

# RIGHTS ISSUE 2025

## **INFORMATION- MEMORANDUM**

Invitation to subscribe for  
shares in OrganoClick AB (publ).

Subscription period  
August 8–22, 2025.



  
**OrganoClick®**

**OrganoClick has taken great strides** over the past three years towards our goal of becoming a fast-growing, profitable green chemical company. Our biobased chemical products, which replace “hidden” plastics and harmful chemicals such as PFAS in textiles, nonwovens and wood, are increasingly beneficial to society.

Over the past three years, our production volume has more than doubled from 1,500 to 3,800 tons and more than 1,000 tons of plastic binders were replaced with our biobased binders in 2024. During the same period, our sales have increased from SEK 110 to SEK 127 million, we have improved our operating profit (EBIT) from -29 to -10 million and our cash flow from operating activities has improved from SEK -38 to +4 million.

We are now inviting you to a rights issue of SEK 20 million, 100% guaranteed by the company’s major shareholders, to drive continued growth and take the final steps to profitability. A win for our customers, our climate, our environment and our shareholders!

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Photo: Hans-Erik Nygren, ©OrganoClick.

# Rights issue of shares

This information brochure constitutes marketing and is not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council. The invitation to subscribe for shares in OrganoClick AB (publ) ("OrganoClick" or the "Company") is made through the procedure described in this information brochure under Terms and Conditions, and which is available, among other things, on OrganoClick's website [www.organoclick.com](http://www.organoclick.com).

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## Summary of the offer

### • Rights issue

The issue comprises a maximum of 11,543,290 shares, and can generate up to SEK 20.3 million for the Company before issue costs, which are estimated at approximately 2 percent (SEK 0.4 million) of the issue amount.

### • Preferential Rights and Record Date

The last day for trading in the shares including the right to participate in the New Issue is August 4, 2025 and the first day for trading in the shares excluding the right to participate in the New Issue is August 5, 2025. The record date is August 6, 2025.

Shareholders in the Company receive two (2) subscription rights for one (1) share held. Seventeen (17) subscription rights are required to subscribe for one (1) new share.

### • Subscription period

August 8 – August 22, 2025.

### • Subscription price

SEK 1.76/share. No brokerage fee is charged.

### • Number of shares before the New Issue

98,117,967 shares.

### • Trading in subscription rights

Trading in subscription rights will take place on First North during the period 8–19 August 2025.

### • Information about the share

Trading venue: Nasdaq First North Growth Market

Short name: ORGC

ISIN code: SE0006510335

### • Subscription commitments

In connection with the Offer, OrganoClick has received subscription and guarantee commitments corresponding to 100% of the Rights Issue from the Company's three largest shareholders pro-rata in accordance with the table below. No remuneration is paid for these subscription commitments.

Name	Subscription commitments (MSEK)	%	Guarantee commitments (MSEK)	%
Cidro Förvaltning AB	4.40	21.65%	6.02	29.63%
Beijer ventures AB	1.47	7.24%	2.01	9.91%
Kjell & Märtha Beijers stiftelse	0.83	4.1%	1.14	5.61%
Kjell Beijers 80-årsstiftelse	0.28	1.36%	0.38	1.86%
M. Hellberg AB	1.60	7.87%	2.19	10.77%
<b>SUM</b>	<b>8.58</b>	<b>42.22%</b>	<b>11.74</b>	<b>57.78%</b>

Wet wipes that do not decompose and PFAS from textile impregnation that poison our drinking water. At OrganoClick, we want to help solve these problems. With our green chemical innovations, we replace “hidden” plastics and harmful chemicals in cellulose-based materials with biobased and biodegradable alternatives. For example, we replace PFAS in water-repellent textiles with our product OrganoTex® and plastic binders in napkins with our biobased binder OC-BioBinder®. In this way, we make the materials 100% biobased and biodegradable. We call it Made Green Inside by OrganoClick.

