

*This announcement is not an offer, whether directly or indirectly, in Australia, Belarus, Canada, Hong Kong, Japan, New Zealand, Russia, Singapore, South Africa or the United States of America, or in any other jurisdiction where such offer pursuant to legislation and regulations in such relevant jurisdiction would be prohibited by applicable law. Shareholders not resident in Sweden who wish to accept the Offer (as defined below) must make inquiries concerning applicable legislation and possible tax consequences. Shareholders should refer to the offer restrictions included in the section titled "Important information" at the end of this announcement and in the offer document which will be published shortly before the beginning of the acceptance period for the Offer.*

## PRESS RELEASE

25 July 2025

### **Roxellen BidCo announces a recommended public cash offer of SEK 6.80 per share to the shareholders of MedHelp**

Terveystalo Healthcare Oy<sup>1</sup> ("**Terveystalo Healthcare**"), a wholly-owned indirect subsidiary of Terveystalo Plc<sup>2</sup> ("**Terveystalo**"), together with MH Sjukvårdsrådgivning Holding AB<sup>3</sup> (together, the "**Consortium**" and the "**Consortium Parties**", respectively), acting through Roxellen BidCo AB<sup>4</sup> ("**Roxellen BidCo**" or the "**Offeror**"), hereby announce a recommended public cash offer to the shareholders of MedHelp Care Aktiebolag (publ) ("**MedHelp**" or the "**Company**") to tender all shares in MedHelp to Roxellen BidCo at a price per share of SEK 6.80 in cash (the "**Offer**"). The shares in MedHelp are listed on Nasdaq First North Growth Market.

The Board of Directors of MedHelp has unanimously resolved to recommend the shareholders of MedHelp to accept the Offer based on, *inter alia*, a fairness opinion from Vator Securities AB, according to which the Offer is fair to MedHelp's shareholders from a financial point of view.

#### **The Offer in brief**

- The Offeror offers SEK 6.80 in cash per share in the Company. The total value of the Offer, based on the 9,286,282<sup>5</sup> shares in MedHelp not directly or indirectly held by Roxellen BidCo or its closely related parties, amounts to approximately SEK 63.1 million. The Offer values MedHelp, based on all 30,434,782 shares in MedHelp, at approximately SEK 207 million.
- The Consortium currently controls in total 21,148,500 shares and votes in the Company, corresponding to approximately 69.5 percent of the shares and votes in the Company.
- The Offer represents a premium of:<sup>6</sup>
  - approximately 30.77 percent compared to the closing share price of SEK 5.20 on Nasdaq First North Growth Market on 24 July 2025, which was the last trading day prior to the announcement of the Offer;

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<sup>1</sup> Terveystalo Healthcare Oy is a Finnish limited liability company with corporate registration number 1706599-4, domiciled in Helsinki, Finland.

<sup>2</sup> Terveystalo Plc is a Finnish public limited liability company (Sw. *publikt aktiebolag*) with corporate registration number 2575979-3, domiciled in Helsinki, Finland.

<sup>3</sup> MH Sjukvårdsrådgivning Holding AB is a Swedish private limited liability company (Sw. *privat aktiebolag*) with corporate registration number 559120-1057, domiciled in Enskede, Sweden.

<sup>4</sup> Under name change from Goldcup 37953 AB.

<sup>5</sup> Excluding 21,148,500 shares held by MH Sjukvårdsrådgivning Holding AB.

<sup>6</sup> Source for MedHelp's share prices: Nasdaq First North Growth Market.

