

Ortivus announces outcome of fully underwritten Rights Issue

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The rights issue was fully subscribed, providing Ortivus with approximately SEK 54 million before transaction costs.

Ortivus AB ("the Company" or "Ortivus") hereby announces the outcome of the fully underwritten rights issue of B shares with a subscription period that ended on 15 October 2025 (the "Rights Issue").

The outcome of the Rights Issue shows that 13,280,788 B shares were subscribed for with the support of subscription rights, corresponding to approximately 30.0% of the Rights Issue; 201,877 B shares were subscribed for without subscription rights, corresponding to approximately 0.5% of the Rights Issue; and 30,824,803 B shares were subscribed for through the utilisation of the guarantee commitment, corresponding to approximately 69.5% of the Rights Issue.

In total, 44,307,468 B shares were subscribed for with and without subscription rights and through the guarantee commitment, resulting in a total issue amount of SEK 54,055,110.96, corresponding to 100% of the Rights Issue. Through the Rights Issue, Ortivus will receive a total of approximately SEK 54 million before transaction costs. The guarantee commitment is, however, not secured by bank guarantees, blocked funds, pledges, or similar arrangements.

Allocation of Subscriptions

At the extraordinary general meeting on 19 September 2025, the Company resolved to carry out a fully underwritten rights issue of up to 44,307,468 B shares, corresponding to a maximum issue amount of approximately SEK 54 million before transaction costs.

The outcome shows that 13,280,788 B shares were subscribed for with subscription rights (approximately 30.0% of the Rights Issue), 201,877 B shares were subscribed for without subscription rights (approximately 0.5%), and 30,824,803 B shares were subscribed for through the guarantee commitment provided by Ponderus Invest AB (approximately 69.5%).

In total, 44,307,468 B shares were subscribed for, resulting in a total issue amount of SEK 54,055,110.96, corresponding to 100% of the Rights Issue. Accordingly, Ortivus will receive a total of

approximately SEK 54 million before transaction costs.

Information on Ponderus Invest AB's Voting Rights after the Rights Issue

Following discussions with Ponderus Invest, the Company has established that Ponderus Invest's ownership in the Company will amount to approximately 61% of the shares and approximately 53% of the voting rights following completion of the Rights Issue.

Under the applicable rules of good stock market practice, as set out in the non-statutory Takeover Rules for certain trading platforms, Ponderus Invest is required to disclose its total shareholding in the Company once the Rights Issue has been registered with the Swedish Companies Registration Office (Bolagsverket) if its holding represents 30% or more of the total voting rights. Thereafter, under the rules, Ponderus Invest has four (4) weeks to either reduce its holding to below thirty (30) percent of the voting rights in the Company or to make a public takeover offer for the remaining outstanding shares in the Company.

Notice of Allocation and Payment

Allocation of B shares will be carried out in accordance with the principles set out in the information memorandum published by the Company on 30 September 2025 (the "Information Memorandum").

A notice of allocation to subscribers who have subscribed for shares without subscription rights is expected to be sent via email on 20 October 2025 in the form of a settlement note. Allocated shares must be paid in cash in accordance with the instructions set out in the settlement note.

Only those who have been allocated shares will be notified. Subscribers who have subscribed via custodians will receive allocation notices and payment instructions in accordance with the respective custodian's procedures.

Change in Number of Shares, Share Capital and Dilution

The Rights Issue increases the number of shares in the Company by 44,307,468 B shares, resulting in a total of 88,614,936 shares, of which 1,662,682 are A shares and 86,952,254 are B shares. Following registration of the Rights Issue with Bolagsverket, the Company's share capital will increase by SEK 15,507,613.80 to a total of SEK 31,015,227.60.

The dilution resulting from the Rights Issue amounts to approximately 50% of the total number of shares and approximately 43% of the total voting rights in the Company.

