

Net Trading Group NTG AB (publ) intends to carry out a directed share issue through an accelerated book building process

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Net Trading Group NTG AB (publ) ("NTG" or the "Company") hereby publishes its intention to carry out a directed issue of up to appr. SEK 15 million through an accelerated book building procedure (the "Directed Issue"). The Directed Issue will be directed to qualified Swedish and international investors. The proceeds from the Directed Issue will be used to strengthen the Company's working capital. NTG has retained Göteborg Corporate Finance AB in co-operation with Serendipity Global and Global Assets to explore the possibilities to conduct the Directed Issue.

The Directed Issue

NTG has, based on the authorization given by NTG's Extraordinary General Meeting on April 29, 2021, retained Göteborg Corporate Finance AB in cooperation with Serendipity Global and Global Assets to investigate the possibilities to conduct a directed issue of up to appr. SEK 15 million directed to Swedish and international qualified investors through an accelerated book building procedure. The book building procedure will begin immediately following this announcement. The Directed issue is contingent on a resolution by the Board of Directors, which, alongside pricing and allocation is expected to occur prior to the beginning of trading on Nordic SME at 09.00 CET on 4 June 2021. The Board of Directors may decide to extend or shorten the application period and can at any moment decide to terminate the book building process and thus refrain from conducting the Directed issue.

The proceeds from the Directed issue will be used to strengthen the Company's working capital.

The reason for the deviation from the shareholders' preferential rights is to perform a capital raise in a time and cost-effective manner and to raise capital at favourable conditions to the business of the Company, as well as to diversify the shareholder base with Swedish and international investors.

Advisers

Göteborg Corporate Finance AB is Lead Manager/Bookrunner and Serendipity Global and Global Assets are Joint Bookrunners in the Directed Issue.

This information is such information, as Net Trading Group NTG AB (publ) is obliged to disclose under the EU Market Abuse Regulation 596/2014. The information was provided by the contact person below for publication at the point in time specified by NTG's news distributor Cision at the publication of this press release.

For further information, please contact:

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About Net Trading Group NTG AB (publ)

Net Trading Group NTG AB (Trading Symbol: NTGR) is a holistic Nordic ESG company owning unique technologies related to energy production and energy saving via Rock Energy and Lightcircle, respectively. Our technology enables us to follow the power through the entire circuit - from our power plants to our smart and unique electrical outlets. By bundling the product mix of both Rock Energy and Lightcircle, larger developers can now source energy in areas where there is no network, thus reducing the concerns surrounding unpredictable energy costs and unstable or overloaded grids

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This announcement 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. NTG has not authorized any offer to the public of shares or other securities in any member state of the EEA and no prospectus has been or will be prepared in connection with the Directed New 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.

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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 and the Group's future results of operations, financial condition, liquidity, performance, prospects, anticipated growth, strategies and opportunities and the markets in which the Company and the Group 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 and readers 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 that are expressly or implicitly contained herein speak only as of its date and are subject to change without notice. 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, unless it is not required by law or Nordic Growth Market NGM AB rules for companies whose shares are listed on Nordic SME.

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 NTG 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 "**EU Target Market Assessment**"). Solely for the purposes of each manufacturer's product approval process in the United Kingdom, the target market assessment in respect of the shares in the Company has led to the conclusion that: (i) the target market for such shares is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**UK MiFIR**"); and (ii) all channels for distribution of such shares to eligible counterparties and professional clients are appropriate (the "**UK Target Market Assessment**" and, together with the EU Target Market Assessment, the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, Distributors should note that: the price of the shares in NTG may decline and investors could lose all or part of their investment; the shares in NTG offer no guaranteed income and no capital protection; and an investment in the shares in NTG 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 Directed 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.

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 UK MiFIR; 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 NTG.

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