



## Thor Medical ASA: Registration of national prospectus and launch of subsequent offering

25.6.2025 18:58:26 CEST | Thor Medical ASA | Additional regulated information required to be disclosed under the laws of a member state

NOT FOR DISTRIBUTION OR RELEASE, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA (INCLUDING ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OF AMERICA AND THE DISTRICT OF COLUMBIA) (THE "UNITED STATES"), AUSTRALIA, CANADA, THE HONG KONG SPECIAL ADMINISTRATIVE REGION OF THE PEOPLE'S REPUBLIC OF CHINA OR JAPAN, OR ANY OTHER JURISDICTION IN WHICH THE DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL.

Oslo, 25 June 2025. Reference is made to the announcement by Thor Medical ASA (the "Company") on 18 June 2025, regarding, among other things, the successful placement of a private placement in the Company raising gross proceeds of NOK 75 million (the "Private Placement") and a separate retail offering through the PrimaryBid platform raising gross proceeds of EUR 1 million (the "PrimaryBid Offering") and a potential subsequent offering of up to 4,000,000 new shares (the "Offer Shares") at a subscription price of NOK 2.50 per share (the "Subsequent Offering"). The subscription price is equal to the subscription price in the Private Placement and the PrimaryBid Offering.

The Subsequent Offering:

The Company has resolved to proceed with the Subsequent Offering, which may raise total gross proceeds of up to NOK 10 million. The subscription period for the Subsequent Offering commences on 26 June 2025 09:00 CEST and ends on 3 July 2025 at 16:30 CEST (the "Subscription Period").

The Subsequent Offering will, subject to applicable securities law, be directed towards existing shareholders in the Company as of the end of trading on 18 June 2025, as registered in the Euronext Securities Oslo ("ESO") on 20 June 2025 (the "Record Date"), who (i) were not included in the pre-sounding phase of the Private Placement, (ii) were not allocated offer shares in the Private Placement, and (iii) are not resident in a jurisdiction where such offering would be unlawful, or for jurisdictions other than Norway, would require any filing, registration or similar action (the "Eligible Shareholders"). A separate stock exchange announcement with further information regarding the Subsequent Offering will be published prior to commencement of the subscription period.

Each Eligible Shareholder will be granted 0.02088 non-transferable subscription rights (the "Subscription Rights") for each existing share registered as held by each such Eligible Shareholder as of the Record Date, rounded down to the nearest whole subscription right. Each subscription right will give the right to subscribe for, and be allocated, one (1) Offer Share in the Subsequent Offering. Over-subscription will be permitted. Subscription without Subscription rights will not be permitted.

The Subscription Rights must be used to subscribe for Offer Shares prior to expiry of the Subscription Period on 3 July 2025 at 16:30 hours (CEST). Subscription rights that are not used to subscribe for Offer Shares before the expiry of the Subscription Period will have no value and will lapse without compensation to the holder.

Notifications of allocated Offer Shares and the subscription amount to be paid by each subscriber are expected to be distributed to the subscribers on or about 4 July 2025. The due date for payment of the Offer Shares is expected to be on or about 8 July 2025. Subject to timely payment, the share capital increase pertaining to the Offer Shares is expected to be registered in the Norwegian Register of Business Enterprises (the "NRBE") on or about 11 July 2025. The Offer Shares is expected to be registered in VPS in book-entry form and are expected to be delivered to the applicant's VPS account on or about 15 July 2025. The Offer Shares will have equal rights and rank pari passu with the Company's other shares.

Publication of the prospectus:

Further information about the Subsequent Offering and the subscription procedures is included in the prospectus (the "Prospectus") prepared for offering of Offer Shares to Eligible Shareholders in the Subsequent Offering.

The Prospectus has today been registered with the NRBE and is available at <https://www.arctic.com/offerings> and <https://www.dnb.no/emisjon>.

The Prospectus is a national prospectus (Nw. nasjonalt prospekt) and neither the Financial Supervisory Authority of Norway (Nw. Finanstilsynet) nor any other public authority has carried out any form of review, control or approval of the Prospectus.

The Prospectus does not constitute an EEA-prospectus, as defined in section 7-1 of the Norwegian Securities Trading Act. Subscriptions for Offer Shares may only be made on the basis of the Prospectus.

The completion of the Subsequent Offering is subject to (i) all necessary corporate resolutions being validly made by the Company, including the board of directors resolving to issue the Offer Shares, (ii) receipt of payment for the Offer Shares by the subscribers, and (iii) registration of the share capital increase pertaining to the Subsequent Offering in the NRBE.

