



Nordic Unmanned ASA - Key information related to the potential subsequent repair offering

14.5.2024 19:15:00 CEST | Nordic Unmanned | Additional regulated information required to be disclosed under the laws of a member state

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Reference is made to the stock exchange announcement published on 14 May 2024 by Nordic Unmanned ASA ("**Nordic Unmanned**" or the "**Company**") (ticker: NUMND) regarding the announcement of a term sheet on financial restructuring and a private placement (the "**Private Placement**") directed towards Tjelta Eiendom AS ("**Tjelta Eiendom**") of 470,000,000 new shares in the Company (the "**Offer Shares**") at a subscription price of NOK 0.05 per share (the "**Subscription Price**"), followed by an underwritten subsequent repair offering of 470,000,000 new shares in the Company with pro rata preferential subscription rights for eligible shareholders in the Company other than Tjelta Eiendom at the Subscription Price (the "**Subsequent Offering**").

In accordance with the continuing obligations of companies listed on Euronext Growth Oslo, the following key information is given with respect to the Subsequent Offering:

- * Date on which the terms and conditions of the repair issue were announced: 14 May 2024
- * Last day including right: 14 May 2024
- * Ex-date: 15 May 2024
- * Record date: 16 May 2024
- * Date of approval: To be approved by a general meeting (the "**General Meeting**"). Date to be communicated in an updated announcement as soon as it has been determined.
- * Maximum number of new shares: 470,000,000
- * Subscription price: NOK 0.05 per share
- * Other information: The Subsequent Offering will primarily, subject to applicable securities law, be directed towards existing shareholders in the Company as of 14 May 2024 (as registered in the VPS two trading days thereafter), who (i) were not allocated Offer Shares in the Private Placement, and (ii) are not resident in a jurisdiction where such offering would be unlawful or would (in jurisdictions other than Norway) require any prospectus, filing, registration or similar action (the "**Eligible Shareholders**"). These Eligible Shareholders will receive non-transferable subscription rights in the Subsequent Offering. Oversubscription with subscription rights will be allowed. Subscription without subscription rights from investors other than the Eligible Shareholders will also be allowed.

The allocation hierarchy in the Subsequent Offering will be as follows:

- a) Shares shall be allocated to Eligible Shareholders who have subscribed with subscription rights.
- b) Unallocated shares following a) shall be allocated to Eligible Shareholders who have over-subscribed with subscription rights (on a pro rata basis).
- c) Unallocated shares following b) shall be allocated to investors other than the Eligible Shareholders who have subscribed without subscription rights (the board reserves the right to allocate c) at their sole discretion (in consultation with the Manager)).
- d) Unallocated shares following c) shall be allocated to Tjelta Eiendom as underwriter of the Subsequent Offering.

The Subsequent Offering is subject to approval by the General Meeting. Launch of the Subsequent Offering will also be contingent on publishing a prospectus. Completion of the Subsequent Offering will be conditional upon, inter alia, completion of the Private Placement and the General Meeting resolving to reduce the par value of the shares in the Company to a level equal to or lower than NOK 0.05 per shares, and the subsequent completion of such share capital

reduction following a six-week creditor notice period after the General Meeting. Further description of the Subsequent Offering and the terms and other circumstances that must be taken into consideration when subscribing for shares will be announced later.

The subscription period in the Subsequent Offering will, subject to the above conditions, commence shortly after registration and publication of a national prospectus pursuant to section 7-9 of the Norwegian Securities Trading Act.

Advisors:

Pareto Securities AS is acting financial advisor to the Company as well as sole manager and sole bookrunner in the Private Placement and the Subsequent Offering (the "Manager").

Advokatfirmaet Schjødt AS is acting as legal counsel to the Company.

Disclosure regulation

This information is subject to the disclosure requirements pursuant to section 5-12 of the Norwegian Securities Trading Act.

Contacts

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About Nordic Unmanned

Nordic Unmanned is a leading European manufacturer (OEM) and certified operator of unmanned aircraft systems ("UAS").

We are serving large corporations, government agencies and security customers by offering systems, solutions and flight services for environmentally friendly delivery of productivity improvements and time critical, actionable data insights and logistics services.

Our solutions and services are organized in the three business segments as follows:

Flight Services: is a technology-agnostic flight services operator providing time-critical actionable data to large corporate and governmental customers. The segment also includes NUAer AS and Resale.

AirRobot: is an Equipment Manufacturer (OEM) with a leading product platform in lightweight drones and sensors (payloads) tailored for defense and security.

DroneMatrix: is an Equipment Manufacturer (OEM) offering a fully integrated and autonomous drone system with proprietary software for surveillance and security.

Nordic Unmanned is ISO 9001:2015 and ISO 14001:2015 certified for the operation, maintenance, and sales of unmanned systems and sensor technology. AirRobot is ISO 9001:2015 and EN 9100:2018 certified for its development and production capabilities of unmanned systems.

Founded in Norway in 2014, Nordic Unmanned has offices in Sandnes (NO), Cranfield (UK), Hasselt (BE) and Arnsberg (GER). Nordic Unmanned also comprise joint venture – Omni Unmanned SA with OHI Group SA (registered in Luxembourg) and joint venture – NUAer AS with Aeromon OY (registered in Norway).

For more information visit - <https://nordicunmanned.com/>

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Attachments

- [Download announcement as PDF.pdf](#)