- approximately 49.58 percent compared to the volume weighted average trading price of SEK 4.55 for the shares on Nasdaq First North Growth Market during the last 30 trading days prior to the announcement of the Offer;
  - approximately 71.87 percent compared to the volume weighted average trading price of SEK 3.96 for the shares on Nasdaq First North Growth Market during the last 90 trading days prior to the announcement of the Offer; and
  - approximately 93.63 percent compared to the volume weighted average trading price of SEK 3.51 for the shares on Nasdaq First North Growth Market during the last 180 trading days prior to the announcement of the Offer.
- The Board of Directors of MedHelp unanimously recommends the shareholders of MedHelp to accept the Offer based on, *inter alia*, a fairness opinion from Vator Securities AB, according to which the Offer is fair to MedHelp's shareholders from a financial point of view.
  - The Company's shareholders Tobias Ekros<sup>7</sup>, Lars Roth<sup>8</sup>, Per Netzell<sup>9</sup>, Peter Wallin and Elisabeth Wicklin, representing in total 2,719,742 shares, corresponding to approximately 8.94 percent of the shares and votes in MedHelp, have undertaken to accept the Offer. The undertakings to accept the Offer are not subject to any conditions.
  - Completion of the Offer is conditional upon, *inter alia*, the Offer being accepted to such extent that the Offeror becomes the owner of shares representing more than 90 percent of the total number of shares in MedHelp (on a fully diluted basis). In addition, the Offer is made on the terms and subject to the conditions (ii) – (vii) set out below in this announcement.
  - An offer document regarding the Offer will be published today, 25 July 2025. The acceptance period of the Offer is expected to commence on 28 July 2025 and expire on 1 September 2025.

Ilari Richardt, Senior Vice President of Digital Services at Terveystalo, comments:

*“Medhelp's data-driven platform represents a new approach to occupational health, combining artificial intelligence and cutting-edge technology to identify individual and organisational risks with greater accuracy. Combining our strengths would enable us to optimise occupational health services, accelerate innovation, and offer customers tangible benefits, ultimately leading to significant reductions in sick leave. We are therefore pleased as a partner in the consortium to present an attractive cash offer to the shareholders of Medhelp, reinforced by the endorsement of Medhelp's Board of Directors.”*

### **Background to and reasons for the Offer**

MedHelp's data-driven health platform currently supports over 500 companies and organisations in their efforts to streamline the management of sick leave and rehabilitation, leading to reduced person-related sick leave costs and increased profitability for the companies using the Company's platform. Terveystalo has long observed MedHelp, both as a customer and partner, and is very impressed with the Company's development and high-quality digital solutions in corporate health services. Given that Terveystalo's own digital solutions partially overlap with MedHelp's products, Terveystalo sees significant potential in expanding the partnership with MedHelp to realise further benefits.

With a shared commitment and vision to revolutionise healthcare through digital innovation, the Consortium sees opportunities to combine resources, capabilities, and expertise to continue delivering innovative products, drive MedHelp's growth, and expand the Company's platform into the Finnish market. The Consortium believes this is best achieved in a private environment and under more

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<sup>7</sup> Directly and indirectly through Meddet AB.

<sup>8</sup> Indirectly through Q Industries Lars Roth AB.

<sup>9</sup> Indirectly through P.Netzell Konsult & Investering AB.

concentrated ownership, where the management of MedHelp can focus more on the operational activities and driving the Company's long-term development.

Terveystalo holds a market-leading position in Finland and has extensive experience in corporate health services. Mark Hauschildt, MedHelp's largest shareholder since its founding, contribute deep knowledge of the Company and its customer offerings as well as a long-term commitment to the Company. These complementary strengths make the Consortium the ideal partner to continue MedHelp's development and deliver an attractive offering to all MedHelp stakeholders, including shareholders, employees, customers, and the broader society impacted by MedHelp's operations.

Following completion of the Offer, the Consortium intends to establish a Finnish subsidiary of MedHelp and enter into a partnership with Terveystalo to enable the sale of MedHelp's rehab platform and related products in Finland (the "**Finnish Expansion**"). The Finnish subsidiary will have its own personnel and the capability to operate and further develop a localized version of the platform, tailored to the needs of Finnish customers and aimed at strengthening customer value in the addressable Finnish market.

