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Qliro announces final outcome in the company's oversubscribed rights issue

Qliro AB (publ) ("Qliro" or the "Company") announced on 2 July 2025 the preliminary outcome in the Company's rights issue of up to 4,279,972 shares, for which the subscription period ended on the same day (the "Rights Issue"). The Company has now received the final outcome in the Rights Issue, which is in line with the preliminary outcome and shows that 4,048,896 shares, corresponding to approximately 95 percent of the Rights Issue, were subscribed for with the support of subscription rights. In addition, applications for subscription of 9,835,220 shares, corresponding to approximately 230 percent of the Rights Issue, were received for subscription without the support of subscription rights. Combined, subscriptions with and without subscription rights amount to approximately 324 percent of the Rights Issue, thus rendering the Rights Issue oversubscribed. In light of the strong demand, the Board of Directors of Qliro has resolved to increase the total issue amount by approximately SEK 44 million through the previously communicated overallotment issue, based on the authorization granted by the Annual General Meeting held on 28 May 2025 (the "Overallotment Issue"). The Rights Issue will provide the Company with proceeds of approximately SEK 73 million before issue costs. Through the Overallotment Issue, the Company will receive an additional approximately SEK 44 million before transaction costs. Accordingly, the Company will receive total proceeds of approximately SEK 117 million, before transaction costs, from the Rights Issue and the Overallotment Issue.

Christoffer Rutgersson, CEO, comments:

"We are very pleased with the strong interest from both existing and new investors. The oversubscribed rights issue is clear proof of the market's confidence in our strategy and our ability to deliver long-term, profitable growth. This capital injection enables us to accelerate our expansion in the Nordics and continue to strengthen our offering. The launch of Qliro Checkout Generation 3 during the spring, which has demonstrated up to 10% higher conversion rates, is a clear example of how we drive value for modern e-retailers and the validation of our leading product performance. With contracted volume growth of 39% at the end of Q1 2025, and continued acceretation in both the SME and Enterprise segment, we will continue to accelerate towards our ambition of becoming the market leader in the Nordics within 3–5 years."

Final outcome

On 5 June 2025, Qliro announced that the Company's Board of Directors had resolved on the Rights Issue, based on the authorization granted by the Annual General Meeting held on 28 May 2025.

The Rights Issue comprised up to 4,279,972 shares, of which 4,048,896 shares, corresponding to approximately 95 percent of the Rights Issue, have been subscribed for with the support of subscription rights. In addition, applications to subscribe for 9,835,220 shares without the support of subscription rights

have been received, corresponding to approximately 230 percent of the Rights Issue. In total, the Rights Issue, with and without subscription rights, has been subscribed to approximately 324 percent and is therefore oversubscribed. In light of the strong demand, the Board of Directors of Qliro has resolved to increase the total issue amount by approximately SEK 44 million through the Overallotment Issue, based on the authorization granted by the Annual General Meeting held on 28 May 2025.

The Rights Issue will provide the Company with proceeds of approximately SEK 73 million before deduction of costs related to the Rights Issue. Through the Overallotment Issue, the Company will receive an additional approximately SEK 44 million before transaction costs. Accordingly, the Company will receive total proceeds of approximately SEK 117 million, before transaction costs, from the Rights Issue and the Overallotment Issue.

Notification of allotment

Subscribers who have applied for shares without the support of subscription rights will be allotted shares in accordance with the principles set out in the information document published by the Company on 16 June 2025. Notifications of allotment to persons who have subscribed for shares without subscription rights are expected to be distributed on 4 July 2025. Subscribed and allotted shares must be paid for in cash in accordance with the instructions on the settlement note. Investors who have subscribed through a nominee will receive their notification of allotment in accordance with their respective nominee's procedures. Only those who have been allotted shares will be notified.

Allotment in the Overallotment Issue will take place in accordance with the principles set out in the information document published by the Company on 16 June 2025.

Number of shares and share capital

Through the Rights Issue, the number of shares in Qliro will increase by 4,279,972, from 21,399,861 to 25,679,833, and the share capital will increase by approximately SEK 11,983,921.60, from approximately SEK 59,919,610.80 to approximately SEK 71,903,532.40. Shareholders who did not participate in the Rights Issue will have their ownership diluted by up to approximately 17 percent.

