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## Guard Therapeutics announces outcome of the rights issue

**Guard Therapeutics International AB (publ) ("Guard Therapeutics" or the "Company"), (Nasdaq First North Growth Market: GUARD) announced on 10 March 2025 that the Board of Directors had resolved, by virtue of the authorization granted by the extraordinary general meeting held on 6 March 2025, on a rights issue of shares of approximately SEK 150 million (the "Rights Issue"). The subscription period ended on 3 April 2025. Guard Therapeutics hereby announces that the final result of the Rights Issue shows that 6,852,654 shares, corresponding to approximately 69.7 percent of the Rights Issue, were subscribed for with and without exercise of subscription rights. Accordingly, 1,020,099 shares, corresponding to approximately 10.4 percent of the Rights Issue, will be allotted to the guarantors, whereby the Rights Issue is subscribed to in aggregate approximately 80.0 percent. Guard Therapeutics will receive proceeds amounting to approximately SEK 120 million before deduction of costs attributable to the Rights Issue.**

*"This funding ensures completion of the phase 2b POINTER study, with expected results around the turn of the year, while also allowing us to continue preparatory and value-creating activities ahead of phase 3. We now look forward to the POINTER results, with the hope of being able to offer a new, unique kidney-protective treatment with significant patient benefits", says Tobias Agervald, CEO of Guard Therapeutics.*

The outcome of the Rights Issue, in which the subscription period ended on 3 April 2025, shows that 6,780,280 shares, corresponding to approximately 68.9 percent of the Rights Issue, have been subscribed for by exercise of subscription rights. In addition, 72,374 shares have been subscribed for without exercise of subscription rights, corresponding to approximately 0.7 percent of the Rights Issue. 1,020,099 shares, corresponding to approximately 10.4 percent of the Rights Issue, have been allotted to the guarantors, whereby the Rights Issue is subscribed to in aggregate approximately 80 percent. Guard Therapeutics will receive proceeds of approximately SEK 120 million before deduction of costs attributable to the Rights Issue. The costs associated with the Rights Issue amounts to approximately SEK 12.8 million.

The purpose of the Rights Issue is primarily to finance the completion of the POINTER study, conduct phase 3 preparations, and extend the Company's cash runway to enable End-of-Phase 2 regulatory meetings and continued business development activities.

As confirmation of allotment of new shares subscribed for without subscription rights, a contract note will be distributed on or about 7 April 2025. Subscribed and allotted new shares must be paid in cash in accordance with the instructions in the contract note. In connection with the Rights Issue the Company has prepared an information document (the "**Information Document**") in accordance with Article 1.4 db of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "**Prospectus Regulation**"). The allotment of new shares subscribed for without preferential rights has been carried out in accordance with the allotment principles set out in the Information Document published on 19 March 2025. Nominee-registered shareholders will receive notice of allotment and payment in accordance with the procedures of the nominee.

#### **Change in share capital and number of shares**

Following the Rights Issue, the number of shares in Guard Therapeutics will increase by 7,872,753 shares, from 12,294,878 shares to 20,167,631 shares. The share capital will increase by SEK 7,872,753 from SEK 12,294,878 to SEK 20,167,631. This corresponds to a dilution effect of approximately 39.0 percent of the total number of shares in the Company after the Rights Issue.

In connection with the Rights Issue a number of external investors have undertaken to guarantee the Rights Issue at a guarantee commission of ten (10) per cent of the guaranteed amount in cash or ten (10) percent of the guaranteed amount in shares, where the subscription price for such shares will be equivalent to the subscription price per share in the Rights Issue. If all guarantors would choose to receive guarantee compensation in shares, a maximum of 351,475 shares in total would be issued as guarantee compensation. The guarantors will inform whether they want to receive their compensation in cash or in shares no later than 8 April 2025.

The issue of shares as compensation to the guarantors is, if applicable, intended to be resolved upon by the Company's Board of Directors based on the authorization granted by the extraordinary general meeting on 6 March 2025. Information about the issue resolution will, if applicable, be announced through a separate press release.

#### **Trading in BTA**

BTAs (Sw. "Betald Tecknad Aktie") will be subject to trading on Nasdaq First North Growth Market until the Rights Issue has been registered with the Swedish Companies Registration Office (the "SCRO") and BTAs have been converted into shares. The last day of trading with BTAs is expected to occur on or about 11 April 2025.

