

PRESS RELEASE

ZINZINO

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ZINZINO AB (PUBL.): Zinzino announces merger of It Works! into the Zinzino family of businesses for increased distribution power in North America and Europe

Zinzino has today entered into an agreement, and simultaneously closed, to combine with the US-based direct sales company It Works! In an all-share transaction. Through the merger, Zinzino acquired the operational assets of It Works! US business, including inventory, distributor agreements, customer agreements, and IP rights, as well as 100% of the shares in It Works! Marketing International UC, an Irish unlimited company, and its wholly owned subsidiaries.

The fixed purchase price amounts to USD 30 million (the "Purchase Price") which has been paid by Zinzino through a directed set-off issue of 1,843,840 B-shares in Zinzino (the "Directed Issue"). The Directed Issue has been resolved upon by the board of directors of Zinzino, based on the authorization of the Annual General Meeting. The subscription price in the Directed Issue amounts to SEK 145.62 per B-share, which corresponds to the volume weighted average price of Zinzino's B-share two business days prior to the signing and closing of the transaction. In addition, an additional purchase price estimated to USD 4 million could be paid to It Works! during a five-year span based on future sales development. The additional purchase price will also be settled entirely in newly issued B-shares in Zinzino.

This is another strategically important step in Zinzino's growth plans, which focus on improving personal health and well-being on a global level with innovative biotechnology and a groundbreaking product portfolio marketed through direct sales.

It Works!, is a globally renowned direct sales company in the health and beauty segment, operating primarily in North America and Europe. The brand portfolio offers a range of innovative products in the field of health and well-being.

Zinzino estimates the combination with It Works! will generate over USD 60 million in additional revenue in 2026. The combined business is expected to add growth through the synergies that arise in the joint networks, combined with Zinzino's test-based product concept. Profitability through the transactions will thus be able to develop well by utilizing Zinzino's existing technical platform and organization.

According to the agreement, Zinzino shall pay a fixed purchase price of USD 30 million upon completion, 100% of which will be settled through newly issued Zinzino shares (the "Share Issue"). In addition, there will be additional purchase prices based on future sales development, which are estimated to amount to USD 4 million. The additional purchase price will also be settled in full of newly issued Zinzino shares.

A visionary mindset, a tech-first perspective, test-based nutrition at the cellular level, and a strong position to capitalize on current trends will form the basis of the partnership with It Works!. Following several acquisitions in recent years, Zinzino has been looking for further investments to maintain its sustainable, profitable growth, strengthen its distribution power, expand into new markets, and leverage its product portfolio in new consumer areas.

"Individual advice and tailor-made solutions are the future, and not just in health and wellness," say Dag Bergheim Pettersen, CEO of Zinzino, and Mark Pentecost, President and Founder of It Works! Together, we have many years of combined industry experience and everything it takes to drive the modern, personalized shopping experience through direct sales.

The Directed Issue

The Directed Issue of 1,843,840 B-shares at a subscription price of 145.62 SEK per B share, has been resolved by the board of directors of Zinzino based on the authorisation granted by the Annual General Meeting on 28 May 2025.

The reason for deviating from the shareholders' preferential rights has been to enable Zinzino to fulfil its obligations under the asset and share transfer agreement from which the offsettable claim originates. The ability to carry out strategically important

acquisitions for the company with payment through directed issues of B-shares in Zinzino is of great operational and strategic importance to Zinzino. Thus, the board of directors assessed that there are sufficient strong reasons and in the best interest of the company and its shareholders to carry out an issue with deviation from the shareholders' preferential rights. The subscription price in the Directed Issue is based on the terms of the relevant transaction agreement agreed upon by the parties following extensive and long going negotiations between Zinzino and the subscriber at arm's length. The subscription price is therefore considered by the board of directors to be established on market terms.

The newly issued B- shares in the Directed Issue result in the number of shares in Zinzino increasing from 36,319,540 to 38,163,380, divided into 5,113,392 A shares and 33,049,988 B shares. The Company's share capital increases from SEK 3,631,954 to 3,816,338 SEK. The issue entails a dilution of approximately 4.83 per cent of the total number of shares and approximately 2.24 per cent of the total number of votes in Zinzino.

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Certified Adviser: Tapper Partners AB

Zinzino is a global health tech company from Scandinavia, pioneering a new standard in personal health through advanced home health tests and scientifically proven nutritional supplements. Listed on the Nasdaq First North Premier Growth Market, the company's test-based, personalized nutrition strategy empowers individuals to take charge of their long-term health with science-based insights and targeted solutions. Its third-party validated products are available through direct sales distributors in more than 100 markets worldwide. Zinzino's headquarters are located in Gothenburg, Sweden, with additional offices across Europe, Asia, and Australia.