OrganoClick AB (publ) is a Swedish green chemistry company that develops and markets biobased and biodegradable chemical products and material technologies.

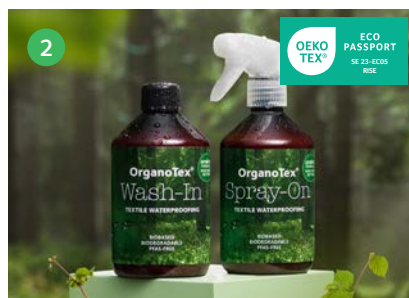
The company was founded in 2006 as a spin-off from Stockholm University and the Swedish University of Agricultural Sciences based on biomimetic research into natural chemical processes. The company has won several awards and has, among other things, been named a “Climate Solver” by the World Wild Life Fund for Nature (WWF) and has been included in Affärsvärlden's and NyTeknik's 33 list of Sweden's hottest technology companies.

OrganoClick is listed on NASDAQ First North Growth Market, has its headquarters, production and R&D center in Täby, north of Stockholm and had a turnover of SEK 127 million in 2024 with approximately 40 employees.

## OUR TECHNOLOGY

The company's core technology has been developed with inspiration from nature's own chemistry. By “clicking” organic molecules onto the surface of cellulose fibers in, for example, wood, textile, paper or nonwoven, new properties are created such as fire retardancy, rot resistance, water repellency and altered mechanical properties.

The word “Organo” in our name relates to Organocatalysis and the word “Click” to Click chemistry. The discovery of Organocatalysis was awarded the Nobel Prize in Chemistry 2021 and the discovery of Click chemistry was awarded the Nobel Prize in Chemistry 2022. We are very proud that OrganoClick in 2006 was one of the first companies in the world to start developing products based on these revolutionary green chemical technologies.



Architect and photo: Collaboratorio



## OUR PRODUCTS

Based on our technologies, we have developed several green chemical products for industrial customers and consumers.

① Our biobased and biodegradable binders are used to replace plastic binders in nonwovens. Customers include industrial nonwoven manufacturers such as the leading napkin manufacturer Duni and Finnish Ahlstrom. Our binders are used for nonwovens that are used to manufacture, among other things, biobased and compostable napkins, agricultural textiles and hygiene products.

② Under our consumer brand OrganoTex®, we market biobased, PFAS-free and biodegradable garment and shoe care products. The brand has experienced strong growth in recent years through an international expansion to the rest of the Nordic region, the DACH region and Italy. The products are sold in the Nordic region and Central Europe through more than 600 retailers, primarily in the sports and outdoor sectors.

③ Our biocide-free wood protection technologies are used to manufacture the Nordic Swan eco-labelled OrganoWood® Nowa timber. OrganoWood Nowa timber is manufactured and sold through our partly owned joint venture OrganoWood AB to both professional construction companies and consumers via retailers and distributors in the Nordic and Central Europe.

④ For the maintenance of wooden structures, houses and properties, the Group also sells biobased and eco-labelled maintenance products under the BLOKleen brand through the building and paint trade. The brand has grown significantly in recent years through new collaborations with, among others, Bauhaus and Hornbach.



## OUR PRODUCTION

We manufacture our green chemical products in our own production facility in Täby. The facility is approximately 5,000 m<sup>2</sup> and includes offices, an R&D laboratory and production and storage space. We have four production lines to manufacture our various chemical products, with a total production capacity of just over 20,000 tons per year. For our consumer products, we also have two filling lines where we fill cans and bottles. We also have our own water purification system where we purify all our process water which is then reused in our production. Of course, we only use 100% renewable energy in our processes! In 2024, we produced and delivered approximately 4,000 tons of our green chemical products and replaced approximately 1,000 tons of plastic with our biobased binders. With a production capacity of 20,000 tons per year in our factory in Täby, we are well equipped for continued growth with only minor cost increases.