The shares subscribed for with, and without, exercise of subscription rights are expected to be registered with the SCRO on or about 14 April 2025 and the first day of trading for the shares on Nasdaq First North Growth Market are expected on or about 17 April 2025.

### **Advisors**

Pareto Securities AB has been appointed as Sole Manager and Bookrunner connection with the Rights Issue. Setterwalls Advokatbyrå AB is acting as legal advisor to the Company in connection with the Rights Issue. Baker & McKenzie Advokatbyrå KB is acting as legal advisor to the Sole Manager and Bookrunner in connection with the Rights Issue.

### **For more information, please contact:**

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### **About Guard Therapeutics**

Guard Therapeutics is a Swedish clinical-stage biotechnology company that identifies and develops new therapies for diseases with a large unmet medical need, focusing on different forms of kidney disease. The company's drug candidates are based on the endogenous protein alpha-1-microglobulin. Guard Therapeutics is listed on Nasdaq First North Growth Market Stockholm.

Certified Adviser is Svensk Kapitalmarknadsgranskning AB, [www.skmg.se](http://www.skmg.se).

### **Important information**

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This press release is not a prospectus for the purposes of the Prospectus Regulation and has not been approved by any regulatory authority in any jurisdiction. No prospectus has been prepared in connection with the Rights Issue. The Company has prepared an information document in the form provided for in Annex IX of the Prospectus Regulation. The Information Document is available on the Company's website, [www.guardtherapeutics.com](http://www.guardtherapeutics.com). Any invitation to the persons concerned to subscribe for shares in Guard Therapeutics has only been made through the Information Document. The Swedish Financial Supervisory Authority, which is the national competent authority, has not approved nor reviewed the Information Document. Each investor is advised to make their own assessment of whether it is appropriate to invest in the Company.

This press release 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 Company. The information contained in this announcement relating to the Rights Issue is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this press release or its accuracy or completeness. Pareto Securities are acting for Guard Therapeutics in connection with the Rights Issue and no one else and will not be responsible to anyone other than Guard Therapeutics for providing the protections afforded to its clients nor for giving advice in relation to the Rights Issue or any other matter referred to herein. Pareto Securities are not liable to anyone else for providing the protection provided to their customers or for providing advice in connection with the Rights Issue or anything else mentioned herein.

This press release does not constitute or form part of an offer or solicitation to purchase or subscribe for securities in the United States. The securities referred to herein may not be sold in the United States absent registration or an exemption from registration under the US Securities Act of 1933, as amended (the "**Securities Act**"), and may not be offered or sold within the United States absent registration or an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There is no intention to register any securities referred to herein in the United States or to make a public Rights Issue of the securities in the United States. The information in this press release may not be announced, published, copied, reproduced or distributed, directly or indirectly, in whole or in part, within or into the USA, Australia, Belarus, Canada, Hong Kong, Japan, New Zealand, Russia, Singapore, South Africa, South Korea, Switzerland or in any other jurisdiction where such announcement, publication or distribution of the information would not comply with applicable laws and regulations or where such actions are subject to legal restrictions or would require additional registration or other measures than what is required under Swedish law. Actions taken in violation of this instruction may constitute a crime against applicable securities laws and regulations.

In the United Kingdom, this document 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" 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*

This press release contains forward-looking statements that reflect the Company's intentions, beliefs, or current expectations about and targets for the Company's and the group's future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company and the group 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 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 offered shares 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 "**Target Market Assessment**").

Notwithstanding the Target Market Assessment, distributors should note that: the price of the shares in the Company may decline and investors could lose all or part of their investment; the shares in the Company offer no guaranteed income and no capital protection; and an investment in the shares in the Company 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 Rights Issue.

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 (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 the Company.

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

The English text is an unofficial translation of the original Swedish text. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

#### *Foreign direct investments*

As Guard Therapeutics conducts activities worthy of protection in accordance with the Act (2023: 560) on the Review of Foreign Direct Investments, certain investments in the Rights Issue may require examination by the Inspectorate for Strategic Products. More information about this can be found on the Company's website, [www.guardtherapeutics.com](http://www.guardtherapeutics.com).

#### **Attachments**

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