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SynAct Pharma AB resolves on a directed share issue to guarantors

SynAct Pharma AB ("SynAct" or the "Company") has today, pursuant to the authorization granted by the extraordinary general meeting on December 13, 2024, resolved on a directed share issue of a total of 227,203 shares to guarantors who have entered into guarantee commitments in connection with the rights issue announced on November 20, 2024, (the "Rights Issue") and who have elected to receive their guarantee compensation in the form of newly issued shares in the Company (the "Compensation Issue"). The guarantors, Hunter Capital AB (publ) and David Palm (together, the "Guarantors"), provided guarantees corresponding to 100 percent of the Rights Issue, which was completed on January 7, 2025, with the final outcome announced earlier today, January 9, 2025. The subscription price in the Compensation Issue amounts to SEK 8.65 per share, which is the same subscription price as in the Rights Issue.

In connection with the announcement of the Rights Issue on November 20, 2024, it was communicated that the Rights Issue was fully guaranteed through guarantee commitments of approximately MSEK 20 in total and that the guarantee commitments were intended to be paid with shares. The Rights Issue was subsequently approved at the extraordinary general meeting held on December 13, 2024, and the subscription period concluded on January 7, 2025. Based on the final outcome that was announced today, January 9, 2025, guarantee commitments will not be utilized. The board of directors has today resolved, pursuant to the special issue authorization granted at the extraordinary general meeting on December 13, 2024, to settle the guarantee compensation through a directed issue of newly issued shares in the Company to the Guarantors. The Guarantors compensation corresponds to 10 percent of the guaranteed amount, excluding Hunter's pro-rata share in the Rights Issue, amounting to approximately SEK 1,965,306. This amount will be paid in newly issued shares at a subscription price of SEK 8.65 per share, which is the same as the subscription price in the Rights Issue, and was determined at the time the guarantee commitments were entered into and is deemed market-based by the board of directors.

The compensation Issue to the Guarantors amount to a total of 227,203 shares, corresponding to a total value of approximately SEK 1,965,306 at a subscription price of SEK 8.65 per share. Hunter will receive 74,253 shares, corresponding to approximately SEK 642,288, David Palm will receive 152,950 shares, corresponding to approximately SEK 1,323,018.

The compensation Issue is carried out to fulfil the Company's obligations to the Guarantors under the guarantee agreements entered into. The company's alternative to completing the Compensation Issue would be to settle the guarantee compensation through a cash payment. However, the board of directors is of the opinion that, considering the prevailing market conditions and the Company's financial position, it is in the best interest of the Company and its shareholders to carry out the Compensation Issue on the stated terms, as this approach preserves cash and strengthens the Company's working capital.

Number of shares and share capital

The Rights Issue is first registered with the Swedish Companies Registration Office and the Compensation Issue is registered subsequently. Through the Compensation Issue, the Company's share capital will increase by SEK 28,400.375, from SEK 6,097,714.375 to a total of SEK 6,126,114.750. The number of shares in the Company will increase by 227,203 shares, bringing the total to 49,008,918 shares. The Compensation Issue entails a dilution of approximately 0.5 percent of the total number of votes in the Company post-transaction. The newly issued shares are expected to be admitted to trading on Nasdaq Stockholm on or around January 17, 2025.

Advisors

DNB Markets, a part of DNB Bank ASA, Sweden branch ("**DNB Markets**") is acting as Financial Advisor to the Company and DLA Piper Sweden is acting as legal advisor in connection with the Capital Raise.

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About SynAct Pharma AB

SynAct Pharma AB (publ) (Nasdaq Stockholm: SYNACT) is a clinical stage biotechnology company focused on resolving inflammation through selective activation of the melanocortin system. The company has a broad portfolio of oral and injectable selective melanocortin agonists aimed at inducing anti-inflammatory and anti-inflammatory activity in autoimmune and inflammatory diseases to help patients achieve immune balance and overcome their inflammation. For more information: www.synactpharma.com.

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Forward-looking statements

This press release contains forward-looking statements that reflect the Company’s intentions, assessments, or current expectations about and targets for the Company’s future results of operations, financial condition, development, 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 the fact that they contain 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. Even if 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, which are a result of many factors. Such risks, uncertainties, contingencies and

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Attachments

[SynAct Pharma AB resolves on a directed share issue to guarantors](#)