Reverion plans Spotlight Stock Market listing to open Swedish public markets to European growth companies

Backed by Infinitas Capital, Reverion will develop a platform to bring European growth companies to market through acquisitions and business combinations

Listing targeted before year-end, after shareholder distribution agreement signed with Nasdaq First North-listed K33

Stockholm, Sweden – Reverion Capital AB ("Reverion" or the "Company"), a Swedish public-markets platform, today announces that it intends to list on Sweden's Spotlight Stock Market before the end of 2026, subject to approval.

Reverion is led by CEO Kristoffer Lippert and is backed by a range of family offices, institutional and private investors across Europe and North America including Infinitas Capital, the Swiss single-family office led by Robin Lauber.

Reverion has been established to help European growth companies access Sweden's well-developed public markets through listed acquisition vehicles, reverse takeovers and business combinations. Focusing on Europe, the Company aims to build a repeatable model for bringing private businesses to the public markets, combining its own investment capital with an established network of investors, advisers and capital-markets specialists.

Ahead of its planned listing, Reverion has entered into an agreement with K33 AB ("K33"), the Nasdaq First North-listed digital-asset exchange. Under the agreement, K33 will receive total consideration of SEK 13 million, comprising SEK 5 million in newly issued Reverion shares, at a €15 million valuation, and a SEK 8 million convertible loan, with a strike price at ~€19 million, subject to completion. The share component is intended to be distributed to K33's approximately 26,000 shareholders, subject to the necessary approvals and other conditions.

Infinitas Capital, a founding shareholder, is expected to retain approximately 25% of the Company following the listing. The listing will support the establishment and capitalisation of listed acquisition vehicles, investment in business combinations and the continued development of Reverion's platform. The Company's principal objective is to create long-term value through equity interests retained in the businesses it helps bring to market.

Robin Lauber, Founder of Infinitas Capital and Founding Investor of Reverion, commented:

"Europe has no shortage of excellent private companies and talented founders. What it lacks is a sufficiently repeatable route for more of those businesses to access public capital at the right point in their development. Sweden has built an ecosystem that allows growth companies to list, broaden their investor base and continue building as public businesses. Reverion is a sponsor entity, designed to make that infrastructure accessible to strong European companies.

"The model is deliberately capital-efficient. We are backing a team and platform that can build value through retained equity in the businesses it brings to market, while creating an increasingly capable infrastructure for future transactions. Infinitas looks forward to supporting Reverion through its listing and investing alongside it in the opportunities it creates."

Details of the distribution agreement

The agreement with K33 brings together two businesses with complementary investor networks and provides an opportunity for K33 shareholders to participate in Reverion's development as a public-markets platform.

Under the agreement, K33 will receive SEK 5 million in newly issued Reverion shares, priced at an agreed Reverion valuation of €15 million (SEK 165 million), and a SEK 8 million zero-coupon convertible loan.

Subject to completion of the transaction, approval by K33 shareholders at an extraordinary general meeting and sufficient free equity being available, the Reverion shares will be distributed pro rata to K33's approximately 26,000 shareholders as a dividend in kind. The shares will not be subject to a lock-up.

The convertible loan will be held by K33 and is based on a Reverion valuation of ~€19 million (SEK 210 million) for conversion purposes. It will fall due in two equal instalments, 12 and 24 months after Reverion's listing. Subject to agreed share-price and liquidity conditions, the instalments will convert into Reverion shares. Where those conditions are not met, K33 may elect conversion or cash repayment at par.

This agreement is separate from Reverion's strategy of establishing listed acquisition vehicles and undertaking reverse takeovers and business combinations.

Commenting on the K33 transaction, Kristoffer Lippert, CEO and Co-Founder of Reverion, said:

"Our agreement with K33 marks an excellent start to our journey towards becoming a listed company. We have seen strong interest in our model, and the strength of a large shareholder base is vital to our offer to companies interested in listing. This agreement provides us with access to an established network of active investors, introducing Reverion to approximately 26,000 potential shareholders ahead of our planned listing.

"Building a strong investor base is central to our strategy and this agreement is an important first step in enabling our reverse takeover model. We bring an established network and presence across Europe, and those relationships will support our ambition to bring European growth companies to Sweden's public markets. We look forward to bringing K33's shareholders on board as we develop the platform."

Building a European public-markets platform

Sweden has one of Europe's most developed markets for smaller listed growth companies, supported by an established network of exchanges, investors, advisers and brokers, as well as an active secondary market.[1] That infrastructure remains underused by companies elsewhere in Europe. Reverion intends to bring European growth companies into this ecosystem.

The Company will establish and finance listed acquisition vehicles which can subsequently combine with suitable private businesses, enabling those businesses to become publicly traded companies. Reverion will fund the listing vehicles and retain equity interests in the resulting listed businesses. Its principal source of long-term value is expected to come from these equity holdings, rather than advisory fees, although the Company may also generate revenue from those activities.

