (Good Manufacturing Practice) manufacturing facility to produce Advanced therapy medicinal products (ATMPs). With the GMP facilities operational since 2020, Amniotics is now moving into clinical trials with the leading drug candidate, PulmoStem™ and is looking to establish strategic partnerships with researchers and companies that are interested in developing stem-cell-based therapies targeting diseases with high unmet needs. Amniotics has its headquarter in Lund, Sweden.

**Advisers**

Redeye Aktiebolag acts as financial adviser and Setterwalls Advokatbyrå AB acts as legal adviser in connection with the IPO. Nordic Issuing acts as issuing agent and Nordnet Bank AB acts as retail selling agent in connection with the IPO.

**Certified Adviser**

Redeye Aktiebolag is Certified Adviser for Amniotics. Contact details to Redeye: tel. +46 8 121 576 90, e-mail [certifiedadviser@redeye.se](mailto:certifiedadviser@redeye.se).

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## IMPORTANT INFORMATION

This announcement is not an offer to sell or a solicitation of any offer to buy any securities issued by Amniotics in any jurisdiction where such offer or sale would be unlawful.

Copies of this announcement are not being made and may not be distributed or sent into the United States of America, (including its territories and possessions), any state of the United States including the District of Columbia, Australia, Canada, Hong Kong, Japan, New Zealand, Singapore, Switzerland, South Africa, South Korea or any other jurisdiction in which such distribution would be unlawful or would require registration or other measures. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), and accordingly may not be offered or sold in the United States absent registration or an exemption from the registration requirements of the Securities Act and in accordance with applicable U.S. state securities laws. Amniotics does not intend to register any offering in the United States or to conduct a public offering of securities in the United States.

The Offering referred to in this announcement has only been made by means of the prospectus prepared by the Company and published on 14 June 2021. The prospectus has been approved and registered by the Swedish Financial Supervisory Authority, and the prospectus has subsequently been passported to Norway and Finland. The prospectus is available on Amniotics' website, [www.amniotics.com](http://www.amniotics.com). This announcement is not a prospectus for the purposes of Regulation (EU) 2017/1129 (together with any applicable implementing measures in any Member State, the "**Prospectus Regulation**"). The approval by the Swedish Financial Supervisory Authority of the prospectus should not be understood as an endorsement of the securities that are the subject of such prospectus.

In any EEA Member State other than Sweden (each, a "**Relevant Member State**"), this communication is only addressed to and is only directed at qualified investors in that Relevant Member State within the meaning of article 2(e) of the Prospectus Regulation, that is, only to investors who can receive the offer without an approved prospectus in such Relevant Member State.

In the United Kingdom, this press release and any other materials in relation to the securities described herein is only being distributed to, and is only directed at, and any investment or investment activity to which this document relates is available only to, and will be engaged in only with, "qualified investors" (within the meaning of the United Kingdom version of the EU Prospectus Regulation (2017/1129/ EU) which is part of United Kingdom law by virtue of the European Union (Withdrawal) Act 2018) who are (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"); or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "**Relevant Persons**"). In the United Kingdom, any investment or investment activity to which this communication relates is available only to, and will be engaged in only with, Relevant Persons. Persons who are not Relevant Persons should not take any action on the basis of this press release and should not act or rely on it.

## **FORWARD-LOOKING STATEMENTS**

Matters discussed in this announcement may constitute forward-looking statements. Forward-looking statements are statements that are not historical facts and may be identified by words such as “believe”, “expect”, “anticipate”, “intends”, “estimate”, “will”, “may”, “continue”, “should” and similar expressions. The forward-looking statements in this release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although Amniotics believes that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict and are beyond its control. 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 information, opinions and forward-looking statements contained in this announcement speak only as at 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 not required by law or the Nasdaq First North Growth Market Rulebook 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 Amniotics 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 Amniotics may decline and investors could lose all or part of their investment; the shares in Amniotics offer no guaranteed income and no capital protection; and an investment in the shares in Amniotics 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 Offering.

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 Amniotics.

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

### **Attachments**

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