

Subscription Price Set for the Exercise of Series TO 2 Warrants in Scandinavian Real Heart AB

Scandinavian Real Heart AB ("Realheart" or the "Company") hereby announces that the subscription price for series TO 2 warrants (the "warrants") has been set at SEK 8.47. The exercise period for the warrants begins on January 2, 2025, and runs until January 31, 2025. The last day for trading the warrants is January 29, 2025.

Realheart conducted a rights issue of units (the "Rights Issue") during the period June 20, 2023 - July 7, 2023. Each unit issued in the Rights Issue consisted of two (2) shares and one (1) series TO 2 warrant. Two (2) series TO 2 warrants entitle the holder to subscribe for one (1) new share in the Company.

At an extraordinary general meeting on November 5, 2024, a consolidation of shares in the ratio of 1:100 was resolved, meaning that one hundred (100) existing shares were consolidated into one (1) share. In connection herewith, the subscription price and the number of shares that each series TO 2 warrant entitles to were adjusted, in accordance with the terms, to neutralize the effect of the consolidation. After the adjustment, two hundred (200) warrants are required to subscribe for one (1) new share in the Company. The Rights Issue announced on May 7, 2024, resulted in the cap for the subscription price upon exercising TO 2 being adjusted from SEK 200 after the consolidation to SEK 134 per share.

The consolidation does not affect the total number of outstanding warrants or their ISIN code (SE0020358166). Other terms for the warrants, such as the subscription period, remain unchanged.

After the recalculation, one (1) series TO 2 warrant entitles the holder to subscribe for 0.005 shares (previously 0.5 shares). Since it is not possible to subscribe for a fraction of a share, two hundred (200) warrants are now required to subscribe for one (1) new share in the Company. A corresponding recalculation has been made regarding series TO 3 warrants.

Upon full exercise of all series TO 2 warrants, Realheart will receive approximately SEK 1.4 million before issuance costs.

The subscription price for the series TO 2 warrants is set at 70 percent of the volume-weighted average price of the Company's shares on Nasdaq First North Growth Market during the period December 12 – 30, 2024, i.e., during the 10 trading days immediately preceding the start of the subscription period. 70 percent of the volume-weighted average price during the measurement period amounted to SEK 8.47.

Summary Instructions and Important Dates

Holders of warrants who wish to exercise them to subscribe for shares must notify this no later than January 31, 2025. Warrants that are not exercised before then will expire without value. Holders who do not wish to exercise their warrants have the opportunity to sell them. Trading in the warrants will continue until January 29, 2025.

Detailed Information and Instructions for Subscription

Exercise of Custodian-Registered Warrants

Holders who have their warrants custodian-registered (held in a securities account, ISK account, or capital insurance) should notify the exercise of the warrants by contacting their custodian and following the custodian's instructions regarding subscription and payment. This should be done well in advance of January 31, 2025, as different custodians have different processing times.

Exercise of Directly Registered Warrants

Holders who have their warrants directly registered (held in a VP account) should notify the exercise of the warrants by filling in and sending in the subscription form for the exercise, so that the subscription form is received by the issuing agent Nordic Issuing no later than January 31, 2025.

The subscription form is available on the Company's and Nordic Issuing's respective websites. Note that payment for the new shares must be received by Nordic Issuing no later than January 31, 2025, in accordance with the instructions on the subscription form.

Trading with TO 2

Holders who do not wish to exercise their warrants have the opportunity to sell them on Nasdaq Stockholm. The warrants are traded until January 29, 2025, under the ticker HEART TO2 and with ISIN code SE0020358166. Warrants that are not exercised by January 31, 2025, will expire without value.

Outcome and Delivery of New Shares

The outcome of the exercise of the warrants will be announced via a press release around February 3, 2025. Subscribed and paid shares may be registered in the subscriber's securities account as interim shares (IA) until the registration of the issue is completed with the Swedish Companies Registration Office, whereupon the interim shares will automatically be converted into shares in Realheart.

Number of Warrants and Potential Proceeds from Exercise

Upon full exercise of all 33,495,885 series TO 2 warrants, the share capital will increase by a maximum of SEK 839,069.79 to SEK 11,200,511.31 through the issuance of a maximum of 167,479 new shares, resulting in the total number of outstanding shares in the Company increasing from 2,068,152 to 2,235,631.

Dilution Effect

Upon full exercise of all series TO 2 warrants, the dilution of the shares will amount to approximately 7.5 percent. Upon full exercise of all warrants, Realheart will receive approximately SEK 1.4 million before issuance costs.

Complete Terms for the Warrants

Complete terms for the warrants are available on the Company's website, <https://realheart.se/>



PRESS RELEASE

31 December 2024 08:30:00 CET

Advisors

Skills Corporate Finance AB is the financial advisor to the Company, and Setterwalls Advokatbyrå AB is the legal advisor. Nordic Issuing acts as the issuing agent in connection with the exercise of the warrants.

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About Us

Scandinavian Real Heart AB (publ) is developing the first artificial heart that mimics the shape, function, and blood flow pattern of the human heart. These unique product features provide completely new opportunities to save lives and give patients a good quality of life while waiting for a heart transplant. Realheart® TAH (Total Artificial Heart) is now being evaluated in extensive preclinical trial models ahead of a first clinical study in patients. In the future, artificial hearts may also become an alternative to transplantation for broader groups of patients with severe heart failure. The company's shares are traded on Nasdaq Stockholm First North Growth Market. For more information, visit www.realheart.se