

Envar Holding AB's IPO oversubscribed – last day of application period December 10, 2024

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On November 22, 2024, Envar Holding AB ("Envar" or the "Company"), an outsourcing and development studio focusing on graphic design, 3D graphics, animations and illustrations to mainly game development companies or other companies active in the entertainment industry, announced its intention to list the Company's shares on Nasdaq First North Growth Market (the "Listing") and in connection with the Listing carry out an offer of newly issued shares corresponding to SEK 50 million (the "Offer"). On November 25, 2024, Envar published a prospectus for the Offer. The interest in acquiring shares in connection with the Offer has been high and according to the preliminary summary, the Offer is oversubscribed.

The possibility to apply for acquisition of shares, and thus the possibility to receive allotment, remains until the ordinary last day of the application period on December 10, 2024.

Application of acquisition in the Offer can be made through:

Nordnet (<https://www.nordnet.se/aktier/ipo/envar>)

Avanza (<https://www.avanza.se/erbjudanden/ovriga-erbjudanden.html>)

Aqurat Fondkommission (<https://aqurat.se/envar-holding-ab-publ/#>)

Allocation and final outcome:

The allocation in the Offer will be made in accordance with the principles set out in the prospectus published by the Company on November 25, 2024. The last day of application in the Offer is December 10, 2024, and the final outcome in the Offer is expected to be announced by the Company on December 12, 2024.

The Offer in summary:

- The Offer comprises of a maximum of 2,500,000 shares offered to institutional investors in Sweden and internationally and to the general public in Sweden, Norway and Finland via Nordnet.
- The price in the Offer amounts to SEK 20 per share, corresponding to a pre-money company valuation of SEK 200 million.

- According to the preliminary summary, the Offer is fully subscribed, and the Company receives proceeds of SEK 50 million.
- The net proceeds of the Offer are intended to be used partly for game development of the Company's first own game (80%) and partly for other game development (20%).
- The Company has received subscription commitments from several cornerstone investors, including Tenesta Holding AB. The subscription commitments amount to SEK 27 million, corresponding to 54 percent of the Offer.
- The application period for the Offer runs until December 10, 2024.
- Atey Ghailan, who holds 100% of the shares in the Company prior to the Offer, has entered into a customary lock-up for a period of 360 days after the first day of trading on 17 December 2024.
- Preliminary first day of trading of the Company's shares is expected to be on 17 December 2024 and the Company's share will be traded under the ticker ENVAR, with ISIN SE0023134895.

Advisor

Stockholm Corporate Finance AB is acting as financial advisor and Advokatfirman Delphi KB is acting as legal advisor to Envar in connection with the Offer. Aqurat Fondkommission AB is the issuing agent in connection with the Offer.

Certified Adviser

Envar has appointed Amudova AB as the Company's Certified Adviser on Nasdaq First North Growth Market.

For further information, please contact:

Atey Ghailan, CEO, Envar Holding AB
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About Envar Holding

Envar Holding is an outsourcing and development studio focusing on game graphics to mainly game development companies or other companies active in the entertainment industry. The company has established itself as a provider of high-quality graphics and development services to some of the largest players in the gaming industry, including companies such as Riot Games, Netflix, NetEase, Blizzard, 2K, Hasbro, Tencent and EPIC Games.

Envar Holding currently consists of two wholly owned subsidiaries: Envar Entertainment and Envar Games. Envar Entertainment's business consists mainly of outsourcing and co-development services. Envar Games is focused on the Company's own development of games.

www.envarstudio.com

Important information

The information in this press release does not contain or constitute an offer to acquire, subscribe for or otherwise trade in shares or other securities in Envar. No action has been taken or will be taken to authorize an offer to the public in any jurisdiction other than Sweden, Finland and Norway. Any invitation to the persons concerned to subscribe for shares in Envar will only be made through the Prospectus previously published by Envar.

