

Divio announces final outcome of its rights issue, communicates recalculation of warrants, and resolves on a directed issue to CEO and CTO subject to AGM approval

Divio Technologies AB ("Divio" or the "Company") today announces the final outcome of its rights issue of units consisting of series B shares, which was resolved upon by the Board of Directors on April 22, 2026, pursuant to the authorization granted by the Annual General Meeting held on June 13, 2025 (the "Rights Issue"). The final outcome shows that the Rights Issue has been subscribed to a total of approximately 117.8 percent, of which approximately 59.5 percent was subscribed for with the support of unit rights and approximately 58.3 percent was subscribed for without the support of unit rights. Divio will thereby receive approximately SEK 5.3 million before transaction costs. Furthermore, the Company announces recalculated terms for outstanding warrants of series TO5 B and TO6 B as a result of the completed Rights Issue. The Board of Directors of Divio has today, subject to approval by the Annual General Meeting 2026, resolved on a directed share issue of 8,558,630 series B shares to the Company's CEO and CTO, at the same subscription price as applied in the Rights Issue (the "Directed Issue"). Through the Directed Issue, Divio can receive approximately SEK 530,635 before transaction costs. The purpose of the Directed Issue is to satisfy the subscription interest shown by the Company's CEO and CTO in the recently completed Rights Issue, where they were unable to receive full allocation due to the oversubscription of the Rights Issue. The Directed Issue enables senior executives to invest the amount they originally intended.

"We would like to extend our sincere thanks to both existing and new shareholders for your support. The confidence you show enables us to step up and increase the pace – not least in sales and in executing our agency strategy. The capital injection not only gives us the opportunity to invest in growth, but also serves as a strong boost of energy for the entire organization. We are already moving at a high pace – now we can accelerate even further," – Jon Levin, CEO of Divio Technologies

Outcome of the Rights Issue

The subscription period for the Rights Issue ended on May 19, 2026, and the final compilation of the outcome shows that 10,107,583 units, corresponding to approximately 59.5 percent of the Rights Issue, were subscribed for with the support of unit rights. In addition, a further 9,914,371 units were subscribed for without the support of unit rights, corresponding to approximately 58.3 percent of the Rights Issue.

Consequently, the final outcome shows that a total of 20,021,954 units, corresponding to 100,109,770 series B shares and approximately 117.8 percent of the Rights Issue, have been subscribed for. Through the fully subscribed Rights Issue, the number of shares in the Company increases by a total of 84,963,655 series B shares. Divio will thereby receive approximately SEK 5.3 million before transaction costs.

Notice of allocation

Those who have subscribed for units without the support of unit rights will be allocated units in accordance with the principles set out in the press release published by the Company on April 22, 2026. Subscribed and allocated units shall be paid in cash in accordance with the instructions on the contract note. Nominee-registered shareholders will receive notification of allocation in accordance with the respective nominee's procedures.

Directed issue to the CEO and CTO

The Board of Directors of Divio has today, subject to approval by the Annual General Meeting 2026, resolved on a directed issue of a total of 8,558,630 series B shares to the Company's CEO, Jon Levin, LEVINVEST Aktiebolag (a party closely associated with Jon Levin), and the Company's CTO, Ralf Brändli (the "**Directed Issue**"). As the persons entitled to subscribe in the Directed Issue are senior executives of the Company, the Directed Issue is subject to the provisions of Chapter 16 of the Swedish Companies Act (the so-called "Leo Act"). Consequently, the Board's resolution on the Directed Issue is conditional upon approval by the Annual General Meeting 2026.

The Directed Issue comprises a total of 8,558,630 series B shares, corresponding to a total of approximately SEK 530,635. The purpose of the Directed Issue is to satisfy the subscription interest shown by the Company's CEO and CTO in the recently completed Rights Issue, where they were unable to receive full allocation due to the oversubscription of the Rights Issue. The Directed Issue enables senior executives to invest the amount in the Company that they originally intended and expressed interest for.

Provided that the Annual General Meeting approves the Directed Issue, Jon Levin is entitled to subscribe for 1,554,505 series B shares, LEVINVEST Aktiebolag is entitled to subscribe for 4,004,125 series B shares, and Ralf Brändli is entitled to subscribe for 3,000,000 series B shares.

The subscription price in the Directed Issue amounts to SEK 0.062 per series B share, which corresponds to the subscription price per share in the Rights Issue. The subscription price has been determined through arm's length negotiations with the subscribers and through an analysis of several market factors. In light of the above, the Board of Directors assesses that the subscription price is in line with market conditions. Through the Directed Issue, Divio will receive approximately SEK 530,635 before transaction costs.

The purpose of the Directed Issue and the reason for the deviation from the shareholders' preferential rights is to satisfy the expressed investment interest from senior executives in the Company, who were unable to receive full allocation due to the oversubscription of the Rights Issue. The Board of Directors notes that all shareholders, within the framework of the Rights Issue whose subscription period ended on May 19, 2026, have been offered the opportunity to subscribe for shares (packaged in the form of units for technical issuance reasons) at the same subscription price as in the Directed Issue.

