



Convertible Loan January 2023

Talkpool hereby launches a 2-year convertible loan at SEK 6 strike per share price and 8% annual interest until conversion or repayment. Participating lenders can choose to convert to equity but are not required to do so. The conversion process from loan to equity takes several months and can be initiated twice a year, with 30th of June 2023 as earliest conversion date.

The CEO and Chairman of Talkpool have committed to participating. The lender can choose SEK, EUR or CHF as currency. Please send an email to finance@talkpool.com if you're interested in participating in this convertible offer.

Borrower: **Talkpool AG, Chur – Switzerland**, Company No. CHE-109.047.379

Minimum Tranche:

SEK 50'000

CHF 5'000

EUR 5'000

Maturity: 24 January 2023 – 31 January 2025 (if not converted earlier)

8 % p.a. payable by each end of January.

Interest Rate: This Loan is subordinated to senior debt.

Loan Ranking: Both parties have an option to convert the loan face amount plus accrued interests in registered shares of Talkpool AG (ISIN No. CH0322161768) at a strike price of **SEK 6.00 per share** at each end of half year (30 June/ 30 December).

Strike Price: Both parties have an option to convert the loan face amount plus accrued interests in registered shares of Talkpool AG (ISIN No. CH0322161768) at a strike price of **SEK 6.00 per share** at each end of half year (30 June/ 30 December).

Currency at conversion: In case of a CHF or EUR loan, the applicable currency rate for the conversion will be fixed at on the 20th June and 20th December.

Shareholders vs new lenders Both shareholders and non-shareholders are welcome to participate in this convertible loan. If more than 1 million Euros are subscribed for, existing shareholders will enjoy preferred treatment.

The issuing of this convertible loan is an important part of an increasing focus on improving cashflow and profit margins. The received cash will primarily be used for amortizing loans. Based on predictions, Talkpool's board of directors believe that the company reached its first positive net earnings in 2022 since the IPO, and that operational profit margins will increase during 2023 and 2024.

This disclosure contains information that TalkPool AG is obliged to make public pursuant to the EU Market Abuse Regulation (EU nr 596/2014). The information was submitted for publication, through the agency of the contact person, on 24-01-2023 07:18 CET.

For more information, please contact:

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Talkpool provides IoT solutions and telecommunication network services globally. Through its cutting-edge technical expertise, long experience and agile business model, Talkpool offers global telecom vendors and operators high-quality services on short notice no matter the location. Talkpool offers end-to-end IoT solutions for smart buildings and cities with focus on

environmental control, energy saving and damage prevention. Erik Penser Bank, +46 8 463 80 00, www.penser.se, is Talkpool's Certified Advisor. For more information www.talkpool.com