### **The Offer**

The shareholders of MedHelp are offered SEK 6.80 in cash per share in the Company. The Offer represents a premium of:<sup>10</sup>

- approximately 30.77 percent compared to the closing share price of SEK 5.20 on Nasdaq First North Growth Market on 24 July 2025, which was the last trading day prior to the announcement of the Offer;
- approximately 49.58 percent compared to the volume weighted average trading price of SEK 4.55 for the shares on Nasdaq First North Growth Market during the last 30 trading days prior to the announcement of the Offer;
- approximately 71.87 percent compared to the volume weighted average trading price of SEK 3.96 for the shares on Nasdaq First North Growth Market during the last 90 trading days prior to the announcement of the Offer; and
- approximately 93.63 percent compared to the volume weighted average trading price of SEK 3.51 for the shares on Nasdaq First North Growth Market during the last 180 trading days prior to the announcement of the Offer.

The total value of the Offer, based on the 9,286,282<sup>11</sup> shares in MedHelp not directly or indirectly held by Roxellen BidCo or its closely related parties, amounts to approximately SEK 63.1 million. The Offer values MedHelp, based on all 30,434,782 shares in MedHelp, at approximately SEK 207 million. If, prior to settlement of the Offer, MedHelp distributes dividends or in any other way distributes or transfers value to its shareholders, the consideration in the Offer will be reduced accordingly.

No commission will be charged in connection with the settlement of the Offer.

### **Management and employees**

The Offeror values the skills and talents of MedHelp's employees and intends to continue to safeguard the excellent relationship that MedHelp has with its employees. Given the Offeror's current knowledge of MedHelp's business and in light of current market conditions, the Offeror does not, other than as set out above regarding the Finnish Expansion, implement any material changes to MedHelp's employees and management (including their terms of employment), or to the existing organization and operations of MedHelp following the implementation of the Offer. Save for the Finnish Expansion, there are currently no decisions on any material changes to MedHelp's employees and management (including

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<sup>10</sup> Source for MedHelp's share prices: Nasdaq First North Growth Market.

<sup>11</sup> Excluding 21,148,500 shares held by MH Sjukvårdsrådgivning Holding AB.

their terms of employment) or to the existing organization and operations, including the number of employees and locations of MedHelp's business. Furthermore, there are no employees in Roxellen BidCo, which means that the Offer does not entail any changes for the management and employees in Roxellen BidCo.

Roxellen BidCo will offer, and has received the consent of the Board of Directors of MedHelp to offer, a management incentive plan for the CEO and the other members of the group management of MedHelp (the "**Management Team**"). The Management Team will receive the offer to participate in the incentive plan following completion of the Offer. The incentive plan, which is subject to completion of the Offer, is designed for the purpose of ensuring the continued long-term commitment by the Management Team and will be offered to the Management Team independent of their current shareholdings in MedHelp. The terms of the incentive plan are customary and include transfer restrictions and so-called leaver provisions, and participation requires an investment in shares in Roxellen BidCo. While the final size of the incentive plan depends on the final number of participants and their respective investment levels, the Management Teams' aggregate ownership share in Roxellen BidCo is expected to be approximately 5.2 percent.

### **Roxellen BidCo's and the Consortium's shareholding in MedHelp**

As of the date of this announcement, MH Sjukvårdsrådgivning Holding AB<sup>12</sup>, being a closely related party to Roxellen BidCo and member of the Consortium, owns and controls 21,148,500 shares and votes in MedHelp, which corresponds to approximately 69.5 percent of the total number of shares and votes in MedHelp. All shares in MedHelp held by MH Sjukvårdsrådgivning Holding AB will be contributed to Roxellen BidCo upon completion of the Offer.

Except as set out above, neither Roxellen BidCo nor any of the Consortium Parties nor any of their closely related companies or closely related parties own or control any shares in MedHelp, or any financial instruments that give financial exposure equivalent to holding shares in MedHelp, at the time of this announcement. Neither Roxellen BidCo nor any of the Consortium Parties nor any of their closely related companies or closely related parties have acquired or agreed to acquire any shares, or any other financial instruments in MedHelp that give financial exposure equivalent to holding shares in MedHelp, at a price that is higher than the price in the Offer, during the six months preceding this announcement of the Offer.

