

**Press Release****04 September 2025 20:00:00 CEST**

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## Qlucore carries out a directed share issue to guarantors

**Qlucore AB (publ) ("Qlucore" or the "Company") has completed the rights issue of shares that was resolved by the Board of Directors on 26 June 2025 and approved by the extraordinary general meeting on 31 July 2025 (the "Rights Issue"). The Board of Directors of the Company has today, in accordance with the guarantee agreements entered into and based on the authorization from the Extraordinary General Meeting 2025, resolved on a directed share issue to the guarantors in the Rights Issue (the "Compensation Issue"). The subscription price in the Compensation Issue is SEK 0.50 per share (corresponding to the subscription price in the Rights Issue), and payment will be made through set-off of the guarantors' claims on the Company for the applicable guarantee compensation.**

### **The Compensation Issue**

As previously communicated in connection with the Rights Issue, the guarantors, in accordance with the guarantee agreements entered into, were only entitled to receive guarantee compensation in the form of shares. As a result, the Board of Directors resolved on the Compensation Issue on 4 September 2025, based on the authorization granted by the extraordinary general meeting in 2025. The subscription price in the Compensation Issue corresponds to the subscription price in the Rights Issue, i.e., SEK 0.50 per share.

The reasons for the deviation from the shareholders' preferential rights are that, as part of the agreement with the guarantors, they were entitled to receive compensation in the form of newly issued shares. The Board of Directors considers it beneficial for the Company's financial position to pay guarantee compensation in the form of newly issued shares and that, on objective grounds, it is in the interest of the shareholders to deviate from the preferential rights and carry out the directed share issue. The subscription price in the Compensation Issue was negotiated at arm's length with the guarantors in

connection with the guarantee agreements, which were entered into in consultation with the financial advisor and following an analysis of market conditions. The Board of Directors' assessment is that the subscription price and other terms of the Compensation Issue are on market terms.

A total of 6,647,960 new shares have been allotted to the guarantors in the Compensation Issue.

### **Share Capital, Number of Shares and Dilution**

Through the Compensation Issue, the number of shares will increase by 6,647,960 and the share capital will increase by approximately SEK 1,262,569.74. The total dilution effect from the shares allocated to the guarantors in the Compensation Issue will amount to approximately 15.5 percent of the total number of shares in the Company, taking into account newly issued (but not yet registered) shares from the completed Rights Issue.

### **Advisors**

Stockholm Corporate Finance AB is acting as financial advisor and Advokatfirman Lindahl KB as legal advisor to Qlucore in connection with the Compensation Issue. Aqurat Fondkommission AB is acting as issuing agent in connection with the Compensation Issue.

### **Important information**

**The publication, disclosure, or distribution of this press release may be subject to legal restrictions in certain jurisdictions. Individuals in jurisdictions where this press release has been published or distributed should inform themselves of and comply with such legal restrictions. The recipient of this press release is responsible for using this press release and the information contained herein in accordance with applicable regulations in each respective jurisdiction. This press release does not constitute an offer to acquire or subscribe for any securities in Qlucore in any jurisdiction, neither from Qlucore nor from any other party.**

**This press release is not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (the "Prospectus Regulation"), and has not been approved by any regulatory authority in any jurisdiction. No prospectus has been prepared in connection with the Compensation Issue.**

This press release does not identify or purport to identify risks (direct or indirect) associated with an investment in the Company. The information in this press release is intended solely to provide background to the Compensation Issue and does not claim to be complete or exhaustive. No representation is made regarding the accuracy or completeness of the information in this press release.

