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VIMIAN PUBLISHES COMPANY DESCRIPTION IN CONNECTION WITH LISTING ON NASDAQ FIRST NORTH GROWTH MARKET AND ANNOUNCES PRIVATE PLACEMENT

Vimian Group AB (publ) ("Vimian", the "Group" or the "Company"), a global, fast-growing and innovation-driven animal health business, offering products, services and solutions to veterinary professionals, labs and pet parents around the world, announced on 9 June 2021 its intention to carry out a private placement of shares in the Company directed to Swedish and international qualified investors (the "Private Placement"), and subsequently list its ordinary shares (the "Shares") on Nasdaq First North Growth Market in Stockholm (the "Listing"). Today, Vimian publishes a company description (the "Company Description"), prepared by the Company for the Listing. The first day of trading is expected to be 18 June 2021.

Listing on Nasdaq First North Growth Market and publication of Company Description

As announced by the Company on 9 June 2021, Vimian has initiated a process to list its Shares on Nasdaq First North Growth Market in Stockholm. Nasdaq Stockholm AB has concluded that Vimian fulfils the listing requirements for Nasdaq First North Growth Market and has approved the Company Description. Nasdaq Stockholm AB will finally approve an application for admission to trading on Nasdaq First North Growth Market provided that certain conditions are fulfilled, including that Vimian submits such application and that the listing requirement regarding distribution of shares is fulfilled. Provided that final approval is received, first day of trading in the Company's Shares on Nasdaq First North Growth Market is expected to be on 18 June 2021 under the symbol (ticker) "VIMIAN". In order to prepare the Company for the Listing and to ensure fulfilment of the applicable requirements relating to dissemination of the Company's Shares, as well as to further strengthen its ownership base with institutional and strategic owners, the Company's principal owner Fidelio[1] (the "Principal Owner") and the Company intend to pursue the Private Placement.

Summary of the Listing and the Private Placement

- The Private Placement is expected to be conducted through a sale of existing Shares offered by Fidelio and other minority shareholders, including certain members of the Executive Management team (together the "Selling Shareholders"), as well as newly issued Shares at a fixed price of SEK 76.00 per Share, corresponding to a post-money equity valuation[2] of c. SEK 29.6 billion.

- The Private Placement comprises 95,972,964 ordinary Shares (of which 89,394,016 existing Shares and 6,578,948 newly issued Shares), corresponding to c. 25 per cent of the total number of outstanding shares in the Company following the Listing,[2] which are offered by the Selling Shareholders.
- In order to cover potential over-allotment in relation to the Private Placement, the Principal Owner will, upon request from Carnegie Investment Bank AB (publ) and Citigroup Global Markets Europe AG (together the "Joint Global Coordinators"), undertake to offer up to 14,395,944 additional existing Shares (the "Over-Allotment Option"), corresponding to c. 15 per cent of the number of Shares in the Private Placement.
- The newly issued Shares in the Private Placement are expected to provide the Company with gross proceeds of SEK 500 million, before deduction of transaction costs.
- Assuming the Over-Allotment Option is exercised in full, the value of the Private Placement will amount to c. SEK 8.4 billion and correspond to c. 28 per cent of the total number of shares in the Company.[2]
- The cornerstone investors, comprising SEB Investment Management AB, Swedbank Robur Fonder, Cliens Kapitalförvaltning AB, Handelsbanken Fonder, Danica Pension, Livsforsikringsaktieselskab, Funds and accounts under management by direct and indirect investment management subsidiaries of BlackRock, Inc., Funds managed by I&T Asset Management (Investering & Tryghed), Keel Capital AB and Investment AB Öresund have, subject to certain conditions, undertaken to acquire Shares in the Private Placement for an amount of c. SEK 5.1 billion based on a post-money equity valuation after the Private Placement of c. SEK 29.6 billion. The undertakings represent, in aggregate, 17 per cent of the total number of outstanding shares in the Company[2] and 70 per cent of the number of Shares in the Private Placement (61 per cent assuming the Over-Allotment Option is exercised in full).
- Members of the Executive Management are on an aggregated basis expected to sell c. 12 per cent of their ownership in Vimian in the Private Placement. No member of the Executive Management is expected to sell more than 23 per cent of its ownership in Vimian.[3]
- In connection with the Listing, members of the Company's Board of Directors, Executive Management, the Principal Owner, along with other shareholders, are expected to agree to a lock-up undertaking of 1,080 days towards the Joint Global Coordinators. The Company is expected to agree to a lock-up undertaking of 180 days. These lock-up undertakings will be subject to certain exceptions and may only be waived with the consent of the Joint Global Coordinators.
- The Private Placement will be directed solely to domestic and international qualified investors and other investors exempt from the obligation to prepare and register a prospectus (i.e. there will be no offering to the general public in Sweden or elsewhere prior to the Listing).
- Trading on Nasdaq First North Growth Market is expected to begin on 18 June 2021 under the ticker "VIMIAN". Settlement is expected to take place on 22 June 2021.
- The Company Description is available on the Company's website www.vimian.com.

Dr. Fredrik Ullman, CEO of Vimian, comments:

"Vimian is growing fast as the home of choice for entrepreneurs in animal health who want to maintain a high level of autonomy while increasing their impact more broadly. Our growth is accelerating and today marks yet another exciting chapter for Vimian. The Listing on Nasdaq First North Growth Market will undoubtedly provide further support on our quest to invest in, unite and help grow leading animal health companies across the world. Together with all our dedicated entrepreneurs and colleagues, I now feel more than prepared to intensify our efforts to relentlessly transform animal health as we know it, with an aim to make science and technology more accessible to animals and those who care for them."

