



# Episurf Medical announces final outcome of the rights issue

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**Episurf Medical AB (publ) ("Episurf Medical", "Episurf" or the "Company"), (Nasdaq Stockholm: EPIS B) announced on July 2, 2025 that the Board of Directors had resolved, subject to the subsequent approval of the general meeting, to carry out an issue of units with preferential right for existing shareholders of up to approximately SEK 29.4 million (the "Rights Issue"). The Board of Directors' resolution on the Rights Issue was approved at the extraordinary general meeting of the Company held on August 4, 2025. Episurf hereby announces that the final result of the Rights Issue aligns with the preliminary outcome. 264,636,247 units, corresponding to approximately 162.1 percent of the Rights Issue, were subscribed for with and without unit rights. Accordingly, the guarantee commitments will not be utilized. Episurf will receive proceeds amounting to approximately SEK 29.4 million before deduction of costs attributable to the Rights Issue.**

The final outcome of the Rights Issue shows that 137,831,641 units, corresponding to approximately 84.4 percent of the Rights Issue, have been subscribed for by exercise of unit rights. In addition, application for subscription of 126,804,606 units without unit rights, corresponding to approximately 77.7 percent of the Rights Issue, have been received. Episurf will receive proceeds of approximately SEK 29.4 million before deduction of cost attributable to the Rights Issue.

Allotment of units subscribed for without preferential right (i.e. without unit rights) in the Rights Issue will be conducted according to the principles set out in the prospectus issued in connection with the Rights Issue, published by the Company on August 5, 2025. Notification of allotment of units subscribed for without unit rights will be sent via a contract note to the parties that are allotted such units, and payment for such units shall be made in cash in accordance with the instructions in the contract note. Nominee-registered shareholders will receive notice of allotment in accordance with the procedures of the nominee.

Before the execution of the Rights Issue, the Company's share capital amounts to SEK 6,530,646.92 allocated on 653,064,692 shares, of which 473,357 are shares of series A and 652,591,335 are shares of series B. Following registration of the 979,597,038 new shares of series B issued in the Rights Issue, Episurf's share capital will be SEK 16,326,617.30 and the total number of shares will increase from 653,064,692 shares to 1,632,661,730 shares, of which 473,357 are shares of series A and 1,632,188,373 are shares of series B.

BTU (paid subscribed unit) (Sw. "*betald tecknad unit*") will be subject to trading on Nasdaq Stockholm until the Rights Issue has been registered with the Swedish Companies Registration Office and BTU's have been converted into shares of series B and warrants of series TO14 B. The last day of trading in BTU is expected to occur on or about September 4, 2025.

The shares of series B and warrants of series TO14 B included in the units subscribed for with, and without, unit rights are expected to be registered with the Swedish Companies Registration Office on or about September 4, 2025, and are expected to begin trading on Nasdaq Stockholm on or about September 10, 2025.

Each Unit consists of six (6) new shares of series B and three (3) warrants of series TO14 B which, upon full exercise, will contribute with additional proceeds to the Company corresponding to approximately

SEK 14.7 million before costs. Each warrant of series TO14 B entitles to subscription of one (1) new share of series B at a subscription price of SEK 0.03 per share during the period February 9–20, 2026. Upon full exercise of warrants of series TO14 B issued in the Rights Issue, the number of shares will increase by 489,798,519 shares of series B and the share capital will increase by SEK 4,897,985.19.

In connection with the Rights Issue, certain existing shareholders and external investors have undertaken to guarantee the Rights Issue at a guarantee remuneration of 12.0 percent of the guaranteed amount in cash or 12.0 percent of the guaranteed amount in units, where the subscription price for such units will be equivalent to the subscription price per unit in the Rights Issue. Should any of the guarantors request to receive their remuneration in units, this will be done through a separate new issue of units to such guarantors. If all investors who have entered into guarantee commitments, and who have not in advance waived the right to choose units as remuneration, choose to receive their guarantee remuneration in Units, and provided that all warrants of series warrants of series TO14 B that are part of such Units are exercised, the number of shares will increase by 55,011,402 shares of series B and the share capital will increase by SEK 550,114.02.

## Advisors

Episurf has engaged DNB Carnegie SME as financial advisor and Snellman Attorneys Ltd as legal advisor in connection with the Rights Issue.

### For more information, please contact:

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## About Episurf Medical

*Episurf Medical is endeavoring to bring people with painful joint injuries a more active, healthier life through the availability of minimally invasive and individualised treatment alternatives. Episurf Medical's Episealer® individualised implants and Epiguide® surgical drill guides are developed for treating localised cartilage injury in joints. Episurf Medical's µiFidelity® system enables implants to be cost-efficiently tailored to each individual's unique injury for the optimal fit and minimal intervention. Episurf Medical's head office is in Stockholm, Sweden. Its share (EPIS B) is listed on Nasdaq Stockholm. For more information, go to the company's website: [www.episurf.com](http://www.episurf.com).*

*The information was submitted for publication, through the agency of the above contact person, at 20:30 CEST on August 25, 2025.*

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This press release is not a prospectus for the purposes of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”) and has not been approved by any regulatory authority in any jurisdiction. A prospectus, prepared in accordance with the simplified disclosure regime for secondary issuances as set forth in the Prospectus Regulation, regarding the Rights Issue described in this press release has been prepared by the Company, reviewed and approved by the Swedish Financial Supervisory Authority and published on the Company's website.

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. DNB Carnegie SME are acting for Episurf Medical in connection with the Rights Issue and no one else and will not be responsible to anyone other than Episurf Medical 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. DNB Carnegie SME are 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.

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