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## **BICO has carried out a directed share issue of SEK two billion**

**The Board of Directors of BICO Group AB (publ) ("BICO" or the "Company") has, based on the authorization granted by the annual general meeting held on April 26, 2021, resolved on a directed issue of 4,250,000 series B shares at a subscription price of SEK 480 per share (the "Share Issue"), which means that the Company raises SEK 2,040,000,000 million before transaction costs. The subscription price in the Share Issue has been determined through an accelerated bookbuilding procedure, performed by Carnegie Investment Bank AB (publ), J.P. Morgan AG, ABG Sundal Collier AB and Bryan, Garnier & Co, and corresponds to a discount of approximately 5.6 percent compared to the closing price as of October 7, 2021 of the BICO share of series B on Nasdaq Stockholm. In addition to a strong support from existing shareholders, several new institutional investors participated in the Share Issue.**

As announced on October 1, 2021, BICO entered into an agreement with the shareholders of QlInstruments GmbH to acquire all outstanding shares to a purchase price of euro 61.25 million. The Company intends to use the proceeds from the Share Issue to further advance the Company's acquisition agenda and create financial readiness for new opportunities. The Company currently has several acquisition processes ongoing concerning targets of various size. Hence, the reason for the deviation from the shareholders' pre-emption rights is to enable a raise of capital in order to ensure the most time and cost-effective financing of the Company's growth agenda, to better position the Company in ongoing negotiations with potential target companies and to enable financing of further strategic acquisitions and to further improve the Company's shareholder base with long term Swedish and international institutional owners. The Board of Directors' assessment is that the subscription price in the Share Issue is in accordance with market conditions since it has been determined through an accelerated bookbuilding procedure.

Through the Share Issue, the Company's share capital will increase by SEK 106,250.00 from SEK 1,442,685.43 to SEK 1,548,935.43, by new issue of 4,250,000 series B shares, resulting in the total number of shares increasing from 57,707,417 shares to 61,957,417 shares together carrying in total 75,457,417 votes, whereof 1,500,000 are series A shares together carrying 15,000,000 votes and 60,457,417 are series B shares together carrying 60,457,417 votes. The Share Issue results in a dilution of approximately 7 percent of the capital and approximately 6 percent of the votes for existing shareholders based on the total number of shares and votes in the Company after the Share Issue.

Members of the Board of Directors and the management team, of which several are large shareholders in BICO, have entered into lock-up agreements to, subject to certain exceptions, not sell shares in BICO for a period of 90 calendar days after the settlement date. Furthermore, the Company has agreed to a commitment, with customary exceptions, not to



carry out any additional share issuances for a period of 90 calendar days after the settlement date.

### Key parties

In conjunction with the Share Issue, the Company has engaged Carnegie Investment Bank AB (publ) and J.P. Morgan AG as Joint Global Coordinators and Joint Bookrunners and ABG Sundal Collier AB and Bryan, Garnier & Co as Joint Bookrunners. Advokatfirman Vinge acts as Swedish legal adviser to the Company and Baker McKenzie acts as Swedish and U.S. legal adviser to the Joint Global Coordinators and Joint Bookrunners.

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*This is information that BICO Group AB (publ) is required to publish in accordance with the EU Market Abuse Regulation. The information was submitted for publication, through the agency by the contact persons set out above on October 8, 2021, at 00:01 (CEST).*

### About BICO

Founded in 2016, BICO (formerly CELLINK) is the leading bio convergence company in the world. By combining different technologies, such as robotics, artificial intelligence, computer science, and 3D bioprinting with biology, we enable our customers to improve people's health and lives for the better.

With a focus on the application areas of bioprinting, multiomics, cell line development, and diagnostics, the company develops and markets innovative technologies that enable researchers in the life sciences to culture cells in 3D, perform high-throughput drug screening and print human tissues and organs for the medical, pharmaceutical, and cosmetic industries. We create the future of health.

The Group's products are trusted by more than 2,000 laboratories, including all the top 20 pharmaceutical companies, are being used in more than 65 countries, and have been cited in more than 9,500 publications. BICO is listed on Nasdaq Stockholm under BICO. [www.bico.com](http://www.bico.com)

### Important information

This press release does not constitute or form part of an offer or solicitation to purchase or subscribe for securities in BICO in any jurisdiction, not from BICO or from any other person. Publication, distribution or release of this press release may, in certain jurisdictions, be subject to restrictions by law and the persons in such jurisdictions where this press release has been published or distributed should inform themselves of and follow such legal restrictions. 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 offering of the securities in the United States.

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. BICO has not authorized any offer to the public of shares or rights in any member state of the EEA and no prospectus has been or will be prepared in connection with the Share Issue. In any EEA Member State, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of the Prospectus Regulation.

This press release may in the United Kingdom, be distributed and directed only to "qualified investors" as defined as (i) professional investors as set out in Article 19(5) of the Financial Services and Markets Act 2000 (Financial



Promotion) Order 2005 (the "Order"); or (ii) fall within Article 49(2)(a) to (d) ("entities with high net worth" etc.) of the Order, (all such persons together being referred to as "Relevant Persons"). An investment or investment activity to which this communication relates in the United Kingdom is available only to Relevant Persons and will only be carried out with Relevant Persons. Persons that are not Relevant Persons should not take any action based on this press release and should not act or rely on it.

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#### **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 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 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 nor does it accept any responsibility for the future accuracy of the opinions expressed in this press release or any obligation to update or revise the statements in this press release to reflect subsequent events. Undue reliance should not be placed on the forward-looking statements in this press release. The information, opinions and forward-looking statements contained in this press release speak only as at its date and are subject to change without notice. The Company does not undertake any obligation 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 Stockholm 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 shares in BICO have been subject to a product approval process, which has determined that such shares 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 shares in BICO may decline and investors could lose all or part of their investment; the shares in BICO offer no guaranteed income and no capital protection; and an investment in the shares in BICO 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 Share Issue. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Joint Bookrunners will only procure investors who meet the criteria of professional clients and eligible counterparties.

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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 in BICO.

Each distributor is responsible for undertaking its own target market assessment in respect of the shares in BICO and determining appropriate distribution channels.