



Press release,
Lund, November 27, 2023

THIS PRESS RELEASE MUST NOT BE DISCLOSED, PUBLISHED, OR DISTRIBUTED, DIRECTLY OR INDIRECTLY, IN OR TO AUSTRALIA, BELARUS, HONG KONG, JAPAN, CANADA, NEW ZEALAND, RUSSIA, SWITZERLAND, SINGAPORE, SOUTH AFRICA, SOUTH KOREA, THE UNITED STATES, OR ANY OTHER JURISDICTION WHERE THE DISCLOSURE, DISTRIBUTION, OR PUBLICATION WOULD BE UNLAWFUL OR REQUIRE ADDITIONAL REGISTRATION MEASURES. SEE "IMPORTANT INFORMATION" AT THE END OF THIS PRESS RELEASE.

Hamlet BioPharma AB proposes a rights issue of Class B shares, with the possibility to secure approximately 40 million SEK. About 13 million SEK has been subscribed in advance through subscription commitments. Technically, the issuance amounts to 80 million SEK.

Hamlet BioPharma, the innovative pharmaceutical company with a strong portfolio of projects for the treatment of cancer and infections, invites you to a new share issue. The board of directors of Hamlet BioPharma AB ("Hamlet BioPharma" or "the Company") has today decided to propose a rights issue of Class B shares for existing shareholders ("the Rights Issue"). Upon full subscription, excluding the main shareholder's portion, the Company will receive a total proceeds of approximately 40 million SEK before issuance costs, of which approximately 13.3 million SEK has been subscribed in advance through subscription commitments. The main shareholder, Catharina Svanborg, who has invested a total of approximately 30 million SEK in the company over the years, does not have the financial means to participate in the proposed issuance. Technically, the issuance amounts to approximately 80 million SEK. The purpose of the Rights Issue is to ensure the continued development of drugs in clinical phase and new drug candidates in the company's pipeline. A notice convening an extraordinary general meeting to decide on the Rights Issue will be published through a separate press release.

Summary of the Rights Issue.

- The Rights Issue comprises a maximum of 72,003,638 Class B shares that can be subscribed to at a subscription price of 1.12 SEK per Class B share. The subscription price represents a discount of approximately 29 percent compared to the volume-weighted average price of the Company's Class B share on the Spotlight Stock Market over 20 trading days, from October 30, 2023, to November 24, 2023, which amounted to approximately 1.58 SEK.
- Upon full subscription in the Rights Issue, the Company will receive gross proceeds of approximately 80 million SEK, before transaction costs. Since the founder, Catharina Svanborg, and her company do not have the financial means to fully subscribe to their share, the proposal allows for approximately 40 million SEK in gross proceeds before transaction costs.

- Shareholders, regardless of share class, in the Company on the record date, January 22, 2024, will receive four (4) subscription rights for each share held on the record date, regardless of share class. Seven (7) subscription rights entitle the holder to subscribe for one (1) Class B share in the Rights Issue.
- Subscription in the Rights Issue can be made during the period from January 24, 2024, to February 7, 2024.
- Trading in subscription rights is expected to take place on the Spotlight Stock Market during the period from January 24, 2024, to February 2, 2024, and trading in paid subscribed shares (BTA) is expected to take place on the Spotlight Stock Market from January 24, 2024, until the Rights Issue is registered with the Swedish Companies Registration Office, which is estimated to take place around week 9.
- The Company has received subscription commitments amounting to approximately 13.3 million SEK, corresponding to approximately 17 percent of the Rights Issue, from a number of the Company's existing shareholders. The founder, Catharina Svanborg, through the holding company Linnane Pharma AB, transfers subscription rights to new investors who have committed to subscribe in the issuance and to shareholders who have committed to subscribe in addition to their pro rata share. Therefore, the subscription of part of Linnane Pharma's pro rata share is ensured. Subscription rights from the founder may be available to new investors and shareholders who wish to subscribe for more shares than their pro rata share, which may result in more than 40 million SEK being contributed to the company.
- The Rights Issue increases the number of outstanding shares by 72,003,638, from 126,006,368 shares, of which 40,027,118 are Class A shares and 85,979,250 are Class B shares, to 198,010,006 shares, of which 40,027,118 are Class A shares and 157,982,888 are Class B shares, and the number of votes by 72,003,638, from 486,250,430 votes to 558,254,068 votes, upon full subscription.
- The maximum increase in share capital through the Rights Issue is 720,036.38 SEK, from 1,260,063.68 SEK to 1,980,100.06 SEK, upon full subscription.
- For existing shareholders, the Rights Issue results in a dilution effect of approximately 36 percent of the capital and approximately 13 percent of the votes in the Company upon full subscription. Shareholders who choose not to subscribe to the Rights Issue have the opportunity to partially compensate for this dilution effect economically by selling their received subscription rights.
- Only Class B shares will be issued in the Rights Issue. Subscription rights will be allocated in proportion to the number of shares owned on the record date, regardless of share class.
- The complete terms of the Rights Issue, as well as additional information about the Company, will be disclosed in the prospectus, which is expected to be published on the Company's website on January 22, 2024.

