

BIOVICA PUBLISHES PROSPECTUS IN CONNECTION WITH THE COMPANY'S PARTIALLY GUARANTEED RIGHTS ISSUE OF APPROXIMATELY SEK 120 MILLION

Stockholm, Sweden, November 28, 2023 – On October 23, 2023, Biovica International AB (publ) (“Biovica” or the “Company”) (Nasdaq First North Premier Growth Market: BIOVIC B) announced that the Board of Directors has resolved to conduct a new issue of units consisting of newly issued class B shares and attached free of charge warrants of series TO3 B, with preferential rights for existing shareholders, corresponding to approximately SEK 120 million before deduction of costs attributable to the rights issue (the “Rights Issue”). The Rights Issue is covered to approximately 83.8 percent, corresponding to approximately SEK 100 million, by subscription commitments and guarantee undertakings. The Board of Directors’ resolution on the Rights Issue was approved by the Extraordinary General Meeting held on November 23, 2023. A prospectus that has been prepared in connection with the Rights Issue has today been approved by the Swedish Financial Supervisory Authority (Sw. Finansinspektionen) (“SFSA”) and has been published in Swedish and English, on Biovica’s website www.biovica.com, as well as on Pareto Securities’ website www.paretosec.com.

Publication of the prospectus

Complete information about the Rights Issue is included in the prospectus that has been prepared by the Board of Directors of the Company and that today, November 28, 2023, has been approved by the SFSA. The prospectus is available on the Company’s website (www.biovica.com) and on Pareto Securities’ website (www.paretosec.com). The prospectus will also be available on SFSA’s website (www.fi.se/sv/vara-register/prospektregistret/) within short.

The prospectus has been prepared as an EU-Growth prospectus in accordance with article 15 in the Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”). The prospectus has been approved by the SFSA, which is the Swedish competent authority in accordance with the Prospectus Regulation, in accordance with article 20 in the Prospectus Regulation. The SFSA only approves the prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. The approval should not be considered as an endorsement of Biovica or as an endorsement of the quality of the securities that are the subject of the prospectus and does not indicate that the SFSA guarantees that the facts in the prospectus are correct or complete. Investors should make their own assessment as to the suitability of investing in the Rights Issue. Complete information regarding the Rights Issue is presented in the prospectus.

The purpose of the Rights Issue is to finance the Company’s ongoing commercialization of DiviTum® TKa in the US and European markets for the treatment monitoring of HR+ metastatic breast cancer patients, strengthen the Company’s working capital, and the continued development of the CDx opportunity.

The subscription period will commence on November 29, 2023. Subscription forms for subscription without unit rights will be available on the Company’s website and Nordic Issuing AB’s website. Subscription for units without preferential rights can also be made with Swedish BankID or Nordic eID via <https://minasidor.nordic-issuing.se/member/>.

Time table of the Rights Issue

November 28, 2023

Publication of the prospectus

November 29 – December 8, 2023	Trading in unit rights
November 29 – December 13, 2023	Subscription period
November 29 – December 20, 2023	Trading in BTUs (paid subscription units)
December 14, 2023	Expected announcement of the outcome of the Rights Issue
December 22, 2023	Expected first day of trading in warrants of series TO3 B
September 12 – September 30, 2024	Exercise period for warrants of series TO3 B

Advisors

Pareto Securities has been appointed Sole Bookrunner in connection with the Rights Issue. In connection with the Rights Issue, Baker McKenzie is acting as legal adviser to the Company, Cirio Advokatbyrå AB is acting as legal adviser to Pareto Securities and Nordic Issuing acts as issuing agent.

Important information

The release, announcement or distribution of this press release may, in certain jurisdictions, be subject to restrictions. The recipients of this press release in jurisdictions where this press release has been published or distributed shall inform themselves of and follow such legal restrictions. The recipient of this press release is responsible for using this press release, and the information contained herein, in accordance with applicable rules in each jurisdiction. This press release does not constitute an offer, or a solicitation of any offer, to buy or subscribe for any securities in Biovica in any jurisdiction, neither from Biovica nor from someone else.

This press release is not a prospectus for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the “**Prospectus Regulation**”) and has not been approved by any regulatory authority in any jurisdiction. A prospectus, corresponding to an EU Growth Prospectus regarding the Rights Issue described in this press release has been prepared and published by the Company.

