


## INVITATION TO SUBSCRIBE FOR B-SHARES

**Rights issue of approximately SEK 17 million to finance continued research and development towards clinical applications**

“We have initially talked about an instrument for the research world. However, the vision has always been to develop products for use in clinics in a second step and we have recently taken important steps towards our long-term vision. We now want to make strategic investments that we believe will lead to a faster path to clinical applications, where a significantly more extensive market awaits for PEXA.”

- Erik Ekbo, CEO of PEXA



**PExA – with a vision to become an international leader in the collection and analysis of biomarkers for lung diseases**

## **ABOUT PEXA AND THE COMPANY'S OPPORTUNITIES**

**Lung diseases claims more than five million lives worldwide each year and usually begin with changes in the smallest airways. Previously, there has not been good enough and simple methods to study the root causes of these changes, but PEXA has developed PEXA 2.0, a patented instrument that can smartly collect biological samples from the smallest airways through a simple exhalation. PEXA 2.0 is currently used by prominent research groups in several different countries, and research with the instrument has resulted in approximately 20 scientific publications, which act as reference material for PEXA's method. The company is now also looking ahead to the commercial opportunities that exist when the instrument is adapted for use in clinics.**

In a global competition organized by Johnson & Johnson with the aim of finding technologies that can enable the identification of lung cancer at an earlier stage, PEXA in February 2019 was named winner. The PEXA method was considered to be the best solution and thanks to this victory, the company - in addition to a 250,000-dollar prize – receives mentorship and coaching from Johnson & Johnson as well as joining Johnson & Johnson Innovation, which is JLAB's global entrepreneurial network. The victory has brought in-depth discussions between PEXA and research leaders within Johnson & Johnson's dedicated pharmaceutical company Janssen Research & Development, which resulted in a collaboration agreement on research between PEXA, Janssen and the Sahlgrenska Academy. Janssen will conduct clinical investigations into the potential of collecting, using PEXA's technology, potential biomarkers that demonstrate carcinogenic damage as a result of smoking. This is both a significant recognition of the strength of PEXA's technology and also a fantastic opportunity to have an international impact on the commercial potential of the technology - a potential that can mean a very extensive future market.

Since the beginning of sales in 2016, PEXA has noticed a demand and identified a strategic opportunity to develop methods for analysing the biochemical content of the PEX samples. This development means that PEXA can deliver a comprehensive solution that fully capitalizes on PEXA's innovation. With more analytical possibilities, the scope of PEXA's instruments will be broadened, which will significantly facilitate and

accelerate the discovery of clinical applications for the benefit of patients and increase instrument sales. PEXA 2.0 currently uses, among other things, a valve to be used multiple times, which must be disassembled and sterilized after each use. In order to facilitate ease-of-use and reduce the risks related to sterilization of components, PEXA is now developing a disposable valve, scheduled to be launched in 2020, which is expected to generate additional recurring revenue.

PEXA's method has recently been used to study the mechanisms behind the rejection reaction (so-called BOS), which affects about half of the patients who undergo lung transplantation. The results have shown that PEXA 2.0 can indicate changes in the lungs as much as six months earlier than current tests. In 2019, further studies have been initiated to validate these findings. The Board considers this to be a key opportunity to expand the company's market towards a clear and very valuable clinical application. The company's long-term goal is to market and sell several diagnostic instruments for several common diseases (e.g. lung cancer and COPD) to be used globally for diagnosis or general screening at institutions where care is offered (e.g. health centers, outpatients, schools or even within the home). The company intends at the time when it is relevant with sales to clinics, to have developed more patient-friendly, flexible and commercial products, which means that the company is addressing a significantly broader market, which today encompasses several million patients globally.

# THE ROAD AHEAD FOR PEXA

THE FUTURE

The possibilities



- Disposable products launched
- Biochemical analysis products launched
- Larger and expanded research collaborations
- More publications and increased sales
- Clinical application within BOS
- Proof of Concept from prominent researchers

YEAR 2023  
TODAY

The potential



- Commercial instrument adapted for healthcare
- Large-scale sales in the global market
- PEXA is a globally recognized expert on simple and early diagnosis of various lung diseases

The company



- Research Instruments
- Development of disposable components and products for biochemical analysis
- Customers conduct 15 studies
- Small scale sales
- Evaluation within BOS

## THE OFFER IN SUMMARY

**Subscription period:** 14 – 28 November 2019.

**Subscription price:** SEK 2.10 per B share.

**Scope of the Offer:** The Offer comprises a maximum of 8,072,575 Series B shares, corresponding to approximately SEK 17 million.