## FINANCIAL PERFORMANCE

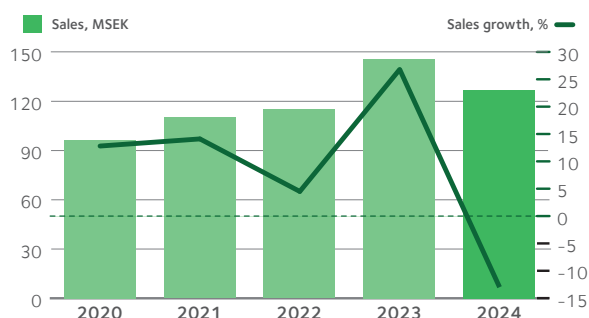
Since the Group's first product was launched in 2012, development has been steady. The Group was listed on NASDAQ First North Growth Market in 2015, and since then sales have increased by an average of 20% per year to SEK 127 million in 2024. The sales increase in recent years, combined with reduced costs and a strengthened gross margin, has significantly improved the Group's results. Over the past three years, operating profit (EBIT) has improved from SEK -39 million to SEK -10 million. Cash flow from operating activities has also improved significantly during the same period from SEK -21 million to SEK +4 million in 2024. The Group's goal now is to achieve profitable growth as quickly as possible through a combination of continued cost discipline and sales growth.

## OUR STRATEGY

The Group's strategy is to become a pure green chemical company with profitable growth in our three business areas Nonwoven & Fiber Technologies, Green Coatings & Maintenance Products and Functional Wood. Our plan to achieve profitable growth is based on the following activities:

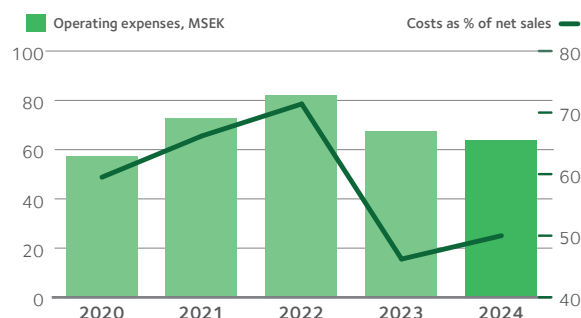
- Continued sales growth for OrganoTex through launches in France and Canada and continued strengthening of our position in the Nordic and DACH region
- Increase sales of our biobased binders by completing prioritized customer projects close to commercialization
- Out-license production of OrganoWood Nowa wood (but maintain production of the wood preservative) to reduce our costs, achieve a more efficient organization and a unified and more scalable business model.

The goal is for these activities to be implemented over the next 12-18 months and for us to thereby achieve profitability.



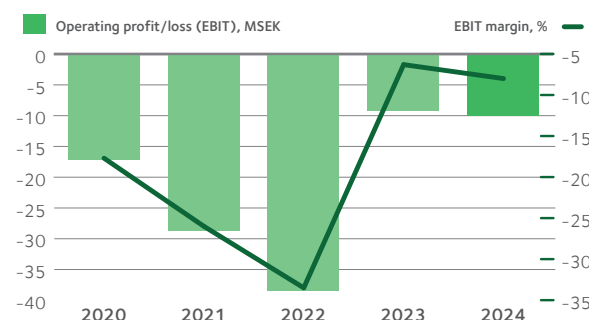
**Sales 2020-2024**

Over the past five years, the Group's sales have grown by an average of 7% per year. In 2024, sales amounted to SEK 127.2 (145.9) million.



