

DIGNITANA

Invitation to subscribe for shares



Dignitana AB (publ)

556730-5346

dignitana.com

Subscription period

18 March – 2 April 2024

Clinically superior scalp cooling to minimize hair loss from chemotherapy..

IMPORTANT INFORMATION

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Rights Issue 2024

The Board of Directors of Dignitana AB (publ) ("Dignitana" or the "Company") has on 21 February 2024 resolved on a rights issue of shares with pre-emption rights for the shareholders of approximately MSEK 19.1 before issue costs (the "Rights Issue"). The Board's resolution on the Rights Issue was subject to the subsequent approval by an Extraordinary General Meeting which was held on 12 March 2024 (the "EGM").

- The Rights Issue will, upon full subscription, provide Dignitana with approximately MSEK 19.1, before issue costs.
- All existing shareholders receive one (1) subscription right per each share held on the record date on 14 March 2024, and seven (7) subscription rights give the right to subscribe for one (1) share. The subscription price is SEK 1.90 per share.
- The subscription period for the Rights Issue will run from and including 18 March 2024 up to and including 2 April 2024. Subscription rights that are not exercised during the subscription period become invalid and thereby lose their value.
- No prospectus will be registered with the Swedish Financial Supervisory Authority (Sw: Finansinspektionen) and no information memorandum will be published in connection with the Rights Issue. Conditions and instructions are expected to be published on the Company's website on or about 15 March 2024.

The Offer in Summary

Subscription period	18 March – 2 April 2024
Subscription price	SEK 1.90 per share
Maximum number of shares to be issued	10,067,736 shares
Maximum issue proceeds	SEK 19,128,698.40 before issue costs
Record date	14 March 2024
Terms	One (1) share held in Dignitana on the record date entitles to one (1) subscription right. Seven (7) subscription rights entitle the holder to subscribe for one (1) share.
Subscription undertakings and underwriting undertakings	Dignitana has received subscription undertakings and underwriting undertakings of approximately SEK 17.8 million, corresponding to approximately 93.2 percent of the Rights Issue.
Trading in subscription rights (TR)	18 March – 26 March 2024
Trading in paid subscribed shares (BTA)	18 March 2024 until the Rights Issue is registered with the Swedish Companies Registration Office
ISIN-code for shares	SE0002108001
Short name	DIGN
Trading place	Nasdaq First North Growth Market

Dignitana AB

Dignitana is a medical technology company based in Lund, Sweden, listed on Nasdaq First North Growth Market. Dignitana produces the DigniCap Scalp Cooling System, a patented medical cooling device that offers cancer patients the ability to minimize hair loss during chemotherapy for improved well-being and quality of life.

The DigniCap Scalp Cooling System was invented in 1999 by a Swedish oncology nurse. The product provides continuous scalp cooling with high efficacy, safety and patient comfort and has been on the European market since 2001.

To access the US market, DigniCap received FDA clearance in 2015. Dignitana introduced DigniCap Delta, the next generation in scalp cooling, in 2019 and the technologically advanced model received CE marking and FDA clearance that year.

OUR VISION

To ensure that every single cancer patient can maintain dignity and quality of life during and after cancer treatment.

OUR PURPOSE

To help patients address the adverse effects of cancer treatment by providing clinically superior scalp cooling and other beneficial products that are both accessible and affordable.



