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Carasent ASA - Private placement of new shares successfully placed

Oslo, Norway, Wednesday 9 September 2020

Reference is made to the stock exchange announcement by Carasent ASA (OSE: CARA) ("**Carasent**" or the "**Company**") on Wednesday 9 September 2020 regarding the contemplated private placement of 12,190,146 new shares (the "**Offer Shares**") (representing 30% of the outstanding share capital of the Company) (the "**Private Placement**"). The Company hereby announces that it has allocated 12,190,146 new shares in the Private Placement at a subscription price of NOK 23.5 per share, raising gross proceeds of NOK 286.5 million. DNB Markets, a part of DNB Bank ASA is acting as Sole Manager ("the **Manager**") in connection with the Private Placement.

The subscription price was determined through an accelerated bookbuilding process after close of trading on 9 September 2020.

The net proceeds of the Private Placement will be used to strengthen the ability to capitalize on identified growth opportunities, as well as for general corporate purposes.

The share capital increase pertaining to the Private Placement was resolved by the Board of Directors of the Company (the "**Board**") on 10 September 2020 pursuant to an authorization granted by the Company's general meeting held 17 June 2020 (the "**Authorization**"). Notification of allotment of the Offer Shares including settlement instructions will be sent to the applicants through a notification from the Manager on 10 September 2020.

Offer Shares will be settled with existing and unencumbered shares in the Company that are already listed on the Oslo Stock Exchange, pursuant to a share lending agreement between the Company, Jannerberg Invest AB, Factis Invest AB, Windchange AS, Windchange AB and DNB Markets in order to facilitate delivery of listed shares to investors on a delivery versus payment basis. Pursuant to these Share Lending Agreements, Jannerberg Invest AB has lent out 4,500,000 shares. Factis Invest AB has lent out 4,063,382 shares. Windchange AS has lent out 2,500,000 shares. Windchange AB has lent out 1,126,764 shares.

The Offer Shares will thus be tradable from allocation. DNB Markets will settle the share loan with a corresponding number of new shares in the Company to be issued by the Board pursuant to the Authorization (the "**New Shares**"). New Shares corresponding to a number just below 20% of the outstanding share capital of the Company prior to the Private Placement will be registered on the Company's ordinary ISIN and will be listed upon issuance. The remaining portion of the New Shares will be registered on a separate ISIN and will be unlisted pending approval of a listing prospectus (the "**Prospectus**") by the Norwegian Financial Supervisory Authority (the "**NFSA**").

Following registration of the share capital increase pertaining to the Private Placement, the Company will have a share capital of NOK 70,361,525, divided into 52,823,968 shares, each with a nominal value of NOK 1.332.

The Board of Directors has considered the Private Placement in light of the equal treatment obligations under the Norwegian Securities Trading Act and Oslo Børs' Circular no. 2/2014, and is of the opinion that the Private Placement is in compliance with these requirements. The Board is of the view that it is in the common interest of the Company and its shareholders to raise equity through a private placement, in view of the current market conditions and the growth opportunities currently available to the Company. A private placement enables the Company to raise capital in an efficient manner, and the Private Placement is structured to ensure that a market based subscription price is achieved.

Primary insiders in the Company have been encouraged to subscribe for shares in the offering. It is both the Board and Manager's view that such subscription has increased the interest by other investors and that allocation of shares to these insiders therefore are in the best interest of all shareholders. The Primary Insiders have committed to a 90 days lock-up for both existing and new shares.

The following primary insiders in the Company were allocated shares in the Private Placement:

Johan Lindqvist, Chairman of the Board, has been allocated 170,213 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 2,994,337 shares, corresponding to 5.7% of the total number of shares and votes in the Company after the Private Placement.

Jesper Jannerberg, CEO, has been allocated 170,213 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 4,972,831 shares, corresponding to 9.4% of the total number of shares and votes in the Company after the Private Placement (passing below the 10% disclosure threshold)..

Dennis Höjer, CEO Evimeria AB, has been allocated 170,213 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 4,403,266 shares, corresponding to 8.3% of the total number of shares and votes in the Company after the Private Placement (passing below the 10% disclosure threshold).

Niclas Hugosson, Business Developer and founder of Evimeria, has been allocated 340,425 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 4,502,417 shares, corresponding to 8.5% of the total number of shares and votes in the Company after the Private Placement (passing below the 10% disclosure threshold)..

Lars Forsberg, CFO, has been allocated 85,106 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 1,310,106 shares, corresponding to 2.5% of the total number of shares and votes in the Company after the Private Placement.

Ebba Fåhraeus, Board Member, has been allocated 42,553 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 127,556 shares, corresponding to 0.2% of the total number of shares and votes in the Company after the Private Placement.

Jon Schultz, Legal Counsel, has been allocated 12,766 Offer Shares in the Private Placement, and will following delivery of such Offer Shares hold an aggregate of 80,973 shares, corresponding to 0.2% of the total number of shares and votes in the Company after the Private Placement.

For additional information, please contact:

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