To the extent permissible under applicable laws or regulations, Roxellen BidCo and the Consortium Parties may acquire, or take measures to acquire, shares in MedHelp in other ways than through the Offer. Information about such acquisitions of shares, or measures to acquire shares, will be disclosed in accordance with applicable laws and regulations.

### **Certain closely related party matters**

As of the date of this press release, MH Sjukvårdsrådgivning Holding AB holds 21,148,500 shares in MedHelp, corresponding to approximately 69.5 percent of the shares and votes in MedHelp. Hence, MH Sjukvårdsrådgivning Holding AB is the parent company of MedHelp.

MH Sjukvårdsrådgivning Holding AB participation in the Offer means that Section IV of the Takeover rules for certain trading platforms (the "**Takeover Rules**") is applicable to the Offer, entailing that the acceptance period must be at least four weeks and that MedHelp is obliged to obtain and announce a fairness opinion regarding the Offer from an independent expert. The Board of Directors of MedHelp has obtained a fairness opinion from Vator Securities AB, according to which the Offer is fair to MedHelp's shareholders from a financial perspective (see "*Recommendation from the Board of Directors of MedHelp and fairness opinion*" below).

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<sup>12</sup> MH Sjukvårdsrådgivning Holding AB is wholly-owned by Mark Hauschildt.

## **Recommendation from the Board of Directors of MedHelp and fairness opinion**

The Board of Directors of MedHelp unanimously recommends the shareholders of MedHelp to accept the Offer based on, *inter alia*, a fairness opinion from Vator Securities AB, according to which the Offer is fair to MedHelp's shareholders from a financial point of view.

### **Undertakings to accept the Offer**

The Offeror has received undertakings to accept the Offer from the following shareholders in MedHelp:

- Tobias Ekros<sup>13</sup>, whose total ownership amounts to 1,279,414 shares, corresponding to approximately 4.21 percent of the shares and votes in MedHelp;
- Lars Roth<sup>14</sup>, whose total ownership amounts to 549,534 shares, corresponding to approximately 1.81 percent of the shares and votes in MedHelp;
- Per Netzell<sup>15</sup>, whose total ownership amounts to 340,794<sup>16</sup> shares, corresponding to approximately 1.12 percent of the shares and votes in MedHelp;
- Peter Wallin, whose total ownership amounts to 300,000 shares, corresponding to approximately 0.99 percent of the shares and votes in MedHelp; and
- Elisabeth Wicklin, whose total ownership amounts to 250,000 shares, corresponding to approximately 0.82 percent of the shares and votes in MedHelp.

The undertakings to accept the Offer are not subject to any conditions and apply regardless of whether a third party announces a competing offer to acquire all shares in MedHelp at an offer price per share exceeding the price in the Offer.

The Offeror has thus, through undertakings by shareholders to accept the Offer, secured acceptances from shareholders representing in total 2,719,742 shares, corresponding to approximately 8.94 percent of the shares and votes in MedHelp.

### **Description of Roxellen BidCo and the Consortium**

Roxellen BidCo is a Swedish private limited liability company with corporate registration number 559538-7159 and its registered office in Stockholm. Roxellen BidCo is jointly owned by the Consortium Parties. MH Sjukvårdsrådgivning Holding AB will, upon completion of the Offer, contribute all of its directly and/or indirectly held shares in MedHelp to Roxellen BidCo. Roxellen BidCo was incorporated and registered with the Swedish Companies Registration Office (Sw. *Bolagsverket*) on 17 July 2025. Roxellen BidCo has never conducted, and at present does not conduct, any business, and its sole business purpose is to make the Offer.

Terveystalo Healthcare is the Terveystalo group's acquisition and holding company for business acquisitions carried out by the group and a wholly-owned indirect subsidiary of Terveystalo. Terveystalo is Finland's largest private healthcare provider in terms of revenue and one of the leading providers of occupational healthcare services in Finland and Sweden. Terveystalo offers comprehensive primary care, specialist care, and health services for companies, private individuals and public sector customers. Terveystalo has approximately 15,000 employees. Terveystalo is listed on Nasdaq Helsinki and has its headquarters in Helsinki, Finland. Terveystalo does not own any shares in MedHelp.