Through the Overallotment Issue, the number of shares will increase by an additional 2,596,669, to 28,276,502, and the share capital will increase by an additional approximately SEK 7,270,673.20, to approximately SEK 79,174,205.60, which together with the Rights Issue corresponds to a dilution of approximately 24 percent.

Advisors

Pareto Securities AB is acting as Sole Manager and Bookrunner to the Company in connection with the Equity Raise. Wigge & Partners Advokat KB is serving as legal advisor and Redgert Comms as strategic communications advisor to the Company in connection with the capital raise.

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This press release is not a prospectus for the purposes of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") and has not been approved by any regulatory authority in any jurisdiction. Qliro has not authorised any offer to the public of shares or other securities in any member state of the EEA and no prospectus has been or will be prepared in connection with the Rights Issue. In any member state of the EEA, this communication is only addressed to and is only directed at qualified investors in that member state within the meaning of the Prospectus Regulation. The Company will prepare and publish an information document in accordance with Article 1.4 db of the Prospectus Regulation.

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 new shares. Any investment decision in connection with the Rights Issue must be made based on all publicly available information relating to Qliro and Qliro's shares. Such information has not been independently verified by Qliro or Pareto. Pareto is acting for Qliro in connection with the Rights Issue and no one else. Pareto will not be liable to anyone else for providing the protections afforded to Pareto's clients nor for giving advice in connection with the Rights Issue or any other matter referred to herein. The information in this press release is for background purposes only and does not purport to be full or complete. No reliance may be placed for any purpose on the information contained in this press release or its accuracy or completeness.

This press release does not constitute a recommendation for any investors' decision regarding the Rights Issue. Each investor or prospective investor should conduct their own assessment, analysis and evaluation of the business and information described in this press release and publicly available information. The price and value of the securities can decrease as well as increase. Achieved results do not provide guidance for future results. Neither the contents of Qliro's website nor any other website available through hyperlinks on Qliro's website are incorporated into or form part of this press release.

Forward-looking statements

This press release contains certain forward-looking statements that reflect Qliro's current beliefs or expectations about future events and financial and operational performance, including statements about guidance, planning, prospects and strategies. Words like "intend", "estimate", "expect", "plan", "can" and similar expressions about indications or predictions about future development or trends which are not based on historical facts constitutes forward-looking information. The forward-looking statements in this press release are based on various assumptions, in several instances based on additional assumptions. Even if Qliro believes that the assumptions reflected in these forward-looking statements are reasonable, Qliro cannot give any warranties that any such forward-looking statements will be materialised. Since these forward-looking statements involve both known and unknown risks and uncertainties, the actual outcome can be essentially different compared to the forward-looking information. The Company does not provide any warranty that the assumptions which constitute the basis for the forward-looking statements in this press release are correct and each reader of the press release should not without reason trust the forward-looking statements in this press release. Forward-looking statements in this press release are only valid at the time of this press release and may be amended without notice. Neither Qliro nor anyone else undertakes any obligation to review, update or confirm or publicly announce any amendment of any forward-looking statement to reflect events that have occurred or circumstances occurring regarding the contents of this press release, unless required by law or the Nasdaq Stockholm rulebook.

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 Qliro 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 Qliro may decline and investors could lose all or part of their investment; the shares in Qliro offer no guaranteed income and no capital protection; and an investment in the shares in Qliro 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 Rights Issue. Furthermore, it should be noted that notwithstanding the Target Market Assessment, Pareto 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 Qliro.

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

For further information, please contact:

Christoffer Rutgersson
E-mail: ir@qliro.com

About Qliro AB

Qliro is a leading fintech company offering safe and simple digital payment solutions, including a complete check-out to e-merchants. Qliro is a credit market company under supervision of the Swedish Financial Supervisory Authority and has its registered address in Stockholm. Qliro's shares are listed on Nasdaq Stockholm under the ticker "Qliro".

For more information, please visit <https://www.qliro.com/en-se/investor-relations>

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Attachments

[Qliro announces final outcome in the company's oversubscribed rights issue](#)