This announcement does not identify or suggest, or purport to identify or suggest, the risks (direct or indirect) that may be associated with an investment in the Company. 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. No reliance may be placed for any purpose on the information contained in this announcement or its accuracy or completeness. Pareto Securities is acting for Biovica in connection with the Rights Issue and no one else and will not be responsible to anyone other than Biovica for providing the protections afforded to its clients nor for giving advice in relation to the Rights Issue or any other matter referred to herein. Pareto Securities is not liable to anyone else for providing the protection provided to their customers or for providing advice in connection with the Rights Issue or anything else mentioned herein.

This press release does not constitute or form part of an offer or solicitation to purchase or subscribe for securities in the United States. The securities referred to herein may not be sold in the United States absent registration or an exemption from registration under the US Securities Act of 1933, as amended (the “**Securities Act**”), and may not be offered or sold within the United States absent registration or an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There is no intention to register any securities referred to herein in the United States or to make a public Rights Issue of the securities in the United States. The information in this press release may not be announced, published, copied, reproduced or distributed, directly or indirectly, in whole or in part, within or into the USA, Australia, Belarus, Canada, Hong Kong, Japan, New Zealand, Russia, Singapore, South Africa, South Korea, Switzerland or in any other jurisdiction where such announcement, publication or

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In the United Kingdom, this document and any other materials in relation to the securities described herein is only being distributed to, and is only directed at, and any investment or investment activity to which this document relates is available only to, and will be engaged in only with, “qualified investors” who are (i) persons having professional experience in matters relating to investments who fall within the definition of “investment professionals” in Article 19 (5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “**Order**”); or (ii) high net worth entities falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as “**relevant persons**”). In the United Kingdom, any investment or investment activity to which this communication relates is available only to, and will be engaged in only with, relevant persons. Persons who are not relevant persons should not take any action on the basis of this press release and should not act or rely on it.

Forward-looking statements

This press release contains forward-looking statements that reflect the Company’s intentions, beliefs, or current expectations about and targets for the Company’s and the group’s future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company and the group operates. Forward-looking statements are statements that are not historical facts and may be identified by words such as “believe”, “expect”, “anticipate”, “intend”, “may”, “plan”, “estimate”, “will”, “should”, “could”, “aim” or “might”, or, in each case, their negative, or similar expressions. The forward-looking statements in this press release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, it can give no assurances that they will materialize or prove to be correct. Because these statements are based on assumptions or estimates and are subject to risks and uncertainties, the actual results or outcome could differ materially from those set out in the forward-looking statements as a result of many factors. 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 guarantee that the assumptions underlying the forward-looking statements in this press release are free from errors and readers of this 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 speak only as of its date and are subject to change without notice. Neither the Company nor anyone else undertake 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 press release, unless it is not required by law or Nasdaq First North Premier Growth Market rule book for issuers.

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 securities in Biovica have been subject to a product approval process, which has determined that such securities 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 securities in the Company may decline and investors could lose all or part of their investment; the securities in the Company offer no

guaranteed income and no capital protection; and an investment in the securities 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 securities in Biovica.

Each distributor is responsible for undertaking its own target market assessment in respect of the securities in Biovica and determining 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.

Contact

Anders Rylander, CEO

Phone: +46 76 666 16 47

E-mail: anders.rylander@biovica.com

Anders Morén, CFO

Phone: +46 73 125 92 46

E-mail: anders.moren@biovica.com

Biovica – Treatment decisions with greater confidence

Biovica develops and commercializes blood-based biomarker assays that help oncologists monitor cancer progression. Biovica's assay, DiviTum[®] TKa, measures cell proliferation by detecting the TKa biomarker in the bloodstream. The assay has demonstrated its ability to provide insight to therapy effectiveness in several clinical trials. The first application for the DiviTum[®] TKa test is treatment monitoring of patients with metastatic breast cancer. Biovica's vision is: "Improved care for cancer patients." Biovica collaborates with world-leading cancer institutes and pharmaceutical companies. DiviTum[®] TKa has received FDA 510(k) clearance in the US and is CE-marked in the EU. Biovica's shares are traded on the Nasdaq First North Premier Growth Market (BIOVIC B). FNCA Sweden AB is the company's Certified Adviser. For more information, please visit: www.biovica.com

This information is information that Biovica International is obliged to make public pursuant to the Financial Instruments Trading Act. The information was submitted for publication at 2023-11-28 17:00 CET.

Attachments

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[PR Prospectus Publication \(Eng\)](#)