Each completed transaction is intended to strengthen Reverion's track record, investor network, capital resources and access to potential acquisition candidates. Reverse takeovers offer a strong listing route for companies, supported by Reverion as a sponsor. Over time, Reverion seeks to establish SPAC vehicles supporting larger transactions as the platform develops.

Reverion will initially focus its company sourcing activities on continental Europe. Over time, the Company intends to expand its activities into the UK and North America.

Strong pipeline and international backing

Reverion is supported by a combination of capital markets expertise, sector knowledge and long-term entrepreneurial commitment.

Infinitas Capital brings patient capital, extensive merchant banking experience and a global investment network, having co-invested alongside leading tier-1 venture capital firms. These relationships provide Reverion with access to international investors and potential listing candidates among high-growth European companies, supported by the long-term commitment of a founding shareholder.

Reverion has also established partnerships with leading international SPAC sponsors, providing opportunities to participate directly in sponsor structures and benefit from the value created through future transactions.

Under its partnership with FutureCorp, a specialist in the space sector, Reverion will act as an exclusive partner for FutureCorp's next three SPACs, participating directly in their respective sponsor structures. The two companies are also exploring the potential launch of a European Space SPAC.

Reverion is also partnering with Churchill Capital, one of the world's most established SPAC franchises, and is expected to hold sponsor shares in Churchill's next SPAC, with both parties seeking to develop a long term relationship.

These partnerships will broaden Reverion's access to international SPAC opportunities and create additional potential for long-term value through direct participation in sponsor economics.

Reverion is also backed by Finpeers, Mount Nebo Capital, MRH and Endurance Capital Partners. Endurance is the family office of Dutch entrepreneur Quentin Selhorst. Selhorst is also a partner at EWOR, the European startup accelerator and investment platform, which provides Reverion with further access to European growth companies that could become future listing candidates.

Commenting on Reverion's planned listing, Kristoffer Lippert, CEO and Co-Founder of Reverion, added:

"European companies should go public in Europe. With Reverion, our objective is to make Sweden's top-tier public-market infrastructure more accessible to high-quality European growth companies that are ready for their next stage of development. We will begin with reverse takeovers and listed acquisition structures, giving businesses a practical route to listing and gaining access to a broader investor base. Our long-term ambition is to strengthen Europe's public markets by making listings more attractive to companies and public-market investment more accessible to investors. We are fortunate to have a strong team and investors backing us, and with them, I believe we can make a real difference to Europe's public markets."

Board and leadership team

Reverion has an experienced Board and leadership team, who combine Nordic public-market experience, transaction expertise and access to European private-company networks.

- **Kristoffer Lippert, CEO and Co-Founder:** A Nordic capital-markets adviser and investor specialising in listings, financings and transactions involving growth companies.
- **Robin Lauber, Founding investor:** Founder of Infinitas Capital, the Lauber family's Swiss single-family office. An entrepreneur and investor with experience in building and backing businesses across multiple sectors, including biotechnology through Korify Capital.
- **Sander Andersen, Founding investor:** Founder and Executive Chairman of H100 Group, where he has overseen the company's development and fundraising, including investment from Bitcoin pioneer Adam Back.
- **Anders Kumlin, Chairman:** Former CEO of Spotlight Stock Market, bringing extensive experience of Swedish public markets and listed-company management.
- **Carsten Puschmann, Board Member:** German entrepreneur and investor with an extensive network of family offices, founders and growth companies across the DACH region and the United States. He has particular experience in supporting scalable technology businesses and promoting Sweden as an alternative route to public markets.
- **Alexander Landorph, Board Member:** A specialist in microcap listings and financings and the architect of Infinitas' Nordic transaction strategy.

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About Reverion

Reverion Capital AB (publ) is a European public markets platform. We bring companies, investors, exchanges and advisers together to create new public companies and help them thrive long after listing. Through dedicated listed vehicles, Reverion gives growth companies a faster and more predictable route to the stock market by reverse takeover. Once they are public, it supports them with know-how, network and access to investors. Our ambition is to make it easier to go public, better to be public and more attractive to invest in public companies across Europe.

For more information, visit www.reverioncapital.com

About Infinitas Capital

Infinitas Capital is the Lauber family's single-family office, investing globally to challenge conventional paradigms and address key societal themes. The firm backs breakthrough companies, develops new living spaces through real estate strategies, and supports founders across the full company lifecycle – from pre-seed to IPO. When gaps in the market are identified, it selectively builds companies to address unmet needs where it holds a strong strategic advantage.

For more information, visit http://infinitas-capital.com/

[1] Sweden has the largest number of listed companies in the EU and a total market capitalisation equivalent to 159% of GDP. Over the past decade, more than 500 companies have listed in Sweden - more than in France, Germany, Spain and the Netherlands combined. The domestic market has also delivered some of the strongest returns globally, consistently outperforming major

international indices. *International Institute of Management Development.*