For more information about Terveystalo, please visit: [www.terveystalo.com/en](http://www.terveystalo.com/en).

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<sup>13</sup> Directly and indirectly through Meddet AB.

<sup>14</sup> Indirectly through Q Industries Lars Roth AB.

<sup>15</sup> Indirectly through P.Netzell Konsult & Investering AB.

<sup>16</sup> Excluding 28,000 shares held by a closely related party to Per Netzell.

MH Sjukvårdsrådgivning Holding AB is a Swedish private limited company with corporate registration number 559120-1057 and registered office in Enskede, Sweden. MH Sjukvårdsrådgivning Holding AB is MedHelp's largest shareholder and holds 21,148,500 shares in MedHelp, corresponding to approximately 69.5 percent of the total number of shares and votes in MedHelp, as of the date of this press release.

### **Financing of the Offer**

The consideration payable in respect of the Offer is financed in full by funds available to the Offeror by way of an equity commitment letter issued by Terveystalo Healthcare. MH Sjukvårdsrådgivning Holding AB will, upon completion of the Offer, contribute all of their directly and/or indirectly held shares in MedHelp to Roxellen BidCo. MH Sjukvårdsrådgivning Holding AB will not contribute any cash financing for the purposes of the Offer.

The above-mentioned financing will provide the Offeror with sufficient cash resources to satisfy in full the consideration payable in respect of the Offer and, accordingly, completion of the Offer is not subject to any financing condition.

### **Due diligence and the Commercial Agreement**

The Offeror has, in connection with the preparations of the Offer, conducted a due diligence review of MedHelp and has, in connection with the due diligence review, received preliminary financial information regarding MedHelp's second quarter 2025. Additionally, Terveystalo Healthcare has, in parallel with the preparations of the Offer and the due diligence review conducted by the Offeror, negotiated and, will today, enter into a commercial agreement with MedHelp (the "**Commercial Agreement**"). Neither Terveystalo Healthcare's nor MedHelp's obligations under the Commercial Agreement will enter into force unless and until the Offer has been completed.

The preliminary financial information pertaining to MedHelp's second quarter 2025 and further information regarding the Commercial Agreement will be disclosed by MedHelp in separate press releases today. With the exception of such preliminary financial information regarding MedHelp's second quarter 2025 and information on the Commercial Agreement, MedHelp has confirmed that neither the Offeror nor Terveystalo Healthcare have been provided with any inside information regarding MedHelp in connection with the due diligence review or the negotiations of the Commercial Agreement.

### **Conditions for completion of the Offer**

Completion of the Offer is conditional upon:

- (i) the Offer being accepted to such extent that the Offeror becomes the owner of shares representing more than 90 percent of the total number of shares in MedHelp (on a fully diluted basis);
- (ii) no other party announcing an offer to acquire shares in MedHelp on terms that are more favourable to the shareholders of MedHelp than the Offer;
- (iii) with respect to the Offer and completion of the acquisition of MedHelp, receipt of all necessary regulatory, governmental or similar clearances, approvals, decisions and other actions from authorities or similar, including from competition and Foreign Direct Investment ("**FDI**") authorities, in each case on terms which, in the Offeror's opinion, are acceptable;
- (iv) neither the Offer nor the acquisition of MedHelp being rendered wholly or partially impossible or significantly impeded as a result of legislation or other regulation, any decision of a court or public authority, or any similar circumstance;
- (v) no circumstances having occurred which could have a material adverse effect or could reasonably be expected to have a material adverse effect on MedHelp's financial position,

business or operation, including MedHelp's sales, results, liquidity, equity ratio, equity or assets;

- (vi) no information made public by MedHelp, or otherwise made available to the Offeror by MedHelp, being inaccurate, incomplete or misleading, and MedHelp having made public all information which should have been made public; and
- (vii) MedHelp not taking any action that is likely to impair the prerequisites for making or completing the Offer.

