

## Press release

Stockholm, Sweden, 18 July 2023

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### **Sobi intends to carry out a rights issue of approximately SEK 6,000 million and calls for an Extraordinary General Meeting to be held on 15 August 2023**

Swedish Orphan Biovitrum AB (publ) (Sobi®) (STO:SOBI) (“Sobi” or the “Company”) calls for an Extraordinary General Meeting to be held on 15 August 2023 (the “EGM”) for the purpose of authorising the Board of Directors to resolve on a rights issue of new common shares with preferential subscription rights for the Company’s existing shareholders of approximately SEK 6,000 million (the “Rights Issue”), with the purpose of repaying part of the bridge loan that partly finances the acquisition of CTI BioPharma Corp. (“CTI”). A number of the Company’s larger shareholders, including its largest shareholder Investor AB (publ), Fjärde AP-fonden, Polar Capital, Handelsbanken Fonder and Swedbank Robur Fonder, together representing approximately 49.1<sup>1</sup> per cent of the shares in the Company, have undertaken to subscribe or expressed their intention to subscribe for their respective pro rata share of the Rights Issue.

On 10 May 2023, Sobi announced that the Company had entered into an agreement, under which Sobi agreed to submit a cash tender offer for all the shares in CTI for a purchase price of approximately USD 1,700 million (corresponding to approximately SEK 18,060 million<sup>2</sup>). The acquisition was completed on 26 June 2023 after successful completion of the tender offer.

The acquisition of CTI has been funded through bank financing corresponding to a total of approximately SEK 17,350 million<sup>3</sup>, of which SEK 8,000 million consists of a bridge loan, provided by Bank of America Europe Designated Activity Company (“BofA”) and Danske Bank A/S, Danmark, Sverige Filial (“Danske Bank”). In connection with the announcement of the acquisition of CTI, Sobi stated that up to half of the purchase price is intended to be refinanced through issuance of new common shares with preferential subscription rights for the Company’s existing shareholders.

For the purpose of authorising the Board of Directors of Sobi to resolve on the Rights Issue the Board of Directors calls for an EGM to be held on 15 August 2023. The proposal for the Board of Directors’ authorisation will be included in the notice to the EGM, which will be

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<sup>1</sup> Excluding treasury shares. As of 18 July 2023, Sobi held 14,399,118 treasury shares (common shares), which do not entitle to participation in the Rights Issue. The amount is a rounded number.

<sup>2</sup> Based on an USD/SEK rate of 10.7217 as of 26 June 2023.

<sup>3</sup> The total amount of approximately SEK 17,350 million (based on an EUR/SEK rate of 11.6837 as of 26 June 2023) consists of long-term debt financing of EUR 800 million and a bridge loan of SEK 8,000 million.

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published separately. The net proceeds from the Rights Issue will be used to repay part of the bridge loan, which will strengthen Sobi's financial position and enable continued future investments, including further acquisitions, for the implementation of the Company's strategy.

Provided that the EGM authorises the Board of Directors to resolve on the Rights Issue, the Rights Issue is intended to be launched during the third quarter 2023. The Board of Directors' intention is to use the authorisation as soon as possible after the EGM.

The Company's largest shareholder Investor AB (publ), representing approximately 36.2<sup>4</sup> per cent of the shares in the Company, has undertaken to vote in favour of the Board of Directors' proposal at the EGM to authorise the Board of Directors to resolve on the Rights Issue and to subscribe for its pro rata share of the Rights Issue. In addition, Fjärde AP-fonden, Polar Capital, Handelsbanken Fonder and Swedbank Robur Fonder, together representing approximately 12.8<sup>5</sup> per cent of the shares in the Company, have expressed their intention to vote in favour of the Board of Directors' proposal at the EGM to authorise the Board of Directors to resolve on the rights issue and to subscribe for their respective pro rata share of the Rights Issue based on the shares held at the record date of the Rights Issue.

### Advisers

In connection with the Rights Issue, Sobi has appointed BofA Securities Europe SA ("**BofA Securities**") and Danske Bank as Joint Global Coordinators and Bookrunners. For the avoidance of doubt, BofA Securities and Danske Bank are not and will not be involved with any offers and sales in the Rights Issue by Sobi inside the United States.

Mannheimer Swartling is acting as legal adviser to Sobi in relation to the Rights Issue, Latham & Watkins (London) LLP is acting as U.S. legal adviser to Sobi in relation to the Rights Issue and Linklaters is acting as legal adviser to BofA Securities and Danske Bank in relation to the Rights Issue.

### Sobi

Sobi® is a specialised international biopharmaceutical company transforming the lives of people with rare and debilitating diseases. Providing reliable access to innovative medicines in the areas of haematology, immunology and specialty care, Sobi has approximately 1,600 employees across Europe, North America, the Middle East, Asia and Australia. In 2022, revenue amounted to SEK 18.8 billion. Sobi's share (STO:SOBI) is listed on Nasdaq Stockholm. More about Sobi at [www.sobi.com](http://www.sobi.com), LinkedIn and YouTube.

### For more information, please contact:

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Jennifer Kretzmann  
Manager of Stakeholder Communications and Corporate Access

*This is information of the type that Swedish Orphan Biovitrum AB (publ) is obligated to make public in accordance with the EU Market Abuse Regulation. The information was submitted for publication through the agency of the contact person above on 18 July 2023 at 08.00 CEST.*

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*sometimes use words such as “intend,” “proposed,” “plan,” “expect,” and words of similar meaning, reflect management’s beliefs and expectations and involve a number of risks, uncertainties and assumptions (including the completion of the transactions described in this announcement) that could cause actual results and performance to differ materially from any expected future results or performance expressed or implied by the forward-looking statement. Statements contained in this announcement regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. The information contained in this announcement is subject to change without notice and, except as required by applicable law, the Company does not assume any responsibility or obligation to update publicly or review any of the forward-looking statements contained in it. Readers should not place undue reliance on forward-looking statements, which speak only as at the date of this announcement.*