INVESTMENT HIGHLIGHTS

Circular Business Model

Efficiently use assets and redeploy devices where most beneficial

EBITDA

Positive in 2023

69%

Margin

Growth with high margin while reducing loss

90%

Recurring Revenue

Strong financial foundation

18%

Growth

Consistent year over year net sales growth while stabilizing expenses

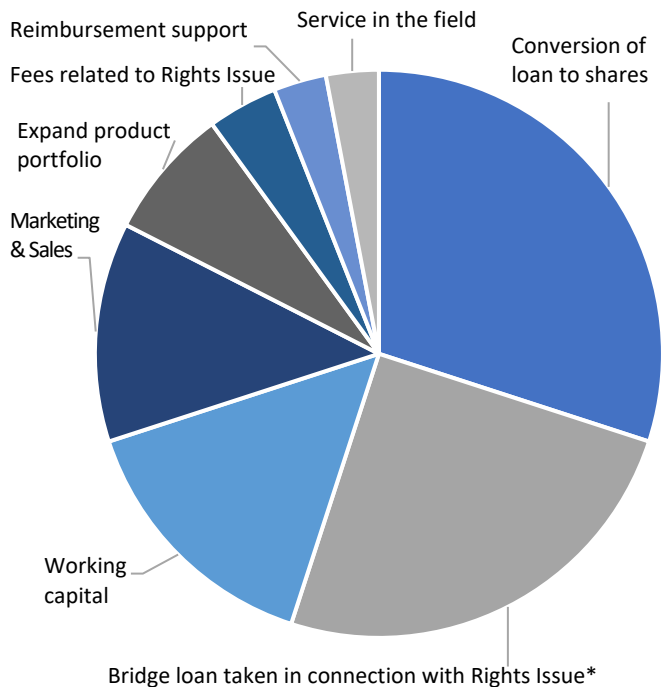
94%

Would Recommend

High patient satisfaction with a focus on service

Use of Funds – Rights Issue approximately 19.1 MSEK

If the Rights Issue is fully subscribed, the Company will receive approximately MSEK 19.1 before issue costs which are estimated to amount to approximately SEK 0.8 million. The net proceeds from the Rights Issue are planned to be distributed according to the following order of priority and scope:

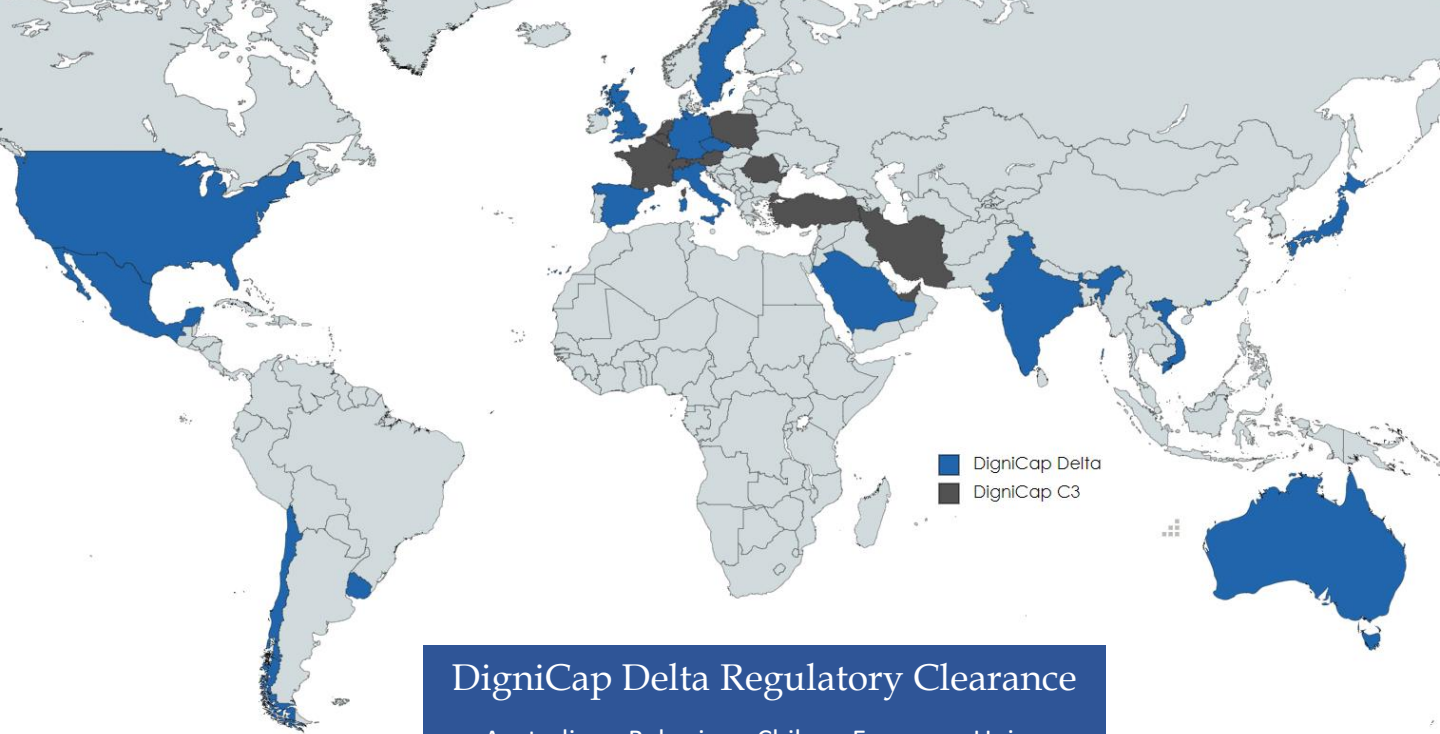


Fees related to Rights Issue	4%
Conversion of loan to shares	30%
Bridge loan taken in connection with Rights Issue*	25%
Working capital	15%
Marketing & Sales	12.5%
Reimbursement support	3%
Service in the field	3%
Expand product portfolio	7.5%

*Bridge loan in connection with Rights Issue will be used for:

- Working capital
- Reimbursement support
- Marketing
- Distributor Academy
- Patent