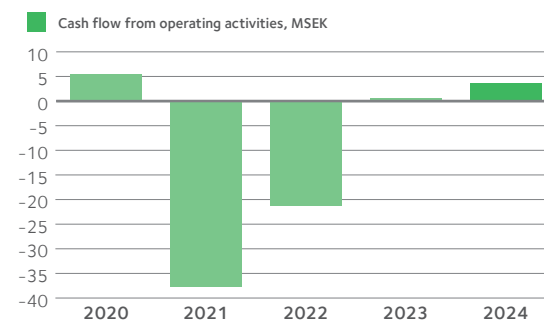
**Operating expenses 2020-2024**

Operating expenses (excluding raw materials) amounted to SEK 64.2 (67.4) million in 2024. 2022 was burdened by one-off impairment and liquidation costs of SEK 10 million. Excluding these, operating expenses were SEK 72.1 million.



**Operating profit (EBIT) 2020-2024**

The operating profit for 2024 was SEK -9.9 (-9.2) million. In 2022, one-time restructuring costs of SEK 10.0 million were charged, and excluding them, the operating profit was SEK -28.5 million.



**Cash flow from operating activities 2020-2024**

Cash flow from operating activities for 2024 was SEK 3.6 (0.5) million.

# Motive

Over the past three years, the Company has taken major steps towards profitability and positive cash flow. To take the company to the final stage of profitability, a slightly higher sales volume with the existing cost base is required. To achieve this, we are focusing primarily on the following three activities over the next 12–18 months:

- **OrganoTex textile impregnation**

Over the past three years, the Company has continued its international expansion of its consumer brand OrganoTex textile impregnation. OrganoTex is today the only brand globally that offers 100% biobased and biodegradable textile impregnations where we replace PFAS and synthetic plastic polymers used in competing solutions. In recent years, OrganoTex has been launched in Germany, Switzerland, Italy, Poland and Austria through collaborations with the respective countries' leading outdoor chains. In Sweden, the brand's position has been further strengthened through collaboration with the hunting chain Jaktia and the golf chain Dormy.

OrganoTex had sales growth of just over 30% in 2024, driven by both strong new customer sales and growth with existing customers. The Company's ambition is to capitalize on the brand's current unique position through continued international expansion and through growth in existing markets. For OrganoTex, expansion in Europe in the coming years will take place in France, but we will also work to strengthen our position in the Nordic and DACH regions. In 2026, the ambition is also to launch the products in North America, starting in Canada.

- **Biobased binders for nonwovens**

The company's biobased binders for industrial nonwoven textiles have several ongoing customer projects with great economic potential. We are currently focusing on three customer projects with leading nonwoven manufacturers where production tests are underway. The aim of all projects is to replace current plastic binders with our biobased binders so that the material becomes 100% biobased, compostable and plastic-free. We are also working to reduce the production price of our binders in order to compete with plastic binders in more price-sensitive high-volume segments.

**The applications that are close to commercialization are:**

- hygienic wipes
- food pads (the material under meat, fish and vegetables in food packaging)
- more price-sensitive areas within tabletop (napkins and tablecloths)

Our ambition is to complete these projects so that our customers can launch their products within 12–18 months, which will drive sales growth for our binders.

- **Out-licensing of OrganoWood Nowa wood production**

The company's strategy is to become a pure green chemical company. Currently, our partly owned subsidiary OrganoWood AB manufactures and sells pre-treated OrganoWood Nowa wood. Our ambition is that this manufacture and sale of wood will be out-licensed to wood treatment companies, but that we will continue to manufacture and supply wood preservatives to these players. This would give the Group a uniform, scalable business model with major synergies between all business areas and reduce our operational costs and tied-up capital.

## Use of proceeds

The Rights Issue will provide the Company with net proceeds of approximately SEK 20 million. Given the Company's current business plan and against the above background, the Company will use the expected net proceeds as follows:

1. Implement the above-mentioned activities over the next 12–18 months
2. Improve the production efficiency of our binders and reduce cost per unit by investing in increased automation of SEK 1–2 million
3. Provide increased financial flexibility through a general strengthening of our balance sheet with improved equity and lower debt ratio

By implementing the above-mentioned activities, the Company will both increase its sales while keeping the cost base constant and thereby bring the Company to profitability. The Company estimates that the capital provided will be sufficient to bring the Company to profitability and positive cash flow.