"We welcome our shareholders and new investors to participate in the rights issue and are grateful for the pre-subscription from existing shareholders and new shareholders, which provides a good start. The proceeds from the new share issue will, among other things, be used for preparations for the Phase III clinical trial of Alpha1H in bladder cancer and Phase II studies of immunotherapy for patients with severe pain syndromes or recurrent infections in the bladder. The newer projects in the company's pipeline are very promising, and Hamlet BioPharma's drug portfolio includes interesting new compounds and strong projects for the treatment of cancer and infections," commented Chairman and founder Catharina Svanborg.

Background and rationale for the Rights Issue.

Hamlet BioPharma is a pharmaceutical company that holds a broad portfolio of drug projects for the treatment and prevention of cancer and infectious diseases. The company is developing a family of drug candidates that effectively kill cancer cells and growing tumor tissue with high precision. Phase II studies in patients with bladder cancer have shown very good effects on the tumor, and the FDA has approved the company's drug Alpha1H for further clinical trials. The company is also developing immunomodulatory substances for the treatment of infections and inflammatory diseases. Two Phase II studies are investigating the effects against pain conditions and infections in the bladder.

Alpha1H is a peptide drug that rapidly kills tumor cells, both in the laboratory and in animal models. In treated patients, the response can be measured within a few hours, and after one month, the tumors decrease in size in >80% of patients treated with a high dose. The mechanism of action has been studied in detail, and the results have been published in reputable international journals. Alpha1H has demonstrated powerful positive effects in animal cancer models, and the clinical trial program has been designed with high precision thanks to extensive research.

Bladder cancer is common, costly, and difficult to treat. The market is very large, and there is currently a lack of drugs for early-stage and advanced-stage disease. The recurrence rate is high, and patients' quality of life is greatly affected, in addition to the risk of metastatic disease and death. Hamlet BioPharma chose bladder cancer as the first indication because previous studies with HAMLET had shown clear effects on this particular form of cancer. The company is currently in late-stage Phase II with the treatment of early-stage bladder cancer using Alpha1H. Since Alpha1H has shown positive effects on the tumor (bladder cancer) in the clinical trial program and the absence of serious side effects even at higher doses, the FDA has approved the continuation of the clinical trial program, which involves a repeated treatment strategy that better reflects future clinical reality. This can be seen as an important preparation for a Phase III study. The company has applied for Fast Track designation with the FDA for Alpha1H and is expected to present results from ongoing studies in the first half of 2024.

In parallel, the company is developing new drugs for the treatment of infection and inflammation. The immunotherapy being developed by the company improves the precision of the immune response and offers an alternative or complement to antibiotics, with the advantage of also acting against resistant bacteria. The company has patented the use of the substance anakinra for the treatment of a severe debilitating pain condition in the bladder and acute cystitis, which is a problem for women in many parts of the world, particularly due to antibiotic-resistant bacteria, making the disease difficult to treat. Anakinra is the active substance in the approved drug Kineret®, which may result in a faster regulatory process.

Currently, the Company's primary commercial focus is on Alpha1H, with the goal of conducting Phase III studies and obtaining market approval from the FDA/EMA. The primary commercial strategy after the rights issue is partnering with larger pharmaceutical companies, which can generate future revenue through upfront, milestone, and royalty payments. The company also welcomes partnering regarding anakinra for market approval and the development of the company's pipeline. The company is expected to present results from the ongoing studies described above in the first half of 2024.

To ensure continued successful development in line with the company's strategy, Hamlet BioPharma has decided to conduct the rights issue.

