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## Karo Pharma publishes prospectus relating to the rights issue and receives approval to change listing venue to Nasdaq First North Growth Market

The prospectus relating to the rights issue in Karo Pharma Aktiebolag ("**Karo Pharma**") of approximately SEK 2.5 billion (the "**Rights Issue**") has today, on 23 March 2022, been approved and registered by the Swedish Financial Supervisory Authority. Karo Pharma has today also applied for and received approval from Nasdaq Stockholm to have its shares admitted to trading on Nasdaq First North Growth Market.

### Prospectus

The prospectus is available on Karo Pharma's website, [www.karopharma.com](http://www.karopharma.com), as well as on SEB's website for prospectuses, [www.sebgroup.se/prospectus](http://www.sebgroup.se/prospectus), DNB's website for prospectuses, [www.dnb.se/emission](http://www.dnb.se/emission), and Swedbank's website for prospectuses, [www.swedbank.se/prospekt](http://www.swedbank.se/prospekt).

Application forms for subscription without subscription rights are available on Karo Pharma's website and SEB's prospectus website. The subscription period will run from and including 28 March 2022 up to and including 11 April 2022.

### Change of Listing Venue

As communicated on 9 March 2022 and 10 March 2022, respectively, Karo Pharma has applied for delisting of its shares from Nasdaq Stockholm and Nasdaq Stockholm has approved the application, subject to certain conditions, including that Karo Pharma's shares are admitted to trading on Nasdaq First North Growth Market (the "**Change of Listing Venue**"). Karo Pharma has today applied to have its shares admitted to trading on Nasdaq First North Growth Market and Nasdaq Stockholm has approved the application. The last day of trading on Nasdaq Stockholm will be 24 March 2022 and the first day of trading on Nasdaq First North Growth market will be 25 March 2022. No action is required from shareholders in Karo Pharma in connection with the Change of Listing Venue. The subscription rights, paid subscribed shares (BTA) and shares from the Rights Issue will therefore be admitted to trading on Nasdaq First North Growth Market.

### Advisors

Skandinaviska Enskilda Banken AB ("**SEB**"), DNB Markets, part of DNB Bank ASA, Swedish branch ("**DNB**") and Swedbank AB (publ) ("**Swedbank**") are Joint Global Coordinators in connection with the Rights Issue. White & Case Advokataktiebolag is legal advisor to Karo Pharma in connection with the Rights issue and the listing on Nasdaq First North Growth Market. SEB is financial advisor to Karo Pharma in connection with the listing on Nasdaq First North Growth Market. Erik Penser Bank AB is Certified Advisor in connection to the listing on Nasdaq First North Growth Market.

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The information was submitted for publication by the contact persons set out above, at 12:00 CET on 23 March 2022.

### About Karo Pharma

Karo Pharma delivers smart choices for everyday healthcare. We own and commercialize branded, original over-the-counter products and prescription medicines. Our products are available in more than 60 countries, with Europe and the Nordic region as our core markets. Karo Pharma is headquartered in Stockholm, Sweden and listed on Nasdaq Stockholm Large Cap.

### IMPORTANT INFORMATION

The information in this press release does not contain or constitute an offer to acquire, subscribe for or otherwise trade in shares, subscription rights or other securities in Karo Pharma Aktiebolag. The information contained in this announcement is for background purposes only and does not purport to be full or complete. No reliance may be placed by any person for any purpose on the information contained in this announcement or its accuracy, fairness or completeness.

This announcement is not a prospectus for the purpose of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (together with any related implementing and delegated regulations, the “**Prospectus Regulation**”). Investors should not invest in any securities referred to in this announcement except on the basis of information contained in a prospectus. Any invitation to those entitled to subscribe for shares in Karo Pharma Aktiebolag is made solely through the prospectus which Karo Pharma Aktiebolag published on 23 March 2022.

This press release or information herein may not, in whole or partly, be released, published or distributed, directly or indirectly, in or into Australia, Hong Kong, Japan, Canada, New Zealand, South Africa, Switzerland, Singapore, the United States or any other jurisdiction where such action is wholly or partially subject to legal restrictions or where such action would require additional prospectuses, registrations or other actions in addition to what is required pursuant to Swedish law. Nor may the information in this press release be forwarded, reproduced or disclosed in a manner that contravenes such restrictions or would entail such requirements. Failure to comply with this instruction may result in a violation of applicable securities laws.

No subscription rights, paid subscribed shares (BTA) or new shares have or will be registered under the United States Securities Act of 1933 (the “**Securities Act**”) or securities legislation in any state or other jurisdiction in the United States and may not be offered, subscribed, used, pledged, sold, resold, allotted, delivered or transferred, directly or indirectly, into or within the United States, other than pursuant to an exemption from, or in a transaction that is subject to, the registration requirements of the Securities Act. Furthermore, the securities mentioned in this press release have not been registered and will not be registered under any applicable securities law in Australia, Hong Kong, Japan, Canada, New Zealand, South Africa, Switzerland or Singapore and may, with certain exceptions, not be offered or sold within, or on behalf of a person or for the benefit of a person who is registered in, these countries. The Company has not made an offer to the public to subscribe for or acquire the securities mentioned in this press release other than in Sweden.

In the EEA Member States, with the exception of Sweden, (each such EEA Member State, a “**Relevant State**”), this press release and the information contained herein are intended only for and directed to qualified investors as defined in the Prospectus Regulation. The securities mentioned in this press release are not intended to be offered to the public in any Relevant State and are only available to qualified investors except in accordance with exceptions in the Prospectus Regulation. Persons in any Relevant State who are not qualified investors should not take any actions based on this press release, nor rely on it.

In the United Kingdom, this announcement and any other materials in relation to the securities described herein is only being distributed to, and is only directed at, and any investment or investment activity to which this document relates is available only to, and will be engaged in only with, “**qualified investors**” (within the meaning of the United Kingdom version of the EU Prospectus Regulation (2017/1129/EU) which is part of United Kingdom law by virtue of the European Union (Withdrawal) Act 2018) who (i) have professional experience in matters relating to investments which fall within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the “**Order**”), (ii) are persons falling within Article 49(2)(a) to (d) (“**high net worth companies, unincorporated associations etc**”) of the Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as “**relevant persons**”). This announcement is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.