# Terms and instructions

The Board of Directors of OrganoClick AB (publ) (org.nr 556704-6908) has on July 17, 2025 resolved to carry out a new share issue with preferential rights for existing shareholders, with approval from the subsequent Extraordinary General Meeting on August 5, 2025. The issue comprises a maximum of 11,543,290.00 shares and generate SEK 20,316,190.40 to the Company if fully subscribed. The issue costs are estimated to amount to approximately 2 percent (approximately SEK 0.4 million) of the issue amount. The company's three largest shareholders have guaranteed the issue to 100 percent through subscription commitments based on their shareholding on a pro rata basis and through underwriting guarantees. These commitments and guarantees are not secured by pledges, escrow funds or similar arrangements.

## RECORD DATE

The record date at Euroclear Sweden AB ("Euroclear") for determining who will receive subscription rights in the issue is August 6, 2025. The last day of trading in the Company's share including the right to receive subscription rights is 4 August 2025. The first day of trading in the Company's share excluding the right to receive subscription rights is August 5, 2025.

## SUBSCRIPTION PERIOD

Subscription of shares shall take place during the period from and including 8 August 2025 up to and including 22 August 2025. The Board of Directors of the Company has the right to extend the subscription period. The Board of Directors does not have the right to cancel the issue after the subscription period has begun.

## SUBSCRIPTION COURSE

The subscription price is SEK 1.76 per share. No commission will be charged.

## SUBSCRIPTION RIGHTS

Shareholders in the Company receive two (2) subscription rights for one (1) share. Seventeen (17) subscription rights are required to subscribe for one (1) new share. Subscription rights that have not been sold no later than 19 August 2025 or exercised for subscription of shares no later than 22 August 2025, will be booked out of all securities accounts without compensation. No special notification is made when subscription rights are cancelled.

## TRADING IN SUBSCRIPTION RIGHTS

Trading in subscription rights will take place on Nasdaq First North Growth Market during the period from and including 8 August 2025 up to and including 19 August 2025. Subscription rights acquired during the above-mentioned trading period entitle, during the subscription period, the same right to subscribe for new shares as the subscription rights shareholders

receive based on their holdings in the Company on the record date. Banks and securities institutions with the necessary permits are at your service in brokering the purchase and sale of subscription rights.

## PAID AND SUBSCRIBED SHARES ("BTA")

Subscription by payment is registered with Euroclear as soon as this can be done, which normally means a few banking days after payment. The subscriber will then receive a VP notice confirming that BTA has been booked into the VP account. Subscribed shares are referred to as BTA until the new share issue has been registered with the Swedish Companies Registration Office.

## TRADING IN BTA AND CONVERSION TO SHARES

Trading in BTA will take place on Nasdaq First North Growth Market from 8 August 2025 until the issue has been registered with the Swedish Companies Registration Office and the conversion from BTA to shares takes place. The last day of trading will be communicated through a market release. No special notification will be sent out by Euroclear in connection with the conversion.

## TRADING THE STOCK

The shares in the Company are traded on Nasdaq First North Growth Market. The share is traded under the ticker ORGC and has ISIN SE0006510335. After the issue has been registered with the Swedish Companies Registration Office, the newly issued shares will also be subject to trading.

## PREFERENTIAL RIGHT TO SUBSCRIBE

Shareholders who are registered as shareholders in the Company on the record date of 6 August 2025 have preferential rights to subscribe for two (2) new shares for seventeen (17) existing shares.

### Directly registered shareholders, holdings in VP accounts

Shareholders or representatives of shareholders who are registered in the share register maintained by Euroclear on behalf of the Company on the record date will receive a pre-printed issue report with an attached bankgiro notice, a special application form and an application form for subscription without subscription rights. VP notices regarding registration of subscription rights on VP accounts will not be sent out.