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### **Forward-looking statements**

This press release contains forward-looking statements that reflect the Company's intentions, beliefs, or current expectations regarding and goals for the Company's future operations, financial condition, liquidity, results, prospects, expected growth, strategies, and opportunities, as well as the markets in which the Company operates. Forward-looking statements are statements that are not historical facts and can 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 on various assumptions, many of which are in turn based on additional assumptions. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, it cannot guarantee that they will occur or prove to be correct. As these statements are based on assumptions or estimates and are subject to risks and uncertainties, actual results or outcomes may differ materially from those expressed in the forward-looking statements due to many factors. Such risks, uncertainties, unforeseen events, and other important factors may cause actual events to differ materially from the expectations expressed or implied in this press release through 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 accepts no responsibility for the future accuracy of the opinions expressed in this press release or any obligation to update or revise the statements in this press release to reflect subsequent events. The information, opinions, and forward-looking statements contained in this press release are valid only as of the date of this press release and may be subject to change without prior notice. The Company undertakes no obligation to review, update, confirm, or disclose any revisions to forward-looking statements to reflect events or circumstances arising in relation to the content of this press release.

## Information to distributors

In order to comply with the product governance requirements contained in: (a) Directive 2014/65/EU of the European Parliament and of the Council 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) national implementing measures (together, the "**MiFID II Product Governance Requirements**") and to disclaim any extra-contractual, contractual, or other liability that any "manufacturer" (within the meaning of the MiFID II Product Governance Requirements) might otherwise be subject to, the offered shares have been subject to a product approval process, which has determined that these securities are: (i) suitable for a target market consisting of non-professional investors and investors who meet the criteria for professional clients and eligible counterparties, as defined in MiFID II; and (ii) suitable for distribution through all distribution channels permitted under MiFID II (the "**Target Market Assessment**").

Notwithstanding the Target Market Assessment, distributors should note that: the price of the Company's shares may decline and investors may lose all or part of their investment; the Company's shares are not associated with any guarantee of return or capital protection; and an investment in the Company's shares is only suitable for investors who do not require guaranteed returns or capital protection and who (either alone or with the help of an appropriate financial or other adviser) are capable of evaluating the benefits and risks of such an investment and who have sufficient resources to bear the losses that such an investment may result in. The Target Market Assessment does not affect any other requirements regarding contractual, legal, or regulatory sales restrictions in connection with the Compensation Issue.

For the avoidance of doubt, the Target Market Assessment does not constitute (a) an assessment of suitability or appropriateness within the meaning of MiFID II or (b) a recommendation to any investor or group of investors to invest in, acquire, or take any other action concerning the Company's shares.

Each distributor is responsible for conducting its own Target Market Assessment regarding the Company's shares and for determining appropriate distribution channels.

## Certified Advisor

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FNCA Sweden AB

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## About QluCore

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QluCore is a leading provider of new generation intuitive bioinformatics software for research and precision and companion diagnostics. QluCore's mission is to make it easier to analyze the huge amounts of complex data generated by innovations in the fields of genomics and proteomics by providing powerful visualization-based bioinformatics data analysis tools for research and precision diagnostics. QluCore Omics Explorer software is a easy to use bioinformatics software for research in the life science, plant- and biotech industries, as well as in academia. QluCore Diagnostics and QluCore Insights are software platforms with built in AI-based machine learning for multi-omics companion and precision diagnostics. QluCore was founded in 2007 in Lund, Sweden and has customers in about 20 countries around the world, with sales offices in Europe and North America, and distribution in several countries in Asia. QluCore is listed on the Nasdaq First North Growth market. [www.qlucore.com](http://www.qlucore.com)

## About Stockholm Corporate Finance AB

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Stockholm Corporate Finance AB is an independent, privately owned financial advisor offering services in qualified advisory related to capital raising, ownership changes, acquisitions, mergers, divestments (M&A), and flexible debt solutions (Private Debt) for publicly listed and private companies and their owners. Stockholm Corporate Finance is a securities company under the supervision of the Swedish Financial Supervisory Authority (Finansinspektionen) and a member of the industry organization SwedSec Licensiering AB. [www.stockholmcorp.se](http://www.stockholmcorp.se)

## Attachments

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[QluCore carries out a directed share issue to guarantors](#)

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