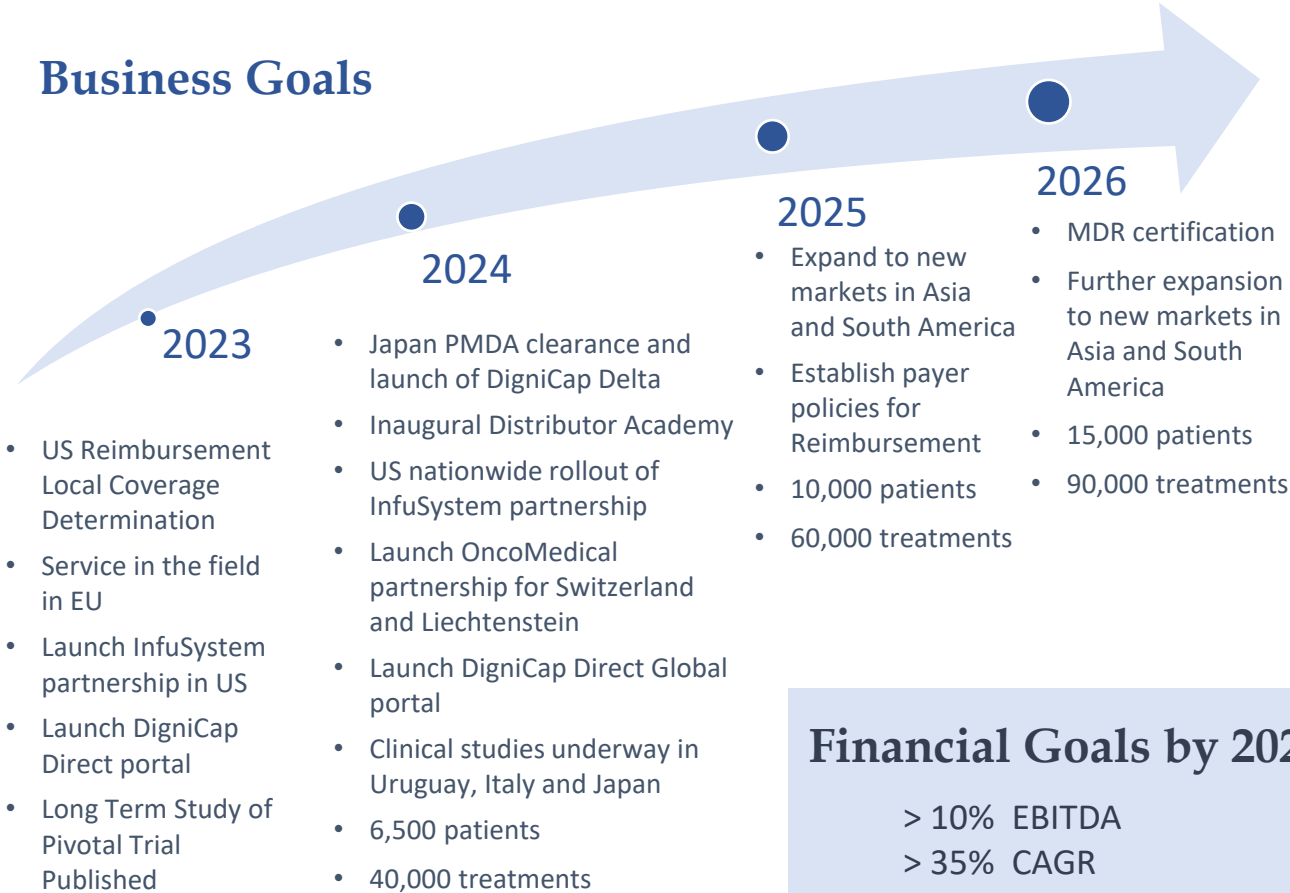




DigniCap Delta Regulatory Clearance

Australia ▪ Bahrain ▪ Chile ▪ European Union
 Hong Kong ▪ Japan ▪ Mexico ▪ Saudi Arabia
 Switzerland ▪ United States ▪ Uruguay ▪ Vietnam

Business Goals



Financial Goals by 2026

- > 10% EBITDA
- > 35% CAGR
- > 200 MSEK

From the CEO

Solid foundation, primed for accelerating growth

Dignitana is in an exciting phase of the company's development and is well-positioned for accelerating growth.

Over the past year we have grown with high margin while reducing loss. We have stabilized operating expenses and have remained focused on our scale up strategy.

We have made significant investments in infrastructure, digitalization, academy for distributors and reimbursement activities. With investments in clinical studies and patient surveys we now have strengthened the evidence of our superior product and clinical outcome, with a patient recommendation rate of amazing 94%! These are all foundational for more profitable growth.

Moving forward we will accelerate marketing activities, scale up with experienced partners, and expand our product portfolio to meet increased market demand.

- In our primary US market, 400 devices are in use at 280 infusion centers. Our sales and marketing partnership with InfuSystem launched in the fourth quarter, and now expands nationwide with direct access to additional infusion centers. Activity with reimbursement is progressing, with increasing numbers of patients and providers receiving favorable coverage for scalp cooling.
- In Europe 81 clinics offer DigniCap C3 (100 devices) and Delta (33 devices), and we are focused on expanding our network of experienced distributors. Here our partnership with oneservice provides rapid service in the field, a benefit to customers and an operational efficiency that has paid off well.
- DigniCap has just received PMDA clearance in Japan, where our partner Konica Minolta will soon launch sales of DigniCap. Their expertise, coupled with a clinical trial already underway in Tokyo, all point to rapid growth in Asia.

With each of these opportunities we see access and awareness accelerating, allowing us to provide DigniCap to more patients. Happy patients are the fuel that keeps us going. We invite you to join us on this journey to improve quality of life for cancer patients around the globe.



Catarina Mård Löwenadler, CEO

Terms of the Offer

Conditions and instructions

Pre-emption right to subscription

The right to subscribe for shares is granted with pre-emption rights to the Company's shareholders. Each existing share held in the Company on the record date of 14 March 2024 entitles to one (1) subscription right. Seven (7) subscription rights entitle the holder to subscribe for one (1) share at a subscription price of SEK 1.90 per share. To the extent that shares are not subscribed for with pre-emption rights, these shall be offered to shareholders and other investors who have submitted a request to subscribe for shares in Dignitana.

Issue amount

The Rights Issue comprises a maximum of 10,067,736 new shares issued at a price of SEK 1.90 per share, which means that the Company, upon full subscription, will receive approximately SEK 19.1 million before issue costs through the Rights Issue. The total issue costs are expected to amount to approximately SEK 0.8 million, which implies net proceeds from the Rights Issue of approximately SEK 18.3 million at full subscription.