Utilization of the proceeds from the share issue

If the rights issue is fully subscribed, excluding the founder's portion, the Company will be provided with approximately 40 MSEK before deducting transaction-related costs. Hamlet BioPharma intends to utilize the net proceeds from the rights issue as follows:

- Drive the development of Alpha1H as a drug for bladder cancer towards Phase III and market approval - Approximately 60%
- Drive the development of Kineret as a treatment for bladder pain and acute cystitis towards market approval - Approximately 20%
- Develop promising new compounds in the pipeline until clinical trials, including ongoing preclinical studies, toxicology, and production technology - Approximately 10%
- General ongoing expenses - Approximately 10%

The rights issue

Hamlet Biopharma's board of directors has today, on November 27, 2023, decided to propose a new share issue of a maximum of 72,003,638 B-shares with pre-emptive rights for the company's existing shareholders. The subscription price is set at 1.12 SEK per B-share, which would result in the company receiving approximately 40 million SEK before issuance costs, excluding the founder's portion, if fully subscribed. The subscription price represents a discount of 29 percent compared to the volume-weighted average price of the company's B-share on the Spotlight Stock Market during a period of 20 trading days, from October 30, 2023, to November 24, 2023, which amounted to approximately 1.58 SEK.

Extraordinary General Meeting

The implementation of the rights issue is dependent on the approval of the board's proposed resolution at the extraordinary general meeting, which is scheduled to be held on December 14, 2023. The notice convening the meeting will be published through a separate press release. Shareholders holding approximately 48.35 percent of the shares and approximately 82.74 percent of the votes in the company have undertaken to vote in favor of the board's proposed resolution regarding the rights issue at the extraordinary general meeting.

Subscription commitments

In connection with the rights issue, the company has received subscription commitments totaling approximately 13.3 MSEK, equivalent to approximately 17 percent of the rights issue, from several of the company's existing shareholders. However, the company has neither requested nor received any bank or other security for these subscription commitments.

Further information about the parties that have made subscription commitments will be presented in the prospectus, which will be published before the subscription period begins.

Lock-up commitments

Prior to the announcement of the rights issue, members of the company's board of directors and CEO have entered into lock-up commitments, which, among other things, means that they have undertaken not to sell shares in the company, subject to customary exceptions. The lock-up commitments expire 180 days after the implementation of the rights issue.

Terms and instructions

Those who are registered as shareholders, regardless of share class, in the share register maintained by Euroclear Sweden AB on the record date, Monday, January 22, 2024, will receive four (4) subscription rights for each share held in the company. Seven (7) subscription rights entitle the holder to subscribe for one (1) new B-share.

Subscription of B-shares with the support of subscription rights shall take place from Wednesday, January 24, 2024, until Wednesday, February 7, 2024. The subscription price is set at 1.12 SEK per B-share. No brokerage or other costs for subscription will be charged.

Trading in subscription rights will occur on the Spotlight Stock Market during the period from Wednesday, January 24, 2024, to Friday, February 2, 2024. Upon the sale of subscription rights, both primary and secondary subscription rights are transferred to the new holder.

The rights issue increases the number of outstanding shares by 72,003,638, from 126,006,368 shares, of which 40,027,118 are A-shares and 85,979,250 are B-shares, to 198,010,006 shares, of which 40,027,118 are A-shares and 157,982,888 are B-shares, and the number of votes by 72,003,638, from 486,250,430 votes to 558,254,068 votes, assuming full subscription. The rights issue may increase the share capital by a maximum of 720,036.38 SEK, from 1,260,063.68 SEK to 1,980,100.06 SEK, assuming full subscription.

For existing shareholders, the rights issue results in a dilution effect of approximately 36 percent of the capital and approximately 13 percent of the voting rights in the company if fully subscribed. Shareholders who choose not to subscribe in the rights issue have the opportunity to partially compensate for this dilution effect financially by selling their received subscription rights.

The complete terms of the rights issue and information about the company will be presented in a prospectus, which is expected to be published on the company's website www.hamletbiopharma.se around January 22, 2024, prior to the start of the subscription period.

Preliminary timeline for the rights issue.

December 14, 2023	Extraordinary general meeting.
January 18, 2024	Last trading day of the company's B-share including the right to receive subscription rights.
January 19, 2024	First trading day of the company's B-share excluding the right to receive subscription rights.
January 22, 2024	Record date for receiving subscription rights and the right to participate in the rights issue.
January 22, 2024	Publication of the prospectus.
January 24 to February 2, 2024	Trading of subscription rights.
January 24 to February 7, 2024	Subscription period.
January 24, 2024, until the rights issue is registered with the Swedish Companies Registration Office (Bolagsverket)	Trading of paid subscribed shares (BTA).
February 9, 2024	Announcement of the outcome of the rights issue. Settlement notes are sent out.

