

Green Minerals AS - Key information related to the rights issue

18.2.2025 12:47:54 CET | Green Minerals AS | Additional regulated information required to be disclosed under the laws of a member state

NOT FOR DISTRIBUTION OR RELEASE, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA, HONG KONG OR JAPAN, OR ANY OTHER JURISDICTION IN WHICH THE DISTRIBUTION OR RELEASE WOULD BE UNLAWFUL. THIS ANNOUNCEMENT DOES NOT CONSTITUTE AN OFFER OF ANY OF THE SECURITIES DESCRIBED HEREIN.

Reference is made to the stock announcement published by Green Minerals AS ("GEM" or the "Company") earlier today, on 18 February 2025, regarding a contemplated underwritten rights issue in the Company raising gross proceeds of a minimum of NOK 5 million and a maximum of the NOK equivalent of EUR 1 million. Key information relating to the Rights Issue is set out below.

Date on which the terms and conditions of the preferential rights issue were announced: 18 February 2025

Last day including rights: 19 February 2025

Ex-date: 20 February 2025

Record Date: 21 February 2025 (assuming normal T+2 settlement)

Date of approval: 18 February 2025.

Maximum number of new shares: 5,500,000 shares.

Subscription price: NOK 2.00.

Ratio preferential rights: Each existing shareholder as of 19 February 2025 (and being registered as such in Euronext Securities Oslo, the Norwegian Central Securities Depository (CSD) at the expiry of 21 February 2025 (the Record Date)) will be granted 2.66 subscription rights for each share registered as held by the shareholder. The number of subscription rights granted to each existing shareholder will be rounded down to the nearest whole subscription right.

Subscription ratio: 1:1 (number of new shares per subscription right)

Managers: Fearnley Securities AS Will the rights be listed: No

ISIN for the preferential rights: NO0013484717

This information is subject to the disclosure requirements pursuant to Section 5-12 of the Norwegian Securities Trading Act and Euronext Growth Oslo Rule Book part II.

Contacts

* Ståle Rodahl, Executive Chairman, Green Minerals AS, +47 4840 0593, staale.rodahl@greenminerals.no

About Green Minerals AS

Green Minerals AS mission is to deliver minerals for the green energy transition in a responsible and sustainable manner through deep sea mining of critical minerals and rare earth elements (REE). This significantly reduces the social and environmental costs found in terrestrial mining while at the same time solving a strategic need for EU and the USA. For more, visit

www.greenminerals.no - http://www.greenminerals.no

Important information

The release is not for publication or distribution, in whole or in part directly

or indirectly, in or into Australia, Canada, Japan or the United States
(including its territories and possessions, any state of the United States and
the District of Columbia). This release is an announcement issued pursuant to
legal information obligations. It is issued for information purposes only, and
does not constitute or form part of any offer or solicitation to purchase or
subscribe for securities, in the United States or in any other jurisdiction. The
securities mentioned herein have not been, and will not be, registered under the
United States Securities Act of 1933, as amended (the "US Securities Act"). The
securities may not be offered or sold in the United States except pursuant to an
exemption from the registration requirements of the US Securities Act.

The Company does not intend to register any portion of the offering of the securities in the United States or to conduct a public offering of the securities in the United States. Copies of this announcement are not being made and may not be distributed or sent into Australia, Canada, Japan or the United States.

Any offering of the securities referred to in this announcement will be made by means of public information and in reliance on relevant prospectus exemptions.

This announcement is an advertisement and is not a prospectus for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14

June 2017 on prospectuses to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (as amended) as implemented in any Member State. Investors should not subscribe for any securities referred to in this announcement except on the basis of such information which the Company has placed in the public domain.

The issue, subscription or purchase of shares in the Company is subject to specific legal or regulatory restrictions in certain jurisdictions. Neither the Company nor the managers assume any responsibility in the event there is a violation by any person of such restrictions. The distribution of this release may in certain jurisdictions be restricted by law. Persons into whose possession this release comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

The managers are acting for the Company and no one else in connection with the

Rights Issue and will not be responsible to anyone other than the Company providing the protections afforded to their respective clients or for providing advice in relation to the offering and/or any other matter referred to in this release.

Forward-looking statements: This release and any materials distributed in connection with this release may contain certain forward-looking statements. By their nature, forward-looking statements involve risk and uncertainty because they reflect the Company's current expectations and assumptions as to future events and circumstances that may not prove accurate. A number of material factors could cause actual results and developments to differ materially from those expressed or implied by these forward-looking statements.

Disclosure regulation

This information is subject to the disclosure requirements in article 19 of the Market Abuse Regulation and section 5-12 of the Norwegian Securities Trading Act.

Attachments

· Download announcement as PDF.pdf