Arctic Securities AS and DNB Carnegie, a part of DNB Bank ASA are acting as managers in the Subsequent Offering (the "Managers").

Advokatfirmaet Selmer AS is acting as legal advisor to the Company in the Subsequent Offering.

#### Contacts

Brede Ellingsæter, CFO & COO Thor Medical, +47 472 38 440, [brede.ellingseter@thormedical.com](mailto:brede.ellingseter@thormedical.com)

#### ABOUT THOR MEDICAL ASA

Thor Medical is an emerging supplier of radionuclides, primarily alpha particle emitters, from naturally occurring thorium. Its proprietary production process requires no irradiation or use of nuclear reactors, and provides reliable, environmentally friendly, cost-efficient supply of alpha-emitters for the radiopharmaceutical industry. Thor Medical is headquartered in Oslo, Norway and listed on the Oslo Stock Exchange under the ticker symbol 'TRMED'.

To learn more, visit [www.thormedical.com](http://www.thormedical.com)

This information is published in accordance with the requirements of the Continuing Obligations for companies listed on Euronext Oslo Børs and section 5-12 of the Norwegian Securities Trading Act.

#### Important Notices

This announcement is not and does not form a part of any offer to sell, or a solicitation of an offer to purchase, any securities of the Company. Copies of this announcement are not being made and may not be distributed or sent into any jurisdiction in which such distribution would be unlawful or would require registration or other measures.

The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and accordingly may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and in accordance with applicable U.S. state securities laws. The Company does not intend to register any part of the offering in the United States or to conduct a public offering of securities in the United States. Any sale in the United States of the securities mentioned in this announcement will be made solely to "qualified institutional buyers" as defined in Rule 144A under the Securities Act.

In any EEA Member State, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of the Prospectus Regulation, i.e., only to investors who can receive the offer without an approved prospectus in such EEA Member State. The expression "Prospectus Regulation" means (EU) 2017/1129 of the European Parliament and of the Council, of 14 June 2017, as amended Regulation, on the prospectus to be published when securities are offered to the public (together with any applicable implementing measures in any EEA Member State).

This communication is only being distributed to and is only directed at persons in the United Kingdom that are (i) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) high net worth entities, and other persons to whom this announcement may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons"). This communication must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this communication relates is available only for relevant persons and will be engaged in only with relevant persons. Persons distributing this communication must satisfy themselves that it is lawful to do so.

Matters discussed in this announcement may constitute forward-looking statements. Forward-looking statements are statements that are not historical facts and may be identified by words such as "believe", "expect", "anticipate", "strategy", "intends", "estimate", "will", "may", "continue", "should" and similar expressions. The forward-looking statements in this release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believe that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict, and are beyond their control. Actual events may differ significantly from any anticipated development due to a number of factors, including without limitation, changes in public sector investment levels, changes in the general economic, political and market conditions in the markets in which the Company operates, the Company's ability to attract,

retain and motivate qualified personnel, changes in the Company's ability to engage in commercially acceptable acquisitions and strategic investments, and changes in laws and regulation and the potential impact of legal proceedings and actions. Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this release by such forward-looking statements. The Company does not make any guarantee that the assumptions underlying the forward-looking statements in this announcement are free from errors nor does it accept any responsibility for the future accuracy of the opinions expressed in this announcement or any obligation to update or revise the statements in this announcement to reflect subsequent events. You should not place undue reliance on the forward-looking statements in this announcement.

The information, opinions and forward-looking statements contained in this announcement speak only as at its date, and are subject to change without notice. The Company does not undertake any obligation to review, update, confirm, or to 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 announcement.

Neither the Managers nor any of their affiliates makes any representation as to the accuracy or completeness of this announcement and none of them accepts any responsibility or liability for the contents of this announcement or any matters referred to herein.

This announcement is for information purposes only and is not to be relied upon in substitution for the exercise of independent judgment. It is not intended as investment advice and under no circumstances is it to be used or considered as an offer to sell, or a solicitation of an offer to buy any securities or a recommendation to buy or sell any securities of the Company. Neither the Managers nor any of its affiliates accepts any liability arising from the use of this announcement.

The distribution of this announcement and other information may be restricted by law in certain jurisdictions. Persons into whose possession this announcement or such other information should come are required to inform themselves about and to observe any such restrictions.

## **Attachments**

- [Download announcement as PDF.pdf](#)