

Nordic Technology Group AS Private Placement successfully completed

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Reference is made to the stock exchange announcement published by Nordic Technology Group AS ("NTG" or the "Company") on 29 January 2026 regarding the launch of a private placement of shares in the Company (the "Private Placement").

Following closing of the application period, the Company is pleased to announce that the Private Placement has been successfully completed, and that its Board of Directors (the "Board") has conditionally allocated 46,615,000 new shares (the "Offer Shares") at a subscription price of NOK 1.40 per Offer Share (the "Subscription Price").

The Private Placement will result in gross cash proceeds of approx. NOK 55 million to the Company, in addition to NOK 10 million of the Private Placement being settled through conversion of loans provided by Televenture Capital AS and Televenture Management XII AS (together, "Televenture").

The Company intends to use part of the net proceeds from the Private Placement towards repayment of external debt including settlement of NOK 10 million third-party convertible debt in Hammertech AS ("Hammertech") and potentially NOK 6 million third-party convertible debt in Wavetrain Systems AS ("Wavetrain"), and remaining net proceeds will be used towards new cash equity in Wavetrain and Hammertech and for general corporate purposes including bank repayment.

The following primary insiders and closely associated companies were allocated Offer Shares:

* Televenture, both entities being closely associated companies to the CEO Rune Rinnan, was allocated 7,142,857 Offer Shares.

* Skips AS Tudor, an entity closely associated with board member Georg Johan Espe, was allocated 1,428,571 Offer Shares.

The Company will convene an extraordinary general meeting to be held on or about 12 February 2026 to resolve *inter alia* the following matters: (i) the share capital increase pertaining to the Private Placement to issue the Offer Shares to be settled in cash and by way of debt conversion, and (ii) an authorisation to the Company's Board of Directors to resolve the share capital increase pertaining to the Subsequent Offering (as defined below) (together, the "EGM Resolutions"). The investors who have subscribed the Offer Shares have made undertakings to vote in favour of the EGM Resolutions.

The Offer Shares are expected to be delivered on a delivery versus payment (DVP) basis, to be facilitated through a pre-funding agreement between the Company and the Manager (the "Pre-funding Agreement").

Completion of the Private Placement is subject to (i) all necessary corporate resolutions being validly made by the Company, including (without limitation) resolutions by the Board to consummate the Private Placement and conditionally allocated the Offer Shares and the extraordinary general meeting of the Company resolving the EGM Resolutions, (ii) the Pre-funding Agreement between the Company and the Manager being in full force and effect, and (iii) the share capital increase pertaining to the Offer Shares being registered with the Norwegian Register of Business Enterprises and the Offer Shares being validly issued in the VPS (jointly referred to as the "Conditions").

The Offer Shares are expected to be tradable from 16 February 2026, following approval of the EGM Resolutions and by way of delivery versus payment through pre-funding. The date for settlement of the Private Placement is expected to be on or about 18 February 2026. The trading date and settlement date are subject to any shortening or extensions of the application period, and satisfaction of the Conditions (as described above).

The Private Placement represents a deviation from the shareholders' pre-emptive right to subscribe for the Offer Shares. The Board has considered the Private Placement in light of the equal treatment obligations under the Norwegian Securities Trading Act, and deems that the proposed Private Placement is in compliance with these obligations. The Board is of the view that it is in the common interest of the Company and its shareholders to raise equity through a private placement. By structuring the equity raise as a private placement, the Company was able to raise equity efficiently, at a higher price and lower cost, with a significantly reduced completion risk compared to a rights issue. The Company considered a rights issue instead of a private placement. The Company is of the opinion that a rights issue would have to be on a fairly significant discount, and guaranteed by a consortium of underwriters which would also be at a higher cost for the Company compared to the Private Placement.

To mitigate the dilutive effect of the Private Placement, the Company intends to conduct a subsequent offering of new shares (the "Subsequent Offering") at the same subscription price as in the Private Placement directed towards shareholders in the Company as of 29 January 2026 (as registered in the VPS two trading days thereafter) who (i) were not included in the pre-sounding phase of the Private Placement, (ii) were not allocated Offer Shares under the Private Placement and (iii) are not resident in a jurisdiction where such offering would be unlawful or, for jurisdictions other than Norway, would require any prospectus, filing, registration or similar action. Completion of the Subsequent Offering is subject to inter alia, the EGM Resolutions being passed and prevailing market conditions.

Arctic Securities AS is acting as sole manager and bookrunner and Advokatfirmaet Wiersholm AS is acting as legal counsel to the Company in connection with the Private Placement.

For additional information, please contact:
CEO Rune Rinnan
Mob. +47 900 56 028
rune.rinnan@ntechgroup.no

About Nordic Technology Group

Nordic Technology Group (NTG) is dedicated to technologies contributing to solve society challenges by using electronics and software as its building blocks. By devotion to its technology segments, sensor and clean-tech, NTG is targeting international markets and building industry leaders, by utilizing synergies within and across each of its technology sectors and by leveraging on its extensive patent library to secure shareholder value and growth.

This stock exchange announcement was published by Rune Rinnan on the time and date provided.

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