



Smoltek announces final outcome of significantly oversubscribed rights issue of units and resolves on Over-allotment Issue

This press release is an English version of the previously published Swedish version, which has interpretive precedence.

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Smoltek Nanotech Holding AB (publ) (“Smoltek” or the “Company”) announced on 26 June 2026 the preliminary outcome of the Company’s rights issue of shares and warrants of series TO 9 (“Units”). The Company has now received the final outcome of the Rights Issue, which is in line with the previously announced preliminary result (the “Rights Issue”). The final outcome shows that a total of 37,100,942 Units were subscribed for with and without the exercise of unit rights, corresponding to approximately SEK 111 million and approximately 184 percent of the Rights Issue. Due to the oversubscription of the Rights Issue, the Board of Directors has resolved to utilise the possibility of an over-allotment through a supplementary directed issue of a total of 6,036,738 Units (the “Over-allotment Issue”). This means that the Company, through the Rights Issue and the Over-allotment Issue, will receive total gross proceeds of approximately SEK 82.1 million, of which approximately SEK 60.4 million relates to the Rights Issue and approximately SEK 21.7 million relates to the Over-allotment Issue, before deduction of issue costs and set-off of loans.

“It is encouraging that interest in the issue has been so strong, which clearly demonstrates that the market has great confidence in the Company’s technology and potential,” says Magnus Andersson, CEO of Smoltek.

Final outcome of the Rights Issue

The final outcome comprised a total of 37,100,942 Units subscribed for with and without the exercise of unit rights, corresponding to approximately 184 percent of the Rights Issue. A total of 18,197,421 Units were subscribed for through the exercise of unit rights, corresponding to approximately 90 percent of the Rights Issue. In addition, subscription applications for 18,903,521 Units, corresponding to approximately 94 percent of the Rights Issue, were received for subscription without the exercise of unit rights. Each Unit consists of two (2) shares and one (1) warrant of series TO 9. According to the final outcome, the Rights Issue is heavily oversubscribed. This means that guarantee commitments will not be utilised. The Rights Issue is expected to provide the Company with proceeds of approximately SEK 60.4 million before set-off of loans and deduction of costs attributable to the Rights Issue.

Payment for Units corresponding to approximately SEK 8.0 million, equivalent to approximately 13.2 percent of the Rights Issue, will be made through set-off of loans provided by, among others, David Gramnaes through Gramtec Invest AB, Oskar Säfström through Helm Properties AB, and Magnus Andersson through Innocreate AS, under the loan agreements previously announced by the Company through press releases on 11 February 2026 and 20 April 2026, respectively.

The Over-allotment Issue

In connection with the Company's announcement on 2 June 2026 that the Board of Directors had resolved on the Rights Issue, the Board also communicated that it could resolve on an Over-allotment Issue of up to 6,036,738 Units in the event that the Rights Issue was oversubscribed. The purpose was to provide the Company with additional capital. As a result of the strong interest in the Rights Issue, the Board of Directors has today, pursuant to the authorisation granted by the annual general meeting on 12 May 2026, resolved to carry out the Over-allotment Issue of a total of 6,036,738 Units with deviation from the shareholders' preferential rights. Each Unit consists of two (2) shares and one (1) warrant of series TO 9. The Over-allotment Issue is directed to a group of qualified investors, including certain existing shareholders.

Following an overall assessment and careful consideration, the Company's Board of Directors considers that it is in the interest of the Company and its shareholders to carry out the Over-allotment Issue with deviation from the shareholders' preferential rights. The reasons for this are that the Over-allotment Issue (i) provides the Company with additional working capital to further strengthen the Company's resources to achieve commercialisation and industrialisation, and to enable business opportunities with global players in the semiconductor and hydrogen industries, with limited dilution in the circumstances and in a time- and cost-efficient manner, (ii) strengthens the Company's shareholder base with qualified investors, and (iii) captures the additional investor interest that has arisen, and as a result of the work carried out, in connection with the Rights Issue. Furthermore, the reason why certain existing shareholders have been included among those entitled to subscribe is that the relevant shareholders have expressed and demonstrated an interest in long-term ownership in the Company, which the Board considers creates security, stability and favourable conditions for the Company's growth and is therefore deemed to be beneficial to both the Company and all shareholders. The Board's overall assessment is therefore that the reasons for carrying out the Over-allotment Issue outweigh the reasons supporting the main rule that new issues shall be carried out with preferential rights for existing shareholders.