Trading in Paid Subscription Rights (BTA)

Trading in paid subscription rights (BTA) resulting from the Rights Issue will take place on Nasdaq First North Growth Market until the Rights Issue has been registered with Bolagsverket.

Registration with Bolagsverket is expected to occur during week 45, 2025. Thereafter, approximately one week later, the BTA will be converted into ordinary B shares.

Issuer agent

Nordic Issuing acts as the issuer agent in connection with the Rights Issue.

Important information

The information contained in this announcement relating to the Rights Issue is for background purposes only and does not purport to be full or complete.

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This press release is not a prospectus in the meaning of Regulation (EG) 2017/1129 (the "Prospectus Regulation") and has not been approved by any regulatory authority in any jurisdiction. No prospectus will be prepared in connection with the Rights Issue. The Company will prepare and publish an Information Document in the form provided for in Annex IX of the Prospectus Regulation before the subscription period in the Rights Issue begins.

The press release neither identifies or claims to identify risks (direct or indirect) that could be associated with an investment in the Company. No reliance may be placed for any purpose on the information contained in this press release or its accuracy or completeness. Neither does this press release constitute a recommendation concerning any investor's decision regarding the Rights Issue. Each investor or potential investor should conduct its own investigation, analysis and evaluation of the business and information described in this press release and any 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.

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Forward-looking statements

This press release may contain certain 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, liquidity, performance, prospects, anticipated growth, strategies, opportunities, and the markets in which the Company operates. Forward-looking statements are statements that are not historical facts and may be identified by words such as "aim", "anticipate", "assess", "believe", "calculates", "could", "estimate", "expect", "intend", "may", "might", "plan", "should", or "will" and, in each case, negatives thereof, and other expressions indicating or predicting future developments or trends.

Forward-looking statements inherently involve both known and unknown risks and uncertainties as they depend on future events and circumstances. Forward-looking statements do not guarantee future results or development, and the actual outcome could differ materially from the forward-looking statements.

Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, the Company gives no assurances that they will materialize or prove to be correct. The Company does not guarantee that the assumptions underlying the forward-looking statements in this press release are correct nor does the Company accept any responsibility of any kind for the future accuracy of any opinions expressed in this press release. The readers of the press release should not place undue reliance on the forward-looking statements in this press release.

The information, opinions, and forward-looking statements that are expressly or implicitly contained herein refer only as of their date and are subject to change without notice. Neither the Company nor anyone else undertakes to review, update, confirm, or 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, unless required by law or Nasdaq First North Growth Market's Rulebook for Issuers of Shares.

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 offered shares 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 the Company may decline and investors could lose all or part of their investment; the shares in the Company offer no guaranteed income and no capital protection; and an investment in the shares in the Company 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.

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 the Company.

Each distributor is responsible for conducting its own target market assessment regarding the shares in the Company and determining the appropriate distribution channels.

The English text is an unofficial translation of the original Swedish text. In case of any discrepancies between the Swedish text and the English translation, the Swedish text shall prevail.

Contacts

For further information, please contact

Johan Wewel, CFO

Phone +46 8 446 45 00

About Ortivus

Ortivus has extensive experience in mobile communication solutions and a unique understanding of clinical healthcare. We develop interactive and user-friendly solutions that support diagnostics, increase efficiency, and deliver long-term cost savings for healthcare providers. By integrating our solutions with electronic health records, dispatch systems, and national registries, we ensure fast and secure information management, a crucial factor in creating a more integrated care process.

Our solutions save valuable time for healthcare professionals, optimise resource use, and reduce the need for avoidable patient transports, resulting in more cost-effective and patient-centred care. With our combination of advanced technology and deep clinical expertise, we support our customers in meeting the healthcare challenges of today and tomorrow.

Ortivus Class A and Class B shares are listed on the NASDAQ First North Growth Market and the company's Certified Adviser is FNCA Sweden AB.

Read more about our solutions at www.ortivus.com

Attachments

[Ortivus announces outcome of fully underwritten Rights Issue](#)