The above preliminary timeline assumes that the prospectus is approved and can be published around the estimated date of January 22, 2024.

Advisors

Law firm Delphi is the legal advisor to the company in connection with the rights issue.

This information is such that Hamlet BioPharma AB is obliged to disclose in accordance with the EU Market Abuse Regulation. The information was submitted for publication, through the contact person below, on November 27, 2023, at [19:30] CET.

For further information, please contact:

Catharina Svanborg, Chairman of the Board and Founder of Hamlet BioPharma+46-709 42 65 49
catharina.svanborg@hamletpharma.com

Martin Erixon, CEO (acting) Hamlet BioPharma
+46-733 00 43 77
martin.erixon@hamletpharma.com

Important information

This press release is not an offer to sell shares or a solicitation to acquire securities in the company. The content of this press release has been prepared by the company, and the company is solely responsible for its content. The information in this press release is provided as background information only and does not claim to be complete or comprehensive. No one should, for any reason, rely on the information in this press release or its accuracy, correctness, or completeness. Offers to subscribe for or acquire securities mentioned in this press release will be made through the prospectus provided by the company, which contains detailed information about the company.

This press release is not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 ("**Prospectus Regulation**") and has not been approved by any regulatory authority in any jurisdiction. A prospectus regarding the rights issue described in this press release will be prepared and published by the company prior to the start of the subscription period.

The securities referred to in this press release have not been and will not be registered under the U.S. Securities Act ("**Securities Act**") or any applicable securities laws of Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Switzerland, Singapore, South Africa, or South Korea. As a result, such securities may not be offered or sold in the United States without registration or in accordance with an exemption from the registration requirements of the Securities Act or securities laws of any relevant state. The company does not intend to register any offering in the United States or to make any offering of securities in the United States. This press release will not be distributed in or sent to the United States. The securities described herein have not been, and will not be, registered under applicable securities laws in Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Switzerland, Singapore, South Africa, or South Korea, and except in certain exceptions, may not be offered or sold within or into, or for the account or benefit of, any person whose registered address is in, or who is located or resident in, Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Switzerland, Singapore, South Africa, or South Korea. There will be no offering of the securities described herein in Australia, Belarus, Hong Kong, Japan, Canada, New Zealand, Russia, Switzerland, Singapore, South Africa, or South Korea.

In the United Kingdom, this press release is only distributed and directed at (i) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "**Financial Promotion Order**"), (ii) high net worth entities, unincorporated associations, etc. falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Financial Promotion Order, (iii) persons outside the United Kingdom, or (iv) persons who are invited to participate in an investment activity (within the meaning of Section 21 of the Financial Services and Markets Act 2000 ("**FSMA**")) in connection with the issue or sale of securities that are otherwise permitted or authorized (all such persons being collectively referred to as "relevant persons"). This press release is only directed at relevant persons and persons who are not relevant persons must not act or rely on the information in this press release. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons.

In all European Economic Area ("**EEA**") member states, other than Sweden, this communication is intended only for and directed at qualified investors in the relevant member state, as defined in the Prospectus Regulation, namely, only those investors to whom an offer can be made without an approved prospectus in the relevant EEA member state.

Forward-Looking Statements

Subjects discussed in this press release may include forward-looking statements. Such statements are all statements that do not relate to historical facts and contain expressions such as "intends," "expects," "may," "plans," "estimates," "calculates," and other similar expressions. The forward-looking statements in this press release are based on various assumptions, which in many cases are based on further assumptions. Although the company believes these assumptions were reasonable when made, such forward-looking statements are subject to known and unknown risks, uncertainties, contingencies, and other important factors that are difficult or impossible to predict and are beyond the company's control. Such risks, uncertainties, contingencies, and important factors may cause the actual results to materially differ from the results explicitly or implicitly indicated in this communication through the forward-looking statements. The information, opinions, and forward-looking statements in this communication are only valid as of the date of this press release and are subject to change without notice. The company does not undertake any obligation to review, update, confirm, or publicly disclose any revised view on the forward-looking statements to reflect events or circumstances that arise in relation to the content of this communication.