



Huddlestock Fintech AS: Key information relating to a potential repair offering

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Reference is made to the stock exchange notice by Huddlestock Fintech AS ("Huddlestock" or the "Company") today, 26 September 2024 regarding the successful completion of a private placement of 23,593,166 new shares in the Company raising gross proceeds of NOK 14,155,899.60 (the "Private Placement"), and a potential subsequent share offering (the "Subsequent Offering").

The Company may, subject to completion of the Private Placement and certain other conditions, decide to carry out a Subsequent Offering. The Subsequent Offering will be conducted at a price of NOK 0.60 per share (the "Subscription Price") for up to 9,750,000 new shares in the Company towards existing shareholders in the Company as of 25 September 2024 (as registered in the VPS two trading days thereafter, the "Record Date"), 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 ("Eligible Shareholders"). Each Eligible Shareholder will receive, without additional payment 1 unlisted warrants (the "Warrants") per share issued and allocated in the Subsequent Offering, having a strike price of NOK 0.60 exercisable from registration and until 12 months after registration.

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: 26 September 2024
- * Last day including right: 25 September 2024
- * Ex-date: 26 September 2024
- * Record date: 27 September 2024
- * Maximum number of new shares: 9,750,000
- * Subscription price: NOK 0.60 per share

The Subsequent Offering will be subject to (i) a decision by the Company's board of directors (the "Board") to initiate the Subsequent Offering; an extraordinary general meeting of the Company resolving an authorisation to the board to issue the shares related to the Subsequent Offering, under which Eligible Shareholders will receive subscription rights based on their registered shareholdings as of the Record Date; and publication of a prospectus (the "Prospectus") by the Company. The subscription period for any Subsequent Offering is expected to commence by end of Q4 2024.

For additional information, please contact:

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DISCLOSURE REGULATION

This information is subject to a duty of disclosure pursuant to the Company's continuing obligations as a company listed on Euronext Growth Oslo. This information was issued as inside information pursuant to the EU Market Abuse Regulation, and was published by Leif Arnold Thomas, at Huddlestock Fintech AS on the date and time provided.

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

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This announcement is not and does not form a part of any offer to sell, or a solicitation of an offer to purchase, any securities of the Company. Copies of this announcement are not being made and may not be distributed or sent into any jurisdiction in which such distribution would be unlawful or would require registration or other measures.

The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and accordingly may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and in accordance with applicable U.S. state securities laws. The Company does not intend to register any part of the offering in the United States or to conduct a public offering of securities in the United States. Any sale in the United States of the securities mentioned in this announcement will be made solely to "qualified institutional buyers" as defined in Rule 144A under the Securities Act.

In any EEA Member State, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of the Prospectus Regulation, i.e., only to investors who can receive the offer without an approved prospectus in such EEA Member State. The expression "Prospectus Regulation" means Regulation (EU) 2017/1129 as amended (together with any applicable implementing measures in any Member State).

This communication is only being distributed to and is only directed at persons in the United Kingdom that are (i) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) high net worth entities, and other persons to whom this announcement may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons"). This communication must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this communication relates is available only for relevant persons and will be engaged in only with relevant persons. Persons distributing this communication must satisfy themselves that it is lawful to do so.

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Disclosure regulation

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

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About Huddlestock Fintech AS

Huddlestock is an innovative technology software provider through its Investment-as-a-service offering, with full operational service support and a leading financial Consultancy services business. We deliver innovative and sustainable technology and operational solutions to companies offering financial products and services.

Find out more at huddlestock.com

Attachments

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