

Huddlestock Fintech AS - Key Information relating to potential repair offering of convertible debt

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Reference is made to the stock exchange notice by Huddlestock Fintech AS ("Huddlestock" or the "Company") on 29 May 2024 regarding the successful completion of a private placement of NOK 12,500,000 in convertible debt (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 as a private placement of convertible debt directed towards existing shareholders in the Company as of 28 May 2024 (as registered in the VPS two trading days thereafter, the "Record Date"), who (i) were not allocated Convertibles 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 0.04 unlisted subscription rights (the "Subscription Rights") per share issued and allocated. The Subscription rights represent a conditional right to subscribe for convertible debt in a NOK amount equal to the face value of the Subscription rights.

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: 29 May 2024

\* Last day including right: 28 May 2024

\* Ex-date: 29 May 2024

\* Record date: 30 May 2024

\* Subscription price: NOK 1, representing NOK 1 in the convertible instrument

The convertible instrument:

\* Interest rate: 10% p.a.

\* Conversion date: date falling 18 months from the date of settlement of the Private Placement

\* Conversion rate: NOK 1 per share in the Company. However, if the volume-weighted average price per share over the last five days prior to the conversion date (the "VWAP Price") is lower than NOK 1, then the conversion price per share shall be set to a price per share equivalent to the VWAP Price and the Company may alternatively choose to settle the Convertibles in cash.

The Subsequent Offering will be subject to (i) a decision by the Company's board of directors (the "Board"), based on the authorization granted by the annual general meeting held on 16 May 2024 (the "AGM"), under which Eligible Shareholders will receive subscription rights based on their registered shareholdings as of the Record Date, and (ii) publication of a prospectus (the "Prospectus") by the Company.

The subscription period for any Subsequent Offering (if applicable) is expected to commence by end of Q3 2024.

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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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#### ABOUT HUDDLESTOCK FINTECH AS

Huddlestock Fintech is an innovative technology software provider with a leading expert professional services business. We deliver innovative and sustainable technology solutions to the capital markets, treasury and wealth management industries.

Through its technology offering, Huddlestock offers an innovative, compliant, and data-centric WealthTech SaaS, accelerating the digital transformation, and trends of hyper-personalization and on-demand banking within the wealth management industry. Huddlestock's SaaS empowers the embedding of low-cost, efficient white-label trading and investment services, underpinning Huddlestock's mission of delivering financial inclusion by democratizing access to capital markets.

Through its world-class expert professional services business, Huddlestock delivers strategic technology solutions and process automation for the financial services industry. This range of services has propelled Huddlestock into becoming the preferred supplier of financial consultancy services and technology solutions in the Nordic region. Huddlestock Fintech AS was listed on Euronext Growth Market 26th November 2020, as Norway's first fintech company to be publicly traded.

For more information, please visit [www.huddlestock.com](http://www.huddlestock.com) - <http://www.huddlestock.com/>