Subscription rights (TR)

The right to subscribe for shares is exercised by means of subscription rights. For each share in Dignitana held on the record date, one (1) subscription right is received. Seven (7) subscription rights entitle the holder to subscribe for one (1) share.

Record date

The record date at Euroclear Sweden AB for determining who is entitled to receive subscription rights in the Rights Issue is 14 March 2024. The shares in Dignitana are traded including the right to receive subscription rights to and including 12 March 2024. The shares are traded excluding the right to receive subscription rights in the Rights Issue from and including 13 March 2024.

Subscription price

The subscription price per share amounts to SEK 1.90. No brokerage fee is paid.

Subscription period

Application for subscription of shares through exercise of subscription rights shall be made by simultaneous cash payment during the period from and including 18 March 2024 up to and including 2 April 2024. Please note that subscription rights that are not exercised become invalid after the end of the subscription period and thus lose their value. In order to prevent the loss of value of the subscription rights, they must either be exercised for subscription of shares no later than 2 April 2024 or sold no later than 26 March 2024. Please note that the procedure for non-exercised subscription rights may vary depending on the trustee and in some cases automatic sale of subscription rights takes place if the trustee is not contacted in good time before the end of the subscription period. For more information about each nominee's treatment of unexercised subscription rights, the nominee should be contacted directly.

The Board of Directors of the Company is entitled to extend the time during which application for subscription and payment can be made. Any extension of the subscription period will be announced through a press release no later than 2 April 2024.

Trading in subscription rights (TR)

Trading in subscription rights takes place on Nasdaq First North Growth Market during the period from and including 18 March 2024 up to and including 26 March 2024. A bank or other nominee handles the mediation of the purchase or sale of subscription rights. Those who wish to buy or sell subscription rights should therefore contact their bank or other nominee. Such trading is normally subject to a brokerage fee.

Unexercised subscription rights

Subscription rights that have not been sold by 26 March 2024 or used for subscription of shares by 2 April 2024, will be deleted from all VP accounts without compensation. No special notification will be made when subscription rights are deregistered.

Terms of the Offer

Allocation principles for subscription without pre-emption rights

If all shares are not subscribed for with the support of pre-emption rights, the Board of Directors shall resolve on allotment, within the limits of the maximum amount set out in the Rights Issue. Allotment will be determined on the following grounds:

firstly, to those who have subscribed for shares with the support of subscription rights and who wish to subscribe for additional shares (regardless of whether they were shareholders on the record date or not), pro rata their subscription with the support of subscription rights, and, to the extent that this cannot be done, by drawing lots;

secondly, to others who have registered an interest in subscribing for shares without the support of subscription rights (and who are not covered by point a) above), pro rata their notified interest, and, to the extent that this cannot be done, by drawing lots;

thirdly, to persons who have provided underwriting undertakings regarding subscription of shares.

Trading with paid subscribed shares (BTA)

Trading in BTAs will take place on Nasdaq First North Growth Market from and including 18 March 2024 until the Swedish Companies Registration Office has registered the new issue. This registration is expected to take place around week 15, 2024.

Delivery of subscribed shares

BTA will be replaced by shares as soon as the Rights Issue has been registered by the Swedish Companies Registration Office. After this registration, BTA will be booked out from the respective VP account and replaced by shares without special notification. Such rebooking is expected to take place around week 16, 2024. The newly issued shares will be admitted to trading on Nasdaq First North Growth Market in connection with the rebooking.

Conditions for the completion of the offer

The Board of Directors' resolution on the Rights Issue is conditional upon the approval from the Extraordinary General Meeting in the Company which is to be held on 12 March 2024. If the Extraordinary General Meeting approves of the resolution the Board of Directors of Dignitana is not entitled to cancel, withdraw or temporarily withdraw the offer to subscribe for shares in the Company. The Board of Directors of Dignitana is entitled to extend, one or more times, the time during which application for subscription and payment can be made. Any extension of the subscription period will be announced through a press release.

