

Envar Holding AB announces outcome of offer in connection with listing on Nasdaq First North Growth Market

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On November 22, 2024, Envar Holding AB ("Envar" or the "Company"), an outsourcing and development studio focusing on graphic design, 3D graphics, animations and illustrations to mainly game development companies or other companies active in the entertainment industry, announced its intention to list the Company's shares on Nasdaq First North Growth Market (the "Listing") and in connection with the Listing carry out an offer of newly issued shares corresponding to SEK 50 million (the "Offer"). Envar today announces the outcome of the Offer. The Offer attracted very strong interest in Sweden, Norway and Finland. The Offer was oversubscribed and Envar is thus provided with issue proceeds of SEK 50 million before issue costs. The first day of trading on Nasdaq First North Growth Market is December 17, 2024.

Summary of the Offer:

- The offer price per share, as previously communicated, amounted to SEK 20, corresponding to a pre-money company valuation of SEK 200 million.
- Through the Offer, Envar will receive issue proceeds of SEK 50 million before deduction of issue costs, which are expected to amount to approximately SEK 4.8 million.
- Through the Offer, the number of shares in the Company will increase by 2,500,000 shares, from 10,000,000 shares to 12,500,000 shares.
- The Offer was covered to 54 percent by subscription commitments from, among others, Tenesta Holding AB.
- In connection with the Offer, Envar welcomes more than 1,200 new shareholders.
- Atey Ghailan, who holds 80 percent of the shares in the Company after the Offer, has entered into a customary lock-up for a period of 360 days after the first day of trading on 17 December 2024.
- The first day of trading of the Company's shares on Nasdaq First North Growth Market is December 17, 2024. The shares will be traded under the ticker "ENVAR" after completion of the Listing.
- The expected settlement date is December 16, 2024.

Atey Ghailan, CEO:

I am incredibly pleased with the great interest and confidence in our future development. We are a young and dynamic company, but in a relatively short time we have demonstrated our capacity and future potential. The IPO is a significant yet early step in our development and thanks to you, our shareholders, we can now accelerate the efforts to realize Envar's long-term vision while also focusing on growth, profitability and continuing to deliver industry-leading quality to our customers, existing and new.

Today we welcome over 1,200 new shareholders and I, together with all my colleagues, would like to personally thank you all. We very much look forward to having you on Envar's continued journey.

Advisors

Stockholm Corporate Finance AB is acting as financial advisor and Advokatfirman Delphi KB is acting as legal advisor to Envar in connection with the Offer. Aqurat Fondkommission AB is the issuing agent in connection with the Offer.

Certified Adviser

Envar has appointed Amudova as the Company's Certified Adviser on Nasdaq First North Growth Market.

For further information please contact:

Atey Ghailan, CEO, Envar Holding AB
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About Envar Holding

Envar Holding is an outsourcing and development studio focusing on game graphics to mainly game development companies or other companies active in the entertainment industry. The company has established itself as a provider of high-quality graphics and development services to some of the largest players in the gaming industry, including companies such as Riot Games, Netflix, NetEase, Blizzard, 2K, Hasbro, Tencent and EPIC Games.

Envar Holding currently consists of two wholly owned subsidiaries: Envar Entertainment and Envar Games. Envar Entertainment's business consists mainly of outsourcing and co-development services. Envar Games is focused on the Company's own development of games.

www.envarstudio.com

Important information

The information in this press release does not contain or constitute an offer to acquire, subscribe for or otherwise trade in shares or other securities in Envar. No action has been taken or will be taken to authorize an offer to the public in any jurisdiction other than Sweden, Finland and Norway. Any invitation to the persons concerned to subscribe for shares in Envar has only be made through the Prospectus previously published by Envar.

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This press release is not a prospectus within the meaning of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") and has not been approved by any regulatory authority in any jurisdiction. Investors should not invest in the securities described in this press release on the basis of any information other than that contained in the EU Growth Prospectus which has been prepared in connection with the Offer and which has been reviewed and approved by the Swedish Financial Supervisory Authority, which is the Swedish competent authority under the Prospectus Regulation.

In EEA Member States other than Sweden, Finland and Norway, 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 benefit from a potential offer without a prospectus being registered in that Member State.

In the United Kingdom, this communication is only directed at, and may only be distributed to, persons who are (i) professional investors falling within Article 19(5) of the U.K. Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"), or (ii) high net worth entities and other persons to whom this communication may lawfully be communicated falling within Article 49(2)(a) to (d) of the Order, or (iii) other persons who may lawfully receive the information (all such persons together being referred to as "**Relevant Persons**"). Persons who are not Relevant Persons must not act or rely on the information in this communication. Any investment or investment activity to which this communication relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. Persons disseminating this communication must satisfy themselves that such dissemination is authorized.

Forward-looking statements

This press release contains forward-looking statements that reflect the Company's intentions, beliefs or expectations regarding the Company's future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company operates. Forward-looking statements are statements that are not historical facts and can be identified by the use of words such as "believes", "expects", "anticipates", "intends", "estimates", "will", "may", "anticipates", "should", "could" and, in each case, the negatives thereof, or similar expressions. The forward-looking statements in this press release are based on various assumptions, many of which are based on additional assumptions. Although the Company

believes that the assumptions reflected in these forward-looking statements are reasonable, there can be no assurance that they will materialize or that they will be correct. Because these assumptions are based on assumptions or estimates and are subject to risks and uncertainties, actual results or outcomes could differ materially from those reflected in the forward-looking statements for a variety of reasons.

Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this press release by the forward-looking statements. The Company does not guarantee the accuracy of the assumptions underlying the forward-looking statements in this press release and any reader 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 expressed or implied herein are made only as of the date of this press release and are subject to change. 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, except as required by law or the Nasdaq First North Growth Market Rule Book for Issuers.

Information for distributors

For the purpose of complying with the product governance requirements contained in: (a) Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments ("**MiFID II**"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) national implementing measures (together, the "**MiFID II Product Governance Requirements**"), and to exempt the adviser(s) deemed to be "producer(s)" (within the meaning of the MiFID II Product Governance Requirements) from any non-contractual, contractual or other liability to which it may otherwise be subject, the shares offered have been subject to a product approval process, which has determined that those shares are: (i) suitable for a target market of retail investors and investors meeting the criteria of professional clients and eligible counterparties as defined in MiFID II (the "**Target Market Assessment**"); and (ii) suitable for distribution through all distribution channels permitted under MiFID II. Notwithstanding the foregoing, distributors should note that: the price of these shares may fall and investors may lose all or part of their investment; these shares carry no guarantee of return or capital protection; and an investment in these shares is only suitable for investors who do not require a guarantee of return or capital protection, who (alone or with the assistance of an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to bear the losses that such an investment may result in. Conversely, an investment in these shares is not suitable for investors who need full capital protection or full repayment of the amount invested, cannot bear any risk or who require guaranteed or predictable returns. The Target's market assessment is without prejudice to any other requirements relating to contractual, legal or regulatory selling restrictions in connection with the Offer.

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 shares offered.

Each distributor is responsible for carrying out its own Target Market Assessment in respect of the shares and for determining the appropriate distribution channels.