The Offeror reserves the right to withdraw the Offer in the event that it is clear that any of the above conditions are not satisfied or cannot be satisfied. However, with regard to conditions (ii) – (vii) above, the Offer may only be withdrawn where the non-satisfaction of such condition is of material importance to the Offeror's acquisition of MedHelp or if otherwise approved by the Swedish Securities Council (Sw. *Aktiemarknadsnämnden*).

The Offeror reserves the right to waive, in whole or in part, one, several or all of the conditions set out above, including, with respect to condition (i) above, to complete the Offer at a lower level of acceptance.

### **Preliminary timetable<sup>17</sup>**

Publication of the offer document	On 25 July 2025
Acceptance period	On or about 28 July 2025 – 1 September 2025
Commencement of settlement	On or about 5 September 2025

As set out above, the completion of the Offer is conditional upon, *inter alia*, with respect to the Offer and completion of the acquisition of MedHelp, receipt of all necessary regulatory, governmental or similar clearances, approvals, decisions and other actions from authorities or similar, including from competition and FDI authorities, in each case on terms which, in the Offeror's opinion, are acceptable. Such clearances, approvals, decisions and other actions are expected to have been received by the end of the acceptance period for the Offer.

The Offeror reserves the right to shorten the acceptance period and set an earlier settlement date as well as to extend the acceptance period and postpone the settlement date to the extent permissible under applicable laws and regulations. Any such change of the acceptance period or settlement date will be announced by the Offeror by way of a press release in accordance with applicable laws and regulations.

### **Compulsory redemption proceedings and delisting**

If the Offeror, whether in connection with the Offer or otherwise, acquires shares representing more than 90 percent of the total number of shares in MedHelp, the Offeror intends to commence compulsory redemption proceedings under the Swedish Companies Act (Sw. *aktiebolagslagen (2005:551)*) to acquire all remaining shares in MedHelp and to promote delisting of MedHelp's shares from Nasdaq First North Growth Market.

### **Applicable law and disputes**

The Offer, as well as any agreements entered into between the Offeror and MedHelp's shareholders in relation to the Offer, shall be governed by and construed in accordance with Swedish law. Disputes concerning, or arising in connection with the Offer, shall be settled exclusively by Swedish courts, with the Stockholm District Court (Sw. *Stockholms tingsrätt*) as first instance.

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<sup>17</sup> All dates are preliminary and may be subject to change.

The Takeover Rules and the Swedish Securities Council's rulings and statements on the interpretation and application of the Takeover Rules are applicable to the Offer.

### **Advisors**

The Offeror has retained Danske Bank A/S, Finland Branch as financial advisor and White & Case as legal advisor in connection with the Offer. MH Sjukvårdsrådgivning Holding AB has retained Setterwalls Advokatbyrå AB as legal advisor in connection with the Offer.

Roxellen BidCo

*The Board of Directors*

*The information was submitted for publication on 25 July 2025 at 07:30 (CEST).*

### **Information about the Offer:**

Information about the Offer is made available at: [www.medtech-offer.com](http://www.medtech-offer.com).

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### **Important information**

*This press release has been published in Swedish and English. In the event of any discrepancy in content between the two language versions, the Swedish version shall prevail.*

*This announcement is not an offer, whether directly or indirectly, in Australia, Belarus, Canada, Hong Kong, Japan, New Zealand, Russia, Singapore, South Africa or the United States of America, or in any other jurisdictions where such offer pursuant to legislation and regulations in such relevant jurisdictions would be prohibited by applicable law (the "**Restricted Jurisdictions**").*

*The release, publication or distribution of this press release in or into jurisdictions other than Sweden may be restricted by law and therefore any persons who are subject to the laws of any jurisdiction other than Sweden should inform themselves about, and observe any applicable requirements. In particular, the ability of persons who are not resident in Sweden to accept the Offer may be affected by the laws of the relevant jurisdictions in which they are located. Any failure to comply with the applicable restrictions may constitute a violation of the securities laws of any such jurisdiction. To the fullest extent permitted by applicable law, the companies and persons involved in the Offer disclaim any responsibility or liability for the violation of such restrictions by any person.*