**Record day and preferential right:** Those who were registered as shareholders in PEXA AB on the record day on November 8, 2019, have the right to subscribe for B shares in the new share issue. For each existing share, one (1) subscription right is obtained. Eight (8) subscription rights entitle to subscription for seven (7) new B shares. The last day for trading in the share, including the right to receive subscription rights, was November 6, 2019. The first day for trading in the share excluding the right to receive subscription rights was November 7, 2019.

**Number of shares before the new share issue:** 9,225,800 shares (of which 432,900 is series A shares).

**Valuation (pre-money):** About SEK 19.4 million.

**Subscription commitments and guarantee subscription:**

The company has received subscription commitments totalling approximately 7.2 MSEK and top-down guarantee subscription totalling approximately 5.8 MSEK, corresponding to approximately 76 percent of the issue volume.

**Trading in subscription rights:** Trading in subscription rights will take place on Spotlight Stock Market during the period 14 – 26 November 2019.

**Trading with BTA:** Trading with BTA (Paid Subscribed Share) will take place on Spotlight Stock Market from November 14, 2019 and continue until the Swedish Companies Registration Office has registered the new share issue. This registration is expected to take place in mid-December 2019.

**ISIN code for the Company's B share:** SE0007412374

## REFERENCE TO MEMORANDUM

All investments in securities are associated with risk-taking. The memorandum for PEXA (only prepared in Swedish) contains a description of potential risks associated with the company's operations and its share. Before an investment decision can be made, these risks, together with other information in the complete memorandum, must be carefully read. The memorandum is available for downloading on the company's ([www.pexa.se](http://www.pexa.se)), Spotlight Stock Market's ([www.spotlightstockmarket.com](http://www.spotlightstockmarket.com)) and Sedermera Fondkommission's ([www.sedermera.se](http://www.sedermera.se)) respective websites.

## A COMMENT FROM ERIK EKBO, CEO OF PEXA


**Since we launched PExA 2.0 to the market, prominent research groups from several different countries have understood the potential of the PExA method and chosen to buy and use our instrument in their research.**

Our customers, using our technology, carry out several clinical studies in asthma, COPD, lung cancer, cystic fibrosis, and so far, there are about 20 publications where research results involving PExA's method are presented. PExA's long-term goal is to market and sell several different diagnostic instruments that will be used globally for diagnosis or general screening at institutions where care is offered. We eventually want to reach into clinical applications and when we do, we intend to have developed more patient-friendly, flexible and cost-adjusted versions of our product, which means that the company is turning towards a significantly broader market, which today encompasses several million patients globally.

Early this year, PExA was named winner in a competition announced by Johnson & Johnson. The competition was organized in order to find the best technology to enable the identification of lung cancer at an earlier stage. Only the fact that a global group such as Johnson & Johnson is announcing a competition in this area shows how important the small airways, the region of the lung from which our technology collects biological information, play in detecting lung disease at an earlier stage. The fact that PExA and our technology have also been selected as winners is of course a great recognition and confirmation that PExA has the potential to change future healthcare. Following the victory, discussions followed between us and Johnson & Johnson, which culminated in a collaboration agreement with Janssen Research & Development, Johnson & Johnson's dedicated pharmaceutical company. Together, we will explore the possibilities of using PExA's method to identify potential biomarkers that can reveal critical changes that can lead to lung cancer. This collaboration is one of our most important milestones so far, and if the project is successful, it could enable a whole new approach to lung cancer - the form of cancer that causes the most deaths in the world.

As it looks like today, healthcare is usually applied too late, at a stage where the cancer disease is in a far advanced phase, often with metastases as a result, which makes it impossible to cure. Our hope is that through the project with Janssen, we will be able to change this so that it is possible to detect changes that signal a development toward cancer in good time. If these hopes are met, PExA's technology could be incorporated into health surveys and used for smokers in many of the world's hundreds of thousands of primary care clinics, and PExA would also be a very interesting company for major pharmaceutical companies and medical technology companies, as early detection of cancerous changes will lay a fundamental foundation for new drugs and therapies.

We work on several tracks simultaneously to maximize the potential we see. In addition to what I mentioned above, for example, we make strategic investments in development to systematically identify methods that allow the molecular content of the PEx samples to be analysed. It is clear that PEx samples contain a large number of very interesting biomolecules for



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Erik Ekbo  
CEO, PExA AB

the research, and by validating and documenting analytical methods for the PEx test our concept is complete and thus considerably more sought after and valuable. For every new method and biomolecule that can be detected with PExA, our market is expanded and at the same time the chances of developing new innovative diagnostic methods and drugs are increased. We need to be a driving force in this development and we also see a business opportunity in the development and commercialization of our own disposable products that facilitate and optimize the preparation of PEx samples for the various biochemical analyses. In combination with successful results from the studies conducted with the technology, we see an overall vision that our technology should be developed into a comprehensive solution for both diagnostics and research in lung diseases.

