



Observe Medical ASA: Final result of the subsequent offering and allocation of shares; Updated amendments of loans from Navamedic ASA to be implemented including partial conversion to shares

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Oslo, 5 December 2024

Reference is made to the announcement by Observe Medical ASA (the "Company" or "Observe Medical", OSE ticker "OBSVR") on 19 November 2024, regarding the launch of a subsequent offering of up to 32,500,000 new shares ("Offer Shares") in the Company, each with a nominal value of NOK 0.26, at a subscription price of NOK 0.40 per Offer Share (the "Subsequent Offering"), as well as the prospectus dated 19 November 2024 (the "Prospectus"), available on the Company's website : www.observemedical.com/investor-relations/, as well as at www.carnegie.no/ongoing-prospectuses-and-offerings.

The subscription period for the Subsequent Offering expired on 4 December 2024 at 16:30 hours CET.

The final allocation of the Offer Shares in the Subsequent Offering has today been made based on the allocation criteria set out in the Prospectus. In total, 2,303,933 Offer Shares were allocated based on valid subscriptions from eligible shareholders with subscription rights. The Company's gross proceeds from the Subsequent Offering will therefore be NOK 921,573.20.

Notifications of allocated Offer Shares and the corresponding amount to be paid by each subscriber will be set out in a separate allocation letter to each subscriber. The allocation letters are expected to be sent today, 5 December 2024. The subscription amount for the allocated shares falls due for payment on 10 December 2024, in accordance with the payment procedures described in the Prospectus.

The Offer Shares may not be transferred or traded until they are fully paid and the share capital increase pertaining to the Subsequent Offering has been registered with the Norwegian Register of Business Enterprises (Nw.: Foretaksregisteret). The Company will publish a stock exchange announcement once such share capital increase has been registered. Subject to timely payment for the Offer Shares subscribed for and allocated in the Subsequent Offering, the issuance and delivery of the Offer Shares is expected to be completed on or about 16 December 2024, and the Offer Shares are expected to commence trading on Euronext Expand on or about 16 December 2024. The Manager (as defined below) may be contacted for information regarding allocation, payment and delivery of the Offer Shares.

Following the issuance of the 2,303,933 Offer Shares, the Company's share capital will be NOK 64,477,175.62, divided into 247,989,137 shares, each with a nominal value of NOK 0.26.

As stated in the announcement published by the Company on 15 November 2024 (the "Announcement") and Section 9.2.6.1 of the Prospectus, the Company and Navamedic ASA have conditionally agreed to certain amendments to the terms of the two loans provided by Navamedic ASA (as lender) to the Company (as borrower) with an aggregate outstanding principal amount of NOK 37,000,000 plus accrued interest (the "Loans"). The amendments include (i) the conversion by Navamedic ASA of NOK 16,354,815.20 under one of the Loans to shares in the Company at a subscription price of NOK 0.40 per share, and (ii) the postponement of the final maturity dates of the Loans to 31 December 2027. The amendments were conditional upon the Subsequent Offering being completed with gross proceeds of a minimum of NOK 1,500,000 (the "Condition"). Although the final result of the Subsequent Offering entails that the Condition is not satisfied, Navamedic ASA and the Company have today agreed to waive the Condition. The announced amendments to the terms of the Loans will therefore be implemented, and Navamedic ASA will proceed with the conversion, as further described in the Prospectus.

Following the issuance of the Offer Shares and the shares to be issued to Navamedic ASA in connection with the conversion, the Company's share capital will be NOK 75,107,805.50, divided into 288,876,175 shares, each with a nominal value of NOK 0.26.

Carnegie AS is acting as manager in the Subsequent Offering. Advokatfirmaet Thommessen AS is acting as legal advisor to the Company in relation to the Subsequent Offering.

The information in this announcement is considered to be inside information pursuant to the EU Market Abuse Regulation and is subject to the disclosure requirements pursuant to section 5-12 the Norwegian Securities Trading Act.

This stock exchange announcement was published by Johan Fagerli, CFO of the Company, on 5 December 2024 at 15:55 hours CET on behalf of the Company.

For further information, please contact:

Jørgen Mann, CEO Observe Medical

Mobile: +45 408 67 558

E-mail: jorgen.mann@observemedical.com

Johan Fagerli, CFO Observe Medical

Mobile: +47 958 12 765

E-mail: johan.fagerli@observemedical.com

About Observe Medical:

Observe Medical is a Nordic medtech company that develops, markets and sells innovative medtech products for the global market. The Company is committed to improving patient welfare and patient outcomes, improving clinical data accuracy and promoting positive health economics.

The Company seeks to drive growth by leveraging its expertise in sales and commercialisation of its broad portfolio of medical technology products, mainly in urine measurement and ultrasound, in combination with targeted M&A and distribution. Observe Medical is working with a network of leading distributors to provide outstanding solutions for healthcare professionals globally.

The Company is headquartered in Oslo, Norway.

Further information is available at www.observemedical.com.

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