



OrganoClick launch an offer to the holders of preference shares in OrganoWood

OrganoClick AB (publ) (“OrganoClick” or the “Company”), together with another holder of common shares in the Company’s subsidiary OrganoWood AB (“OrganoWood”) (jointly referred to as the “Buyers”), hereby launch an offer to all holders of preference shares in OrganoWood to tender their preference shares against a cash consideration of SEK 150 per preference share (the “Offer”). The preference shares in OrganoWood are not admitted to trading.

The Offer in brief

- The Offer encompasses all preference shares in OrganoWood.
- The Buyers offer SEK 150 in cash for each preference share in OrganoWood.
- The completion of the Offer is not subject to any conditions and will thus be completed regardless of acceptance level.
- The acceptance period of the Offer runs during June 2021 and settlement is expected to begin around 6 July 2021.

Background and reasons

OrganoWood, a partly owned subsidiary to OrganoClick (OrganoClick owns 60 percent of the common shares), issued 200,000 preference shares at a subscription price of SEK 100 per share during 2013. The terms of the preference shares are regulated in OrganoWood’s articles of association and entitles the holder to receive a redemption amount as applicable from time to time. It is solely the board of directors in OrganoWood that may request a redemption to be resolved by the general meeting and a resolution on a redemption can only be made in May each year the preference shares are outstanding. Further, the redemption requires that OrganoWood has sufficient unrestricted equity for payment of the redemption amount to the holders of preference shares.

OrganoClick are currently of the opinion that a redemption of the preference shares in OrganoWood in accordance with the articles of associates will not be possible within the foreseeable future. OrganoClick, together with another holder of common shares, are launching this Offer in order to facilitate for the holders of preference shares to divest a part of or all of their holdings. Further, OrganoClick is of the opinion that a redemption of the preference shares in OrganoWood would refine the capital structure in the group and alleviate the administration associated with the subsidiary.

The Offer

The Buyers are offering SEK 150 in cash for each preference share in OrganoWood tendered in the Offer. Compared to the subscription price of SEK 100 per preference share, the price in the Offer corresponds to a premium of 50 percent.

OrganoClick will acquire 60 percent of the preference shares tendered in the Offer, corresponding to its *pro rata*-holding of common shares in OrganoWood, and the other Buyer will acquire 40 percent of the preference shares tendered in the Offer. Assuming that all preference shares are

tendered in the Offer, OrganoClick will acquire 120,000 preference shares against a cash consideration of SEK 18 million.

The completion of the Offer is not subject to any conditions. Preference shares tendered in the Offer will be acquired by the Buyers.

Acceptance of the Offer

Holders of preference shares that want to accept the Offer shall provide a correctly completed acceptance form to Vator Securities AB, Att. Emissionsinstitut, Kungsgatan 34, SE-111 35 Stockholm, no later than 30 June 2021. The acceptance form is sent to holders of preference shares whose contact information is known to OrganoClick or which so request and state their contact information. If the holdings are being held at a custody account with a bank/custodian, the application to accept the Offer shall be made in accordance with the instruction from the custodian.

Preliminary timetable

Acceptance period	15 June – 30 June 2021
Announcement of outcome	around 2 July 2021
Settlement	around 6 July 2021

Advisors

The Buyers have engaged Vator Securities AB as financial advisor and issuer agent as well as Advokatfirman Schjødt as legal advisor in connection with the Offer.

This disclosure contains information that OrganoClick 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 14-06-2021 17:31 CET.

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About OrganoClick

OrganoClick AB (publ) is a public Swedish cleantech company listed on Nasdaq First North Growth Market. The company develops, produces and markets functional materials based on environmentally friendly fiber chemistry. Examples of products that are marketed by OrganoClick are the durable water repellent technology for textiles OrganoTex®, the biocomposite material OrganoComp®, surface treatment and maintenance products for villa and property owners under the brand BIOkleen®, biobased binder under the trade name OC-BioBinder™ and the flame and rot-resistant timber OrganoWood® (through the joint-venture OrganoWood AB). OrganoClick was founded in 2006 as a commercial spin-off company based on research performed at Stockholm University and the Swedish University of Agricultural Sciences within environmentally friendly fiber chemistry. OrganoClick has won a number of prizes, such as "Sweden's Most Promising Start -up" and "Sweden's Best Environmental Innovation", and has also received a number of awards, such as the WWF "Climate Solver" award, listed as a SUSTAINIA100 company and has also appeared for two years on the Affärsverldens and NyTekniks list of Sweden's top 33 hottest technology companies. OrganoClick has its head office, production and R&D located in Täby, north of Stockholm. OrganoClick's Certified Adviser on Nasdaq First North Growth Market is Mangold Fondkommission AB, tel: +46 (0)8 503 01 551, email: ca@mangold.se.