Gabriel Fitzgerald, Chairman of the Board of Directors of Vimian and CEO of Fidelio, comments:

“On behalf of the entire Vimian and Fidelio teams, having established a global platform with a clear ambition to lead the ongoing transformation of the animal health market, I’m delighted to welcome an additional set of supportive shareholders on our continued growth journey. As Fidelio will retain its majority ownership interest in Vimian, we look forward to continuing our efforts of supporting the Group’s long-term value creation agenda.”

The Over-Allotment Option and stabilisation measures

In connection with the Private Placement, Carnegie Investment Bank AB (publ) will act as stabilisation manager (“Stabilisation Manager”) and may, to the extent permitted in accordance with Swedish law, conduct transactions in order to maintain the market price for the Shares at a level above that which might otherwise prevail in the open market. Such stabilisation transactions may be carried out on Nasdaq First North Growth Market, in the over-the-counter market or otherwise, at any time during the period starting on the date of commencement of trading in the Shares on Nasdaq First North Growth Market and ending not later than 30 calendar days thereafter.

The Stabilisation Manager has no obligation to undertake any stabilisation measures and there is no assurance that stabilisation measures will be undertaken. Under no circumstances will transactions be conducted at a price exceeding SEK 76. The Stabilisation Manager may use the Over-Allotment Option to over-allot shares in order to facilitate any stabilisation transaction.

The stabilisation transactions, if conducted, may be discontinued at any time without prior notice but must be discontinued no later than within the aforementioned 30-day period. The Stabilisation Manager must, no later than by the end of the seventh trading day after stabilisation transactions have been undertaken, in accordance with article 5(4) of the Market Abuse Regulation (EU) 596/2014 and the Commission Delegated Regulation (EU) 2016/1052, disclose that stabilisation measures have been undertaken. Within one week of the end of the stabilisation period, the Stabilisation Manager will disclose whether or not stabilisation measures were undertaken, the date on which stabilisation started, the date on which stabilisation was last carried out as well as the price range within which stabilisation was carried out for each of the dates when stabilisation measures were conducted.

Notes:

[1] Refers to Fidelio Vet Holding AB, with the shares being sold through Goldcup 28102 AB (pending name change to Fidelio Vet Holding II AB).

[2] Upon completion of the Private Placement and finalisation of all remaining steps of the Company’s reorganisation of ownership structure as described in the Company Description.

[3] Excluding a shareholder that is expected to sell additional shares to cover taxation.

About Vimian

Vimian is a fast-growing and profitable company targeting global niches within animal health, characterised by significant unmet needs and sustainable above-market growth potential. Today, the Group covers four essential and rapidly evolving segments of animal health – Specialty Pharma, Diagnostics, Veterinary Services and MedTech. By partnering with exceptional entrepreneurs and management teams within selected niches of animal health, Vimian aims to create an ecosystem of category leaders, innovators, and entrepreneurs with the unique ability to combine the strengths and capabilities of a global group with the intimacy, speed, and creativity of an owner-led business. Headquartered in Stockholm, Sweden, Vimian and its over 400 employees offer a diversified portfolio of products, services and solutions, including over 13,000 SKUs protected by over 100 patents, to more than 15,000 veterinary clinics and labs in over 150 countries.

About Fidelio

Fidelio is an independent Swedish investment company, founded by Gabriel Fitzgerald in 2010, with the determination to add a more flexible and entrepreneurial approach to the professional and active ownership model found within traditional Private Equity. Fidelio partners with entrepreneurs, management teams and fellow co-owners to help build outstanding businesses, without any predetermined investment horizon. In addition to the team at Fidelio, the capital is provided by a select group of successful Nordic industrialists, entrepreneurs and families who allow Fidelio to take a visionary, creative and entrepreneurial approach to long-term value creation. Previous and current investments include Vimian, AniCura, Greenfood, Lyko, Nabo and PDL. For more information, please visit: www.fideliocapital.com.

Advisors

Carnegie Investment Bank AB (publ) and Citigroup Global Markets Europe AG are acting as Joint Global Coordinators and Joint Bookrunners in the Private Placement. ABG Sundal Collier AB, Barclays Bank Ireland PLC, DNB Markets, a part of DNB Bank ASA, Sweden Branch, and Nordea Bank Abp, filial i Sverige are acting as Joint Bookrunners (together with the Joint Global Coordinators; the “Managers”). Advokatfirman Vinge KB is acting as legal advisor to the Company and the Principal Owner. White & Case Advokat AB is acting as legal advisor to the Managers. FNCA Sweden AB is acting as certified adviser to the Company.

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The information was submitted for publication, through the agency of the contact persons set out above, at 10.00 CEST on 11 June 2021.

Important information

This press release does not constitute an offer or a solicitation to sell or acquire securities in the Company in any jurisdiction. The contents of this press release have been prepared by the Company and the Company is solely responsible for the contents hereof. The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed by any person for any purpose on the information contained in this announcement or its accuracy, fairness or completeness.

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*This announcement is only addressed to and directed at persons in member states of the European Economic Area, including Sweden, (each a "**Relevant State**") who are "**Qualified Investors**" within the meaning of Article 2(e) of the Prospectus Regulation. The securities are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, Qualified Investors. This announcement should not be acted upon or relied upon in any Relevant State by persons who are not Qualified Investors. For the purposes of this announcement the expression "**Prospectus Regulation**" means Regulation (EU) 2017/1129.*

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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 the Company 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.