The Board of Directors assesses that a long-term financial commitment and increased shareholding by the Company's CEO and CTO strengthen the alignment of interests between management and the Company's other shareholders. This is, in turn, expected to stimulate increased commitment to Divio's continued commercial growth and value creation. According to the Board of Directors, the fact that senior executives demonstrate confidence in the Company's business and future prospects constitutes an important sign of strength that contributes to stability and strengthens the confidence of both existing and new shareholders in the Company. Furthermore, the Board assesses that the implementation of the Directed Issue is appropriate given both the current market conditions and the phase the Company is in, and that the Directed Issue, together with the Rights Issue and the directed issue resolved upon by the Board on April 22, 2026, contributes to a strengthened balance sheet and commercial capacity, is beneficial for the Company's long-term growth ambitions, and improves the Company's financial flexibility.

In light of the above, the Board of Directors assesses that there are compelling reasons to deviate from the main rule of preferential rights, and that, given that the Directed Issue is assessed to contribute to creating value for all of the Company's shareholders and is to the long-term benefit of the Company, it is in the interest of all shareholders to offer the CEO and CTO the opportunity to subscribe for shares in the Directed Issue on the same terms as in the Rights Issue.

Number of shares and share capital

Through the Rights Issue, the number of shares in Divio increases by 84,963,655 series B shares, from 515,961,090 series A and B shares to 600,924,745 series A and B shares, and the share capital increases by SEK 5,267,746.61, from SEK 31,989,587.58 to SEK 37,257,334.19. For shareholders who did not participate in the Rights Issue, this corresponds to a dilution effect of approximately 13.98 percent of the votes and approximately 14.14 percent of the capital in the Company.

Provided that the Annual General Meeting approves the Directed Issue, and following the registration of the Rights Issue, the number of shares will increase by 8,558,630 series B shares, from 600,924,745 series A and B shares to 609,483,375 series A and B shares, and the share capital will increase by SEK 530,635.06, from SEK 37,257,334.19 to SEK 37,787,969.25. The dilution effect of the Directed Issue amounts to approximately 1.39 percent of the votes and approximately 1.40 percent of the capital in the Company.

Recalculation of warrants of series TO5 B and TO6 B

Due to the completed Rights Issue, a recalculation of the terms for the warrants of series TO5 B and TO6 B has been carried out in accordance with the applicable warrant terms and conditions. The recalculation applies to the subscription price as well as the number of shares that each warrant entitles the holder to subscribe for. Following the completed recalculation, the subscription price upon exercise of both TO5 B and TO6 B amounts to SEK 0.062 per share. The number of series B shares that each (1) warrant entitles the holder to subscribe for remains unchanged at one (1) new series B share. Other warrant terms remain unchanged, and the full terms and conditions are available on the Company's website.

The subscription period for TO5 B runs from July 1, 2026, up to and including July 15, 2026. For TO6 B, the subscription period runs from July 1, 2027, up to and including July 15, 2027.

Advisers

Navia Corporate Finance AB (www.naviacorporatefinance.com) is acting as Sole Bookrunner and Sole Manager, and Eversheds Sutherland is acting as legal advisor to Divio in connection with the Rights Issue and Directed Issue. Aqurat Fondkommission AB acts as the issuing agent.

For more information about Divio, please contact:

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Forward-looking statements

This press release contains forward-looking statements that relate to the Company's intentions, assessments, or expectations regarding the Company's future results, financial position, liquidity, development, outlook, expected growth, strategies, and opportunities, as well as the markets in which the Company operates. Forward-looking statements are statements that do not relate to historical facts and can be identified by the use of expressions such as "believes," "assesses," "expects," "anticipates," "intends," "estimates," "will," "may," "assumes," "should," "could," and, in each case, their negative forms, or similar expressions. The forward-looking statements in this press release are based on various assumptions, which in many cases are based on additional assumptions. Although the Company believes that the assumptions reflected in these forward-looking statements are reasonable, there can be no assurance that they will materialize or that they are correct. As these assumptions are based on estimates and are subject to risks and uncertainties, actual results or outcomes may differ materially from those expressed or implied in the forward-looking statements for a variety of reasons. Such risks, uncertainties, contingencies, and other material factors may cause the actual development of events to differ materially from the expectations expressed or implied in this press release by the forward-looking statements. The Company does not guarantee that the assumptions underlying the forward-looking statements in this press release are correct, and readers should not place undue reliance on such statements. The information, opinions, and forward-looking

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Press enquiries

For further information about Divio Technologies, please visit divio.com or contact CEO Jon Levin (ir@divio.com)

The company's Certified Adviser is FNCA Sweden AB.

About Divio Technologies

Divio Technologies AB (Publ) is the PaaS and Cloud Management Software development group behind the Divio platform, which simplifies cloud hosting, deployment and development via a PaaS solution. The platform allows enterprises to reduce costs, time to market and the burden on employees, as well as decreasing dependency on cloud vendors.

Attachments

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