The subscription price per share in the Over-allotment Issue amounts to SEK 1.80, corresponding to SEK 3.60 per Unit. The warrants are issued free of charge. The subscription price per share therefore exceeds the subscription price per share in the Rights Issue. As the subscription price in the Over-allotment Issue has been determined through a bookbuilding procedure carried out by Redeye Corporate Finance, the Board of Directors considers that the subscription price reflects current market conditions and demand and is therefore market-based.

Through the Over-allotment Issue, the Company will receive additional proceeds of approximately SEK 21.7 million, before deduction of issue costs, of which approximately SEK 0.56 million, corresponding to 2.58 percent of the Over-allotment Issue, will be paid through set-off of loans. The aggregate proceeds from the Rights Issue and the Over-allotment Issue will therefore amount to approximately SEK 82.1 million before related issue costs.

Notification of allotment and trading in BTUs

Those who subscribed for Units without the exercise of unit rights in the Rights Issue will be allotted Units in accordance with the principles set out in the information document published by the Company on 9 June 2026. Notification of allotment to those who subscribed for Units without the exercise of unit rights in the Rights Issue is expected to be distributed on 1 July 2026 and will be made by way of a contract note. Subscribed and allotted Units shall be paid in cash in accordance with the instructions set out in the contract note. Investors who subscribed through a nominee will receive notification of allotment in accordance with the procedures of their respective nominee. Only those who have been allotted Units will be notified.

Trading in paid subscribed units (BTUs) will continue until the Rights Issue has been registered with the Swedish Companies Registration Office, and the last day of trading will be announced by way of a separate press release in connection with the registration of the issue with the Swedish Companies Registration Office. Trading in the new shares and TO 9 subscribed for with and without the exercise of unit rights is expected to commence on Spotlight Stock Market around 15 July 2026.

Number of shares and share capital

Through the Rights Issue, Smoltek's share capital will increase by approximately SEK 4,794,307.23, from approximately SEK 21,646,582.11 to approximately SEK 26,440,889.34, and the number of shares will increase by 40,244,922 shares, from 181,708,215 shares to 221,953,137 shares, corresponding to a dilution of approximately 18.1 percent of the capital and votes in the Company. Upon full exercise of all warrants of series TO 9 issued within the framework of the Rights Issue, the number of shares may increase by an additional maximum of 20,122,461 shares, to a maximum total of 242,075,598 shares, and the share capital may increase by an additional maximum of approximately SEK 2,397,153.61, to a maximum total of approximately SEK 28,838,042.95. This corresponds to a further dilution of approximately 8.3 percent. The total dilution as a result of the Rights Issue, assuming full exercise of all

warrants of series TO 9 issued within the framework of the Rights Issue, therefore amounts to approximately 24.9 percent of the capital and votes in the Company.

Through the Over-allotment Issue, the number of shares in the Company will increase by an additional 12,073,476 shares and the share capital will increase by an additional approximately SEK 1,438,292.10, corresponding to a further dilution of approximately 5.2 percent of the capital and votes in the Company. Upon full exercise of the warrants of series TO 9 issued within the framework of the Over-allotment Issue, the number of shares may increase by an additional maximum of 6,036,738 shares and the share capital may increase by an additional maximum of approximately SEK 719,146.05, corresponding to a further dilution of approximately 2.3 percent of the capital and votes in the Company.

