



PRESS RELEASE

October 28, 2021

Gothenburg

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XVIVO Perfusion has carried out a directed share issue of 746,269 shares at a subscription price of SEK 335 per share

XVIVO Perfusion AB (publ) ("XVIVO" or the "Company") (Nasdaq Stockholm: XVIVO) has completed a directed share issue of 746,269 shares at a subscription price of SEK 335 per share (the "Directed Issue"), through which the Company receives approx. SEK 250 million before transaction costs.

The Board of Directors of XVIVO has, based on the authorization to issue shares granted by the annual general meeting on April 22, 2021 and as announced by the Company through press release earlier today, resolved on a directed issue of 746,269 shares at a subscription price of SEK 335 per share, consequently raising gross proceeds of approx. SEK 250 million. The subscription price in the Directed Issue was determined through an accelerated bookbuilding procedure lead by Carnegie Investment Bank AB (publ) and Bryan, Garnier & Co and was, accordingly, in the assessment of the Board of Directors set on market terms and conditions.

In addition to a strong support from existing shareholders, several new Swedish and international institutional investors participated in the Directed Issue.

The reason for deviating from the shareholders' preferential rights is that a pre-condition in order to be able to carry out the acquisition of Star Teams Inc. including full earn out consideration, is that XVIVO procures necessary capital for the financing of the acquisition within a short timeframe, which is made possible by the fast and cost efficient capital raising enabled by a directed new share issue. In addition, the Board of Directors consider it to be positive that the institutional ownership base is increased, which is deemed to be positive for the liquidity of the share. The Board of Directors' overall assessment is thus that the reasons for carrying out the new share issue with deviation from the shareholders' preferential rights outweighs the principal rule that new share issues shall be carried out with preferential rights for existing shareholders and that a new issue with deviation from the shareholders' preferential rights is therefore in the interest of XVIVO and all its shareholders.

The Directed Issue entails a dilution of approximately 2.5 percent of the number of shares and votes in the

Company (calculated as the number of newly issued shares divided by the total number of shares in the Company after the Directed Issue). Through the Directed Issue, the number of shares and votes in the Company will increase by 746,269 from 28,752,397 to 29,498,666. The share capital will increase by SEK 19,073.705811 from SEK 734,875.442675 to SEK 753,949.148486.

In connection with the Directed Issue, the Company has agreed to a lock-up undertaking, with customary exceptions, on future share issuances for a period of 180 calendar days after the settlement date of the Directed Issue. In addition, the members of the Board of Directors and certain members of the senior management of the Company, have agreed to not sell any shares in XVIVO for a period of 180 calendar days after the settlement date of the Directed Issue, subject to customary exceptions.

Advisers

Carnegie and Bryan, Garnier & Co acted as Joint Bookrunners in connection with the Directed Issue. Advokatfirman Vinge KB acted as legal adviser to the Company and Baker & McKenzie Advokatbyrå KB acted as legal adviser to the Joint Bookrunners in connection with the Directed Issue.

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XVIVO Perfusion AB (publ)

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About Us

Founded in 1998, XVIVO is the only medical technology company dedicated to extending the life of all major organs - so transplant teams around the world can save more lives. Our solutions allow leading clinicians and researchers to push the boundaries of transplantation medicine. XVIVO is headquartered in Gothenburg, Sweden, and has offices and research sites on two continents. The company is listed on Nasdaq and has the ticker symbol XVIVO. More information can be found on the website www.xvivogroup.com.

This information is information that XVIVO Perfusion AB 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 2021-10-28 21:58 CEST.

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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 new shares. Any investment decision in connection with the directed share issue must be made on the basis of all publicly available information relating to the Company and the Company's shares. Such information has not been independently verified by Carnegie or Bryan, Garnier. Carnegie and Bryan, Garnier acting for the Company in connection with the transaction and no one else and will not be responsible to anyone other than the Company for providing the protections afforded to its clients nor for giving advice in relation to the transaction or any other matter referred to herein.

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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 future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company 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 not required by law or Nasdaq Stockholm'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 shares in XVIVO 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 XVIVO may decline and investors could lose all or part of their investment; the shares in XVIVO offer no guaranteed income and no capital protection; and an investment in the shares in XVIVO 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 directed share issue. Furthermore, it is noted that, notwithstanding the Target Market Assessment, Carnegie and Bryan, Garnier will only procure investors who meet the criteria of professional clients and eligible counterparties.

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 XVIVO.

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

This is a translation of the Swedish version of the press release. In case of discrepancies, the Swedish

wording shall prevail.

Attachments

XVIVO Perfusion has carried out a directed share issue of 746,269 shares at a subscription price of SEK 335 per share