A person who is included in the list of pledgees and guardians kept in connection with the share register will not receive an issue report but will be notified separately.

### Nominee-registered shareholders, holdings in custody

Shareholders whose holdings of shares in the Company are nominee-registered with a bank or other nominee do not receive an issue report. Subscription and payment must instead be made in accordance with instructions from the nominee.

### **Subscription with subscription rights, directly registered shareholders**

Subscription shall be made by payment to the specified bankgiro no later than 22 August 2025 in accordance with one of the following two alternatives.

#### **1) Pre-printed bankgiro notice, Issue accounting**

Used if all received subscription rights are to be exercised. Subscription is made by payment of the pre-printed bankgiro notice. Please note that no further action is required for subscription and that the subscription is binding.

#### **2) Special application form**

Used if a different number of subscription rights than what appears in the pre-printed issue report is to be exercised, e.g. if subscription rights have been bought or sold. Subscription takes place when both the special application form and payment have been received by Eminova Fondkommission. The reference for payment is the registration form number. Incomplete or incorrectly completed application forms may be disregarded. The registration form can be sent by regular mail (NOT REC), by email or fax. Please note that the subscription is binding.

A special application form can be downloaded from OrganoClick's website (<https://organoclick.com/about/corporate-governance/general-meeting/>) or be obtained from Eminova Fondkommission AB, tel.08-684 211 00, fax 08-684 211 29, email [info@eminova.se](mailto:info@eminova.se).

### **Shareholders resident outside Sweden**

#### **Shareholders directly registered residing outside Sweden entitled to subscribe**

Shareholders entitled to subscribe directly who are not resident in Sweden and who cannot use the pre-printed bankgiro notice (issue report) can pay in Swedish kronor via SWIFT as set out below. Subscription takes place when both the special application form and payment have been received by Eminova Fondkommission.

Eminova Fondkommission AB  
Biblioteksgatan 3, 3rd floor  
111 46 Stockholm, Sweden  
BIC/SWIFT: SWEDSESS  
IBAN: SE30 8000 0890 1188 4765 7056

#### **Shareholders residing in certain ineligible jurisdictions**

Shareholders residing in other countries where participation in the rights issue is wholly or partly subject to legal restrictions are not entitled to participate in the rights issue (e.g. Australia, Hong Kong, Japan, Canada, New Zealand, Singapore, South Africa, USA, Switzerland, Russia, Belarus). These shareholders will not receive subscription rights, issue accounts or any other information about the new share issue. Eminova reserves the right to refuse subscribers residing in countries where Eminova does not operate.

### **SUBSCRIPTION WITHOUT SUBSCRIPTION RIGHTS AND ALLOTMENT**

In the event that all shares are not subscribed for with subscription rights, the Board of Directors shall, within the maximum amount of the issue, resolve on allotment of the remaining shares.

Application for subscription of shares without subscription rights shall be made on the application form titled "Subscription without subscription rights", which is available for download from OrganoClick's website (<https://organoclick.com/about/corporate-governance/general-meeting/>) or [eminova.se](https://eminova.se). If more than one application form is submitted, only the first one received will be considered. No payment should be made in connection with the registration! Please note that the registration is binding. (Important information about ISK, IPS and endowment insurance under "Other")

If the application is for subscription in an amount of EUR 15,000 or more, a completed KYC and a certified copy of valid identification must accompany the application form. If the notification concerns a legal entity, in addition to KYC and identification, a valid registration certificate (no older than three months) showing authorized signatories must accompany the registration form.

Notification of allotment of shares is given by sending a settlement note. Payment must be made to bankgiro in accordance with the instructions on the settlement note and is never deducted from the specified VP account or custody account. If payment is not made on time, the shares may be transferred to another party. Should the sale price at the time of such transfer be lower than the price according to the offer, the party who originally received allotment of these shares may be liable for all or part of the difference. No message will be sent out to those who have not received an allotment.