*This announcement has been prepared for the purpose of complying with Swedish law, the Takeover Rules and the Swedish Securities Council's rulings regarding interpretation and application of the Takeover Rules and the information disclosed may not be the same as that which would have been disclosed if this press release had been prepared in accordance with the laws of jurisdictions other than Sweden.*

*Unless otherwise determined by the Offeror or required by Swedish law, the Takeover Rules and the Swedish Securities Council's rulings regarding interpretation and application of the Takeover Rules, and permitted by applicable law and regulation, the Offer will not be made available, directly or indirectly, in, into or from a Restricted Jurisdiction or any other jurisdiction where to do so would*

*violate the laws in that jurisdiction and no person may accept the Offer by any use, means or instrumentality (including, but not limited to, facsimile, e-mail or other electronic transmission, telex or telephone) of interstate or foreign commerce of, or of any facility of a national, state or other securities exchange of any Restricted Jurisdiction or any other jurisdiction where to do so would constitute a violation of the laws of that jurisdiction and the Offer may not be capable of acceptance by any such use, means, instrumentality or facilities. Accordingly, copies of this press release and any formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any Restricted Jurisdiction or any other jurisdiction where to do so would constitute a violation of the laws of that jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction or any other jurisdiction where to do so would constitute a violation of the laws of that jurisdiction.*

*The availability of the Offer to shareholders of MedHelp who are not resident in and citizens of Sweden may be affected by the laws of the relevant jurisdictions in which they are located or of which they are citizens. Persons who are not resident in or citizens of Sweden should inform themselves of, and observe, any applicable legal or regulatory requirements of their jurisdictions.*

*The Offer, the information and documents contained in this press release are not being made and have not been approved by an authorized person for the purposes of section 21 of the UK Financial Services and Markets Act 2000 (the “FSMA”). Accordingly, the information and documents contained in this press release are not being distributed to, and must not be passed on to, the general public in the United Kingdom, unless an exemption applies. The communication of the information and documents contained in this press release is exempt from the restriction on financial promotions under section 21 of the FSMA on the basis that it is a communication by or on behalf of a body corporate which relates to a transaction to acquire day to day control of the affairs of a body corporate; or to acquire 50 percent or more of the voting shares in a body corporate, within article 62 of the UK Financial Services and Markets Act 2000 (Financial Promotion) Order 2005.*

*Statements in this press release relating to future status or circumstances, including statements regarding future performance, growth and other trend projections and their underlying assumptions, statements regarding plans, objectives, intentions and expectations with respect to future financial results, events, operations, services, product development and potential and other effects of the Offer, are forward-looking statements. These statements may generally, but not always, be identified by the use of words such as “anticipates”, “intends”, “expects”, “believes”, “estimates”, “plans”, “will be” or similar expressions. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. Actual results and developments may differ materially from those expressed in, or implied or projected by these forward-looking statements due to many factors, many of which are outside the control of the Offeror. Forward-looking statements appear in a number of places throughout this announcement and the information incorporated by reference into this announcement and may include statements regarding the intentions, beliefs or current expectations of the Offeror or MedHelp concerning, amongst other things: (i) future capital expenditures, expenses, revenues, earnings, synergies, economic performance, indebtedness, financial condition, dividend policy, losses and future prospects; (ii) business and management strategies, the expansion and growth of the Offeror’s or MedHelp’s business operations and potential synergies resulting from the Offer; and (iii) the effects of government regulation and industry changes on the business of the Offeror or MedHelp. Any forward-looking statements made herein speak only as of the date on which they are announced. Except as required by the Takeover Rules or applicable law or regulations, the Offeror expressly disclaims any obligation or undertaking to publicly announce updates or revisions to any forward-looking statements contained in this announcement to reflect any change in expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. The reader should, however, consult any additional disclosures that the Offeror or MedHelp have made or may make.*