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## **ANNEXIN'S RIGHTS ISSUE 100 PERCENT SUBSCRIBED AND RESOLUTION OF DIRECTED ISSUE TO GUARANTORS**

The subscription period of Annexin Pharmaceuticals AB (publ)'s ("Annexin" or the "Company") new share issue with preferential rights for the Company's existing shareholders (the "Rights Issue"), resolved by the board on 28 March 2024, and approved by the Annual General Meeting on 2 May 2024, ended on 28 May 2024. In the Rights Issue, a total of 180,223,511 shares were subscribed, corresponding to 100 percent, with and without support of subscription rights. The Rights Issue has thus been fully subscribed, and no guarantee commitments will be utilized. Through the Rights Issue, the Company receives approximately SEK 45.1 million before issue related costs. Furthermore, the board has resolved, with authorization from the Annual General Meeting on 2 May 2024, on a directed issue of 6,171,512 shares to guarantors in the Rights Issue as compensation for their guarantee commitments (the "Directed Issue"). The subscription price in the Directed Issue is set to 0.25 SEK per share.

### **Outcome of the Rights Issue**

The subscription period of the Rights Issue ended on 28 May 2024. The Rights Issue was subscribed to approximately 92.3 percent with support of subscription rights and approximately 7.7 percent without support of subscription rights. The Rights Issue was thus subscribed, with and without support of subscription rights, to 100 percent. The Rights Issue has thus been fully subscribed, and no guarantee commitments will be utilized. Annexin will receive approximately SEK 45.1 million before issue related costs.

Notification of allocation of shares subscribed for without support of subscription rights is estimated to be distributed to those who have been allocated shares through a settlement note on 31 May 2024. Shareholders who have their shares registered with a custodian will receive notification of allocation in accordance with the respective custodians' routines. Allocation of shares subscribed for without support of subscription rights have been carried out in accordance with the principles set out in the prospectus published on 7 May 2024.

Trading in paid subscribed shares ("**BTA**") will take place on Nasdaq First North Growth Market until the Rights Issue is registered with the Swedish Companies Registration Office. Registration of the Rights Issue is expected to take place during week 24, 2024.

#### **CEO comment**

"We are extremely pleased with an outcome which means a 100 percent subscribed rights issue, especially in today's investment climate. We thank all shareholders for their continued confidence that gives Annexin the opportunity to take our studies and business development activities further. With the promising results so far and a successful financing in place, I look forward to a continued very exciting 2024 with data reporting in the RVO study as the next big event," says CEO Anders Haegerstrand.

#### **The Directed Issue**

In connection with the Rights Issue and as described in the prospectus published on 7 May 2024, a number of the Company's existing shareholders (the "**Guarantors**") have entered guarantee commitments totalling SEK 11.0 million, which, together with subscription undertakings entered into in connection with the Rights Issue, correspond to approximately 90.6 percent of the Rights Issue. Compensation for guarantee commitments is 14 percent of the guaranteed amount. In accordance with entered guarantee agreements, the Company has the option to settle the guarantee compensation through a directed share issue. In light of this, the board has resolved on the Directed Issue of 6,171,512 shares to the Guarantors. No cash compensation has been paid for the guarantee commitments received in the Rights Issue.

The reason for deviating from the shareholders' preferential rights in the Directed Issue is to fulfill the Company's contractual obligations to the Guarantors and Lenders. The board considers it advantageous for the Company's financial position to utilize the opportunity to pay the guarantee compensation in the form of newly issued shares instead of cash payment.

Decisions regarding the Directed Issue have been made with the authorization from the Annual General Meeting held on 2 May 2024. The subscription price for shares issued through the Directed Issue has, in accordance with entered guarantee agreements, been set to 0.25 SEK per share. The subscription price has been determined through negotiations at arm's length between the Company and the Guarantors. The board therefore makes the assessment that the terms have been determined in such a way that market fairness has been ensured and that terms reflect the prevailing market conditions. Payment in the Directed Issue will be made by offsetting the Guarantors' respective claims for guarantee compensation against the Company.

#### **Total Increase in the number of shares and share capital**

Through the Rights Issue and the Directed Issue, the share capital increases by a total of 3,084,842.9600093 SEK, from SEK 5,735,969.945988 to 8,820,812.906081 SEK, through the issuance of a total of 186,395,023 shares, resulting in the total number of shares increasing from 346,583,688 to 532,978,711 shares, corresponding to a total dilution of approximately 35.0 percent of the share capital and voting rights.

**Advisors**

Hagberg & Aneborn is the issuing agent and Cirio Advokatbyrå AB acts as legal advisor to Annexin Pharmaceuticals in connection with the Rights Issue.

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*This document has been prepared in a Swedish and English version. In the event of any deviations, the Swedish version shall prevail.*

**About Annexin Pharmaceuticals AB (publ)**

Annexin Pharmaceuticals AB is a leading biotechnology company in the Annexin A5 field for the treatment of various diseases. The company's biological drug candidate ANXV - a human recombinant protein, Annexin A5 - is primarily intended for treatment of patients with injuries and inflammation of the blood vessels, but also for cancer. The company has an extensive patent portfolio for the treatment of diseases with Annexin A5 and for production of Annexin A5.

The company is based in Stockholm, Sweden and listed on Nasdaq First North Growth Market, under the ticker ANNX. Redeye is the company's Certified Adviser.

**Important Information**

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**Attachments**

**Annexin's rights issue 100 percent subscribed and resolution of directed issue to guarantors**