

ZignSec intends to carry out a directed issue of shares and warrants

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ZignSec AB (publ) ("ZignSec" or the "Company") hereby announces its intention to carry out a directed issue of shares and warrants of approximately SEK 8 million through an accelerated bookbuilding procedure (the "Directed Issue"). ZignSec has engaged Vator Securities as Sole Bookrunner in connection with the Directed Issue. The purpose of the Directed Issue is to finance growth outside Europe by expanding the Company's market presence in Asia Pacific and South America.

The Directed Issue

ZignSec intends to carry out a directed issue of shares and warrants series TO1 in order to finance growth outside Europe by expanding the Company's market presence in Asia Pacific and South America. The Board therefore announces today, 27 November 2023, that the Company intends to carry out an issue of shares and warrants of series TO1 of approximately SEK 8 million directed to Swedish professional investors. ZignSec has engaged Vator Securities AB as Sole Bookrunner in connection with the Directed Issue. The issue decision regarding shares is intended to be made with the support of authorisation from the annual general meeting 2023 in the Company. The issue decision regarding warrants is intended to be decided by the board of directors subject to the subsequent approval of the general meeting.

The subscription price and the number of newly issued shares and warrants in the Directed Issue will be determined through an accelerated bookbuilding procedure which will be initiated immediately after the publication of this press release and carried out by Vator Securities. The outcome of the accelerated bookbuilding procedure, pricing and announcement of allotment of new shares and warrants is expected to take place before the commencement of trading on Nasdaq First North Stockholm at 09.00 CET on 28 November 2023. The time for the last registration of interest, pricing and allotment in the accelerated bookbuilding procedure is determined by the Company and the Company may at any time shorten, extend, increase, reduce, or cancel and refrain from carrying out the Directed Issue in whole or in part. The outcome of the Directed Issue will be announced by the Company through a press release after the accelerated bookbuilding procedure has been finalised.

Considerations

Prior to the decision to investigate the conditions for the Directed Issue, the Board of Directors has carefully considered alternative financing solutions, including the conditions for carrying out a rights issue. However, the board of directors has found, in an overall assessment and after careful consideration, that an issue with deviation from the shareholders' preferential rights is the most favourable for the Company and its shareholders. A rights issue would, according to the board of directors' assessment, be significantly more costly for the Company and take significantly longer to implement. Furthermore, a rights issue would, in the board of directors' assessment, have to be carried out at a lower issue price and entail an increased exposure to potential market volatility compared to a directed issue. In this regard, the Board of Directors has also taken into account previously completed rights issues and their outcomes. In view of the above, the Board of Directors has made the assessment that the Directed Issue with deviation from the shareholders' preferential rights is the most favourable alternative for ZignSec to finance the planned growth outside Europe.

As the subscription price in the Directed Issue will be determined through an accelerated bookbuilding procedure, the Board of Directors considers that the marketability of the subscription price is ensured.

Extraordinary General Meeting

Provided that the Board of Directors resolves on the Directed Issue, an extraordinary general meeting of the Company will be convened to resolve to approve the resolution regarding the issue of warrants.

Advisors

Vator Securities AB is sole global coordinator and bookrunner and Eversheds Sutherland Advokatbyrå AB is legal advisor to ZignSec in connection with the Directed Issue.

For more information, please contact

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About ZignSec

ZignSec is a technology group in the rapidly growing RegTech industry. The company provides a SaaS platform with real-time digital customer knowledge and ID verification solutions with global reach. The solutions are used by companies who in turn can optimise their processes to "onboard" both business customers and consumers while ensuring compliance with ever-changing local and global regulatory requirements for Know Your Customer (KYC) and Anti Money Laundering (AML).

Nasdaq First North Ticker Symbol: ZIGN

Certified Adviser: Eminova Fondkommission AB, Tel: +46 8 684 211 00

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INFORMATION TO DISTRIBUTORS

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This information is information that ZignSec is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact persons set out above, at 2023-11-27 19:20 CET.

Attachments

[ZignSec intends to carry out a directed issue of shares and warrants](#)