This means that, following the Rights Issue and the Over-allotment Issue, including full exercise of all warrants of series TO 9, the share capital will amount to approximately SEK 30,995,481.10 and the number of shares will amount to 260,185,812.

In aggregate, the Rights Issue and the Over-allotment Issue correspond to a dilution of approximately 22.36 percent of the capital and votes, excluding full exercise of all warrants of series TO 9, and approximately 30.16 percent including full exercise of all warrants of series TO 9.

Advisor

Redeye Corporate Finance and Mangold Fondkommission act as financial advisors and Fredersen Advokatbyrå acts as legal advisor to the Company in connection with the Rights Issue. Mangold Fondkommission also acts as issuing institution.

For further information

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About Smoltek

Smoltek Nanotech Holding is a public technology company that provides a technology that enables the production of conductive nanostructures on various materials. The company's technology multiplies the actual surface area for electrical and chemical processes and can be used in several industrial sectors. Customers are found in semiconductors and the global process industry. The products that the company develops are used as infrastructure components for stable power supply to microchips as well as electrodes and coating of surface structures in applications for the production and use of fossil-free hydrogen. The company protects its carbon nanotechnology through an extensive patent portfolio. Smoltek's share is listed on the Spotlight Stock Market under the ticker symbol SMOL. Smoltek is a development company and forward-looking statements regarding time to market, production volume and price levels should be interpreted as forecasts and not commitments.

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The company assesses that it conducts activities worthy of protection according to the Act (2023:560) on the review of foreign direct investments ("**FDI Act**"). In accordance with the FDI Act, the Company must inform prospective investors that the Company's operations may fall within the scope of the regulation and that the investment may be subject to notification. If an investment is subject to notification, it must be notified to the Inspectorate for Strategic Products (ISP) before it is carried out. An investment may be subject to notification if the investor, someone in his ownership structure or someone on whose behalf the investor acts, after the investment is carried out, holds votes corresponding to or exceeding any of the limit values of 10, 20, 30, 50, 65 or 90 percent of the total number of votes in the Company. The investor may be charged an administrative penalty fee if an investment that is subject to notification is carried out before the ISP either: i) decides to leave the notification without action, or ii) approves the investment. Each investor should consult an independent legal advisor regarding the possible application of the FDI Act in relation to the Rights Issue for the individual investor.

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This press release contains forward-looking statements that refer to the Company's intentions, assessments or expectations regarding the Company's future results, financial position, liquidity, development, prospects, expected growth, strategies and opportunities as well as the markets in which the Company operates. Forward-looking statements are statements that do not relate to historical facts and can be identified by the inclusion of expressions such as "believes", "expects", "anticipates", "intends", "estimates", "will", "may", "anticipates", "should", "could" and, in each case, negations thereof, or similar expressions. The forward-looking statements in this press release are based on various assumptions, which in several cases are based on additional assumptions. Although the Company believes that the assumptions reflected in these forward-looking statements are reasonable, there can be no assurance that they will occur or that they are accurate. As these assumptions are based on assumptions or estimates and are subject to risks and uncertainties, the actual result or outcome may, for many different reasons, differ materially from what appears in the forward-looking statements. Such risks, uncertainties, contingencies and other material factors may cause actual events to differ materially from the expectations expressed or implied in this press release through the forward-looking statements. The Company does not warrant that the assumptions underlying the forward-looking statements in this press release are correct and any reader of the press release should not place undue reliance on the forward-looking statements in this press release. The information, opinions and forward-looking statements expressed or implied herein are provided only as of the date of this press release and are subject to change. Neither the Company nor anyone else undertakes to revise, update, confirm or publicly announce any revision of any forward-looking statement to reflect events occurring or circumstances occurring with respect to the contents of this press release, except as required by law or Spotlight Stock Market's issuer regulations.

This disclosure contains information that Smoltek Nanotech Holding AB 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 30-06-2026 21:53 CET.