



PRESS RELEASE

May 11, 2023

Gothenburg

XVIVO Perfusion AB (publ) carries out new issue of shares through set off of claims

The Board of Directors of XVIVO Perfusion AB (publ) ("**XVIVO**") has, based on the authorisation given by the Annual General Meeting held on 25 April 2023, resolved on a new issue of 67,551 shares. The right to subscribe for the shares only vests in Avionord S.r.l., the seller of the shares in XVIVO S.r.l. that XVIVO acquired in November 2022. Payment shall be made by way of set-off. The reason for deviating from the shareholders' preferential rights is that the issue is carried out as a so-called set-off issue where the subscription proceeds are paid through set-off of claims against XVIVO pursuant to an earn out for the acquisition of XVIVO S.r.l. Thus, it is not possible to carry out the issue with preferential rights for existing shareholders.

The earn-out consideration which in total amounts to SEK 27,170,786.35, and which has been calculated in accordance with the share purchase agreement, shall be paid in the amount of 40 per cent in cash and the remaining 60 per cent in XVIVO shares. As payment for the shares, Avionord S.r.l. shall set off their claim on XVIVO of SEK 16,319,001.60.

In accordance with the share purchase agreement, the earn-out has been determined according to an agreed formula. The subscription price amounts to approximately SEK 241.58 and corresponds to the market value of the share calculated based on the average volume-weighted share price on Nasdaq Stockholm during the period from and including 31 March 2023 to and including 17 April 2023. Through the rights issue, XVIVO's share capital will increase by SEK 1,726.519401.

For further information, please contact:

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About Us

Founded in 1998, XVIVO is the only medical technology company dedicated to extending the life of all major organs - so transplant teams around the world can save more lives. Our solutions allow leading clinicians and researchers to push the boundaries of transplantation medicine. XVIVO is headquartered in Gothenburg, Sweden, and has offices and research sites on two continents. The company is listed on Nasdaq and has the ticker symbol XVIVO. More information can be found on the website www.xvivogroup.com.

Attachments

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