



SenzaGen intends to carry out a directed share issue

Lund, October 28, 2021

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SenzaGen AB ("SenzaGen" or the "Company") hereby announces its intent to carry out a directed share issue of approximately SEK 20 million through an accelerated bookbuilding procedure (the "Directed Issue"). SenzaGen has mandated Vator Securities AB to evaluate the possibility to carry out the Directed Issue. The purpose of the Directed Issue is mainly to finance the acquisition of VitroScreen S.r.l. (the "Acquisition").

SenzaGen has mandated Vator Securities AB to evaluate the possibility to carry out the Directed Issue. The subscription price for the shares in the Directed Issue will be determined through an accelerated bookbuilding procedure, which will be initiated after the publication of this press release and close before trading commences on Nasdaq First North Growth Market on 29 October 2021. The bookbuilding procedure may, if the Company or Vator Securities AB so decides, be shortened or extended and may at any time be terminated.

The Company intends to use the proceeds from the Directed Issue mainly to finance the cash portion of the purchase price of the Acquisition. For further information regarding the financing of the Acquisition, please refer to the separate press release titled "SenzaGen enters into agreement to acquire 100 percent of the shares in VitroScreen" that was issued earlier today.

The reasons for the deviation from the shareholders' preferential rights are to raise capital in a time and cost efficient manner as well as to diversify the ownership of the Company.

The Directed Issue requires a decision from the Company's Board of Directors and the Board of Directors may decide to cancel the bookbuilding procedure and refrain from proceeding with the Directed Issue or carry out the Directed Issue on other terms than those set out above.

In connection with the Directed Issue, Board of Directors and senior executives who own shares in the Company have entered into lock-up commitments of 180 days calculated from the completion of the Directed Issue, containing customary terms and exemptions under the discretion of Vator Securities AB. The sellers in the Acquisition have also undertaken not to dispose of the newly issued shares received as consideration in the Acquisition for a period of 24 months after the closing date of the Acquisition, subject to certain customary exceptions. For further information regarding the Acquisition, please refer to the separate press release titled "SenzaGen enters into agreement to acquire 100 percent of the shares in VitroScreen" which was published today.



Advisors

Vator Securities AB is sole bookrunner and Eversheds Sutherland Advokatbyrå AB is legal advisor to SenzaGen in connection with the Directed Issue.

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About us

SenzaGen aims to be a leader in non-animal toxicology testing driving the transition from animal testing to methods better suited to reflect human biology. The company has a growth strategy which involve continued commercialization of the in house developed GARD® test platform, expansion of the test portfolio with a broader range of tests and pursuing acquisition opportunities of profitable and growing companies with complementary offerings. The company's state-of-the-art GARD® test platform combines genomic data from human cells with machine learning for a unique capability to identify and analyze whether a chemical could cause allergic reactions on the skin or in the respiratory tract. Its high informational content and a holistic view of the immunological responses contribute to high predictive accuracy and human relevance. SenzaGen has its headquarters and GLP certified laboratory in Lund, Sweden, and a subsidiary in the US. For more information, please visit: www.senzagen.com.

SenzaGen is listed on Nasdaq Stockholm First North Growth Market (ticker: SENZA), and FNCA Sweden AB, +46(0)8-528 00 399, info@fnca.se, is the company's Certified Adviser.

Important information

Release, announcement or distribution of this press release may, in certain jurisdictions, be subject to restrictions according to law and people in those jurisdictions, in which this press release has been announced or distributed, should inform themselves of and follow such legal restrictions. This press release does not constitute an offer, or a solicitation of any offer, to buy or subscribe for any securities in SenzaGen in any jurisdiction.

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(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**”); (ii) high net worth entities etc. falling within Article 49 (2)(a) to (d) of the Order; or (iii) such other persons to whom such investment or investment activity may lawfully be made available under 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

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 not required by law or Nasdaq First North Growth Market’s rule book for issuers.

This information is information that SenzaGen is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact persons set out above, at 2021-10-28 17:32 CEST.

Attachments

[SenzaGen intends to carry out a directed share issue](#)