Press Release
16 November 2026 17:00:00 CET

K33 leverages its network in SEK 13 million agreement with Reverion Capital

K33 AB (publ) ("K33" or the "Company"), the crypto exchange for businesses and investors, has entered into a conditional shareholder distribution agreement with Reverion Capital AB (publ) ("Reverion"), a Swedish public-markets platform preparing for a listing on Spotlight Stock Market. Subject to completion of the transaction, K33 will receive Reverion shares for a total value of SEK 5 million, which are intended to be distributed to the Company's approximately 26,000 shareholders, and a SEK 8 million zero-coupon convertible note, to the effect that the Company's total consideration under the transaction amounts to SEK 13 million.

The agreement is an example of the broader value being created around K33's core digital-asset platform. Through its work with private investors, entrepreneurs, corporates and professional investors, K33 has built an increasingly valuable network across private wealth and capital markets. The partnership with Reverion creates an opportunity to leverage that network to generate additional value for both K33 and its shareholders. Each K33 shareholder will receive 1 Reverion share for every 7,013 K33 shares held, subject to final calculations.

The consideration consists of SEK 5 million to be settled in newly issued Reverion shares and SEK 8 million to be settled through a zero-coupon convertible loan issued by Reverion to K33.

Subject to the conditions set out in the agreement, including approval by an Extraordinary General Meeting of K33 and sufficient free equity being available, the SEK 5 million share component will be distributed pro rata to K33's approximately 26,000 shareholders as a dividend in kind.

The SEK 8 million convertible will be held by K33, providing the Company with participation in potential upside in Reverion while retaining the possibility of cash repayment at par where the agreed conversion conditions are not met.

What K33 shareholders receive

Reverion sets up, finances and sponsors listed vehicles that give European growth companies a route to the Swedish public markets through reverse takeovers and business combinations. Reverion is paid in shares in each vehicle it sponsors. It distributes 45 per cent of those shares to its own shareholders and retains the rest, so Reverion shareholders receive shares in each company Reverion brings to market. Reverion's shares are expected to be admitted to trading on Spotlight Stock Market shortly after K33's distribution has been completed.

> "With this agreement Reverion goes to market with a large and active shareholder base from day one," said Kristoffer Lippert, CEO and co-founder of Reverion Capital. "Every company we take public needs investors who follow it from the first day of trading, and K33 has built a great and active investor base that we are excited to bring onboard. As Reverion shareholders, they will receive shares in each company we bring to market. We are very pleased to welcome K33´s shareholders as owners of Reverion."

Transaction terms

The SEK 5 million share component will be settled through newly issued Reverion shares at a price based on an agreed pre-money valuation of Reverion of EUR 15 million. Subject to satisfaction of the conditions under the agreement, all such shares will be distributed to K33 shareholders pro rata as a dividend in kind.

The remaining SEK 8 million of consideration will be settled through a zero-coupon convertible loan issued by Reverion to K33 following completion of the distribution. The convertible is unsecured and subordinated and falls due in two equal installments, 12 and 24 months after Reverion's listing or, if the listing has not occurred by 31 March 2027, 12 and 24 months after that date.

The conversion price is based on a Reverion valuation of EUR 19 million, providing K33 with participation in potential upside in Reverion. If agreed share-price and liquidity conditions are met at the relevant due date, the relevant instalment will convert into Reverion shares. If those conditions are not met, K33 may elect either conversion or repayment in cash at par.

Conditions and next steps

Completion of the transaction is subject to the conditions set out in the agreement, including the required corporate approvals, approval of the proposed dividend in kind by an Extraordinary General Meeting of K33 and sufficient free equity being available for the distribution.

If the conditions have not been satisfied by 31 December 2026, either party may terminate the agreement in accordance with its terms.

K33 will provide further information regarding the Extraordinary General Meeting, record date and proposed distribution in due course.

Comment from Torbjørn Bull Jenssen, CEO, K33 AB (publ):

> "K33's core strategy remains focused on building the preferred digital-asset platform for businesses and investors requiring institutional liquidity, secure infrastructure and dedicated service. We increasingly sit at the intersection of private wealth, entrepreneurs and professional investors, and that creates opportunities beyond the individual services we provide. This transaction is a good example. Our shareholders get the opportunity to participate directly in an interesting new public-markets platform, while K33 receives SEK 13 million in consideration and retains exposure to Reverion's potential upside. That is additional value created from the ecosystem we are already building."

For further information, please contact:
Torbjørn Bull Jenssen, CEO, K33 AB (publ)
E-mail: ir@k33.com
Web: k33.com/ir

About K33
K33 AB (publ), listed on Nasdaq First North Growth Market, is the new gold standard for investments in digital assets. K33 offers market-leading execution, custody, actionable insights, and dedicated client support, serving private investors, corporates, and institutional partners across Europe. Mangold Fondkommission serves as the Certified Adviser for K33 AB (publ).

About Reverion Capital
Reverion Capital AB (publ) is a Swedish public-markets platform that sets up, finances and sponsors listed vehicles providing European growth companies with a route to the Swedish public markets through reverse takeovers and business combinations. Reverion is preparing for a listing of its shares on Spotlight Stock Market.

This information is information that K33 AB (publ) 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 2026-11-16 17:00 CET.

Attachments
K33 leverages its network in SEK 13 million agreement with Reverion Capital