Publication of the outcome of the rights issue

As soon as possible after the end of the subscription period, the Company will publish the outcome of the Rights Issue. Publication will be made through a press release.

Number of shares, share capital and dilution

Provided that all shares are subscribed for in the Rights Issue, the number of shares in the Company will increase by 10,067,736 shares, from 70,474,155 shares to 80,541,891 shares, and the share capital will increase by SEK 1,006,773.60 from SEK 7,047,415.50 to SEK 8,054,189.10, corresponding to a dilution effect of approximately 12.50 percent. Holders of shares who choose not to participate in the Rights Issue may be financially compensated for the dilution effect by selling their subscription rights.

Applicable legislation

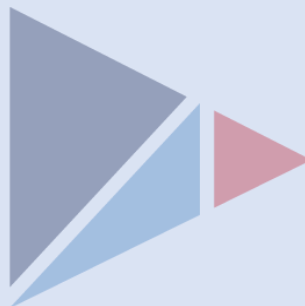
The shares are issued under the Swedish Companies Act (2005:551) and are governed by Swedish law.

Right to dividends

The new shares entitle the holder to dividend on the first record date for dividend regarding shares which takes place after they have been registered with the Swedish Companies Registration Office (Sw. Bolagsverket) and with Euroclear Sweden AB.

Shareholders' rights

Shareholders' rights regarding dividend, voting rights, pre-emption rights when subscribing for new shares, etc. are governed by the Company's Articles of Association, which are available on the Company's website, www.dignitana.com



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Any investment decision in connection with the Rights Issue shall be made based on all publicly available information relating to the Company. The information in this information leaflet is published only as background information and does not claim to be complete. Accordingly, an investor should not rely solely on the information in this information leaflet or its accuracy or completeness.

This information leaflet may not be announced, published, or distributed, directly or indirectly, in or into the United States, Australia, Canada, Hong Kong, Japan, New Zealand, Switzerland, Singapore, South Africa, South Korea, Russia, Belarus or in any other jurisdiction where the distribution of this information leaflet would be unlawful. Nor does this information leaflet constitute an offer to sell shares, subscription rights, BTAs or other securities to any person in a jurisdiction where it would not be permitted to make such an offer to such a person or where such action would require other prospectus, registration or other measures other than under Swedish law. The application form and other documents related to the Rights Issue may not be distributed in or to any country where such distribution or the Rights Issue requires measures as stated in the previous sentence or where they would be contrary to the rules of such country. Actions contrary to this instruction may constitute a violation of applicable securities laws.

None of the shares, subscription rights, BTAs or other securities have been or will be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or the securities laws of any state or other jurisdiction in the United States and may not be offered, subscribed for, exercised, pledged, sold, resold, allotted, delivered or transferred, resold, assigned, delivered or otherwise transferred, directly or indirectly, in or into the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with the securities laws of any state or other jurisdiction of the United States.

As Dignitana has made the assessment that the Company conducts activities worthy of protection under The Foreign Direct Investment Screening Act (2023:560), certain investments in the Rights Issue may require review by the Swedish Inspectorate of Strategic Products. For more information, please visit the Swedish Inspectorate of Strategic Products' website, www.isp.se, or contact the Company.

Forward-looking statements

This information leaflet may contain some forward-looking statements that reflects the Company's current view of future events and financial and operational development. Words such as "intend", "consider" "expect", "may", "plan", "believe", "estimate" and other expressions that imply indications or predictions of future developments or trends, and that are not based on historical facts, constitute forward-looking statements. By its nature, forward-looking statements involves known and unknown risks and uncertainties because it is dependent on future events and circumstances. Forward-looking statements is not a guarantee of future results or development, and actual outcomes may differ materially from those expressed in forward-looking statements. Neither the Company nor anyone else undertakes to review, update, confirm or publicly announce any revisions to any forward-looking statements to reflect events that occur or circumstances that arise in relation to the content of this information leaflet, unless required by law or the Nasdaq First North regulations for issuers.