The information in this press release may not be announced, published or distributed, directly or indirectly, within or into the United States, Australia, Belarus, Canada, Hong Kong, Japan, New Zealand, Russia, Singapore, South Africa, Switzerland or any other jurisdiction where such action would be unlawful, subject to legal restrictions or require measures other than those required by Swedish law. Actions in violation of this instruction may constitute a violation of applicable securities laws. No shares or other securities in Envar have been registered, and no shares or other securities in Envar will be registered, under the United States Securities Act of 1933, as amended (the "**Securities Act**"), or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or otherwise transferred, directly or indirectly, in or into the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with the securities laws of the relevant state or other jurisdiction of the United States.

This press release is not a prospectus within the meaning of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") and has not been approved by any regulatory authority in any jurisdiction. Investors should not invest in the securities described in this press release on the basis of any information other than that contained in the EU Growth Prospectus which has been prepared in connection with the Offer and which has been reviewed and approved by the Swedish Financial Supervisory Authority, which is the Swedish competent authority under the Prospectus Regulation.

In EEA Member States other than Sweden, Finland and Norway, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of the Prospectus Regulation, i.e. only to investors who can benefit from a potential offer without a prospectus being registered in that Member State.

In the United Kingdom, this communication is only directed at, and may only be distributed to, persons who are (i) professional investors falling within Article 19(5) of the U.K. Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"), or (ii) high net worth entities and other persons to whom this communication may lawfully be communicated falling within Article 49(2)(a) to (d) of the Order, or (iii) other persons who may lawfully receive the information (all such persons together being referred to as "**Relevant Persons**"). Persons who are not Relevant Persons must not act or rely on the information in this communication. Any investment or investment activity to which this communication relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. Persons disseminating this communication must satisfy themselves that such dissemination is authorized.

Forward-looking statements

This press release contains forward-looking statements that reflect the Company's intentions, beliefs or expectations regarding 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 can be identified by the use of words such as "believes", "expects", "anticipates", "intends", "estimates", "will", "may", "anticipates", "should", "could" and, in each case, the negatives thereof, or similar expressions. The forward-looking statements in this press release are based on various assumptions, many of which 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 will be correct. Because these assumptions are based on assumptions or estimates and are subject to risks and uncertainties, actual results or outcomes could differ materially from those reflected in the forward-looking statements for a variety of reasons.

Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this press release by the forward-looking statements. The Company does not guarantee the accuracy of the assumptions underlying the forward-looking statements in this press release and any reader 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 expressed or implied herein are made only as of the date of this press release and are subject to change. 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, except as required by law or the Nasdaq First North Growth Market Rule Book for Issuers.

Information for distributors

For the purpose of complying 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 ("**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 exempt the adviser(s) deemed to be "producer(s)" (within the meaning of the MiFID II Product Governance Requirements) from any non-contractual, contractual or other liability to which it may otherwise be subject, the shares offered have been subject to a product approval process, which has determined that those shares are: (i) suitable for a target market of retail investors and investors meeting the criteria of professional clients and eligible counterparties as defined in MiFID II (the "**Target Market Assessment**"); and (ii) suitable for distribution through all distribution channels permitted under MiFID II. Notwithstanding the foregoing, distributors should note that: the price of these shares may fall and investors may lose all or part of their investment; these shares carry no guarantee of return or capital protection; and an investment in these shares is only suitable for investors who do not require a guarantee of return or capital protection, who (alone or with the assistance of an appropriate financial or other

adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to bear the losses that such an investment may result in. Conversely, an investment in these shares is not suitable for investors who need full capital protection or full repayment of the amount invested, cannot bear any risk or who require guaranteed or predictable returns. The Target's market assessment is without prejudice to any other requirements relating to contractual, legal or regulatory selling restrictions in connection with the Offer.

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 offered.

Each distributor is responsible for carrying out its own Target Market Assessment in respect of the shares and for determining the appropriate distribution channels.

This information is information that ENVAR HOLDING 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 2024-12-09 17:57 CET.