#### **Allotment shall be made as follows:**

- In the first instance, allotment shall be made to those who have also subscribed for shares with the support of subscription rights, regardless of whether they were shareholders on the record date or not. In the event of oversubscription, the allotment will be made pro rata in relation to the number of shares subscribed for with subscription rights and, to the extent that this cannot be done, by drawing lots.
- Secondly, allotment shall be made to other persons who have applied for subscription without the support of subscription rights. In the event of oversubscription, the allotment will be made pro rata in relation to the number of shares applied for and, to the extent that this cannot be done, by drawing lot.
- Ultimately, the remaining shares shall be allotted to persons who have guaranteed the issue in accordance with their guarantee commitments.



## **OTHER**

Subscription of shares with or without subscription rights is irrevocable and the subscriber cannot cancel his subscription.

### **Regarding subscription to ISK, IPS or endowment insurance**

In the event that the custody account or securities account is linked to an endowment insurance, an IPS or ISK (investment savings account), special rules apply when subscribing to new securities. The subscriber must contact their bank/trustee and follow their instructions for how the subscription/payment should be made. In the event that subscription is not made in a correct manner, delivery of allotted securities will not be possible to these types of depositories. The subscription is binding and the submitted application form cannot be revoked. It is the subscriber's responsibility to ensure that the subscription is made in such a way that delivery can be made to the specified depot.

### **Regarding delivery of subscribed securities**

Incorrect or incomplete information in the application form, registration processing at the Swedish Companies Registration Office, late payments from investors, routines at the managing bank or custodian institution or other factors that are not influenced by Eminova, may delay delivery of shares to the investor's VP account or custody account. Eminova disclaims any liability for losses or other consequences that may be suffered by an investor as a result of the timing of delivery of shares.

### **Terms for Handling of Incorrect, Unidentifiable, or Late Payment – Subscriber/Investor**

In the event that the customer pays in an overly high and thus incorrect amount or pays too late, Eminova will not refund any amount below SEK 10. For amounts of SEK 10 or more, the customer can contact Eminova to have the excess amount returned to the account from which the payment came. The payer needs to provide documentation showing the amount paid, to which account the payment was made, when and from which account the payment was made, and who owns the account. Eminova will not pay out the amount to any other account. The right of claim for amounts of SEK 10–100 remains for one year from the date of payment. The right of claim for amounts exceeding SEK 100 remains for ten years from the date of payment. After the right of claim has expired, the amount is deregistered from the customer.

In the event that the payment cannot be identified and linked to a customer, the amount will be registered under "unknown owners". It is the responsibility of the payer to contact Eminova to claim the amount. The same terms and conditions, amount limits and right of claim apply as in the paragraph above.

Eminova will not, on its own initiative, contact customers or others who have paid an incorrect amount, an amount that cannot be identified or paid too late, to refund the excess amount. This responsibility lies with the payer.

Contact is made via email: [info@eminova.se](mailto:info@eminova.se) with ref. PAYMENT.

## **Announcement of the outcome of the issue**

Announcement of the outcome of the issue will be made through a press release from the Company as soon as possible after the end of the subscription period.

### **Right to dividends**

The new shares entitle to dividend for the first time on the record date for dividend that occurs immediately after the new shares have been registered with the Swedish Companies Registration Office.

### **Share register**

The company's share register with information about shareholders is managed by Euroclear Sweden AB, Box 191, SE-101 23 Stockholm, Sweden.

### **Applicable law**

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

Shareholders' rights regarding dividends, voting rights, preferential rights in connection with subscription of new shares, etc., are governed partly by the Company's Articles of Association, which are available on the Company's website, and partly by the Swedish Companies Act (2005:551).



we call it Made Green Inside, and it is our business concept that all products we develop must be manufactured from bio-based raw materials, be biodegradable and free from harmful chemicals and plastics,



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