We have initially talked about an instrument for the research community, as this is the first step in the validation of our instrument. The vision has always been to develop products for use in the clinic in a second step and we have recently taken important steps towards our long-term vision. We are in a unique position to utilize the capabilities of our instrument and further develop our business with products for analysis methods and disposable articles. We want to make strategic investments for extended uses, which we believe will lead to significantly more business opportunities and, in the long term, increased sales and a faster path for PExA's method for clinical applications, where a significantly more extensive market awaits. We are very pleased to have identified the opportunities described above and are therefore planning to carry out a rights issue of approximately SEK 17 million in order to accelerate development, broaden the use of the PExA method and increase sales of our product.

Welcome to invest in PExA!

**Erik Ekbo**  
CEO, PExA AB

## Subscription form – for subscription of shares without subscription rights in PEXA AB

**Subscription period:** 14th of November – 28th of November 2019, at 3 p.m.

**Subscription price:** SEK 2.10 per B share

**Allocation:** Any allotment of shares will be notified via a settlement note.

**Payment:** To be made in accordance with instructions on the settlement note.

*In an assessment of PEXA AB (publ) future development and operations, it is of great importance to consider all relevant risks. Each investor must make their own assessment of the impact of these risks by reading and understanding all available information published concerning this offer. The memorandum is available for download at [www.sedermera.se](http://www.sedermera.se) or [www.pexa.se](http://www.pexa.se). Payment is not to be made in conjunction with the application for subscription. Any allotment is notified via a settlement note.*

Subscription can also be made electronically with BankID and Nem ID on [www.sedermera.se](http://www.sedermera.se)

Please also note that the subscriber who has a custody account or account with specific rules, such as an ISK/KF account, the subscription must be made in agreement with the bank/trustee that holds the account.

**1. The undersigned hereby applies for subscription of the following number of B shares in PEXA AB (publ) at a subscription price of SEK 2.10 per B share:**

Number of B shares

**2. Fill in where the allotted and paid for B shares are to be delivered, owner-registered securities account (Swedish: VP-account) or custody account (state only one alternative)**

Owner-registered securities account/ Service account	Bank/Nominee
0 0 0	
Custody account	Bank/Nominee

**Do you have an account at Nordnet or Avanza? Please, contact your respective bank to make your subscription directly via Nordnet or Avanza.**

The undersigned claims preferential right in the event that the offer is oversubscribed. In the event that the offer is oversubscribed, priority in allocation of shares subscribed for without subscription rights will be given to investors who have also subscribed for shares with subscription rights in the rights issue, in relation to the number of subscription rights being exercised. Invoke this preferential right by filling in the number of shares you have subscribed for with subscription rights in this rights issue, and indicate the bank/nominee via which such subscription was made:

Number of shares	Bank/Nominee	Owner-registered securities account/Custody account (Swedish: VP-account)

**3. Have you, through Sedermera, invested ten (10) times during the last twelve (12) months, or invested through Sedermera six (6) times each year for the last five (5) years?** Yes  No

**4. Subscription over 15 000 EURO?**

If the subscription is over 15 000 EURO, or if the answer on question 3 is **Yes**, the following shall be made:

- 1) A money laundering form be fulfilled which can be found on the following link: [www.sedermera.se](http://www.sedermera.se).
- 2) A verified copy of your valid ID (Passport) must be sent to Sedermera Fondkommission by post to the below stated address, during the subscription period.

Notice, the documents shall be sent to Sedermera Fondkommission **via post**, see the address below.

**5. Fill in your name and address information (PLEASE WRITE CLEARLY)**

Last name/company		First name	National ID number/Corp.ID.no.
Street address (or PO Box or equivalent)		Daytime telephone/mobile phone	NID-number/LEI*
Postal code	City	Country (if other than Sweden)	E-mail (mandatory!)
Place and date		Signature (authorized company signature, or guardian, if applicable)	

\* **NID-number** is a national ID for physical persons, required when subscribing for, trading, buying, selling and moving securities. NID is related to your citizenship. If you have only a Swedish or Danish citizenship, your NID is the same as your ID no/CPR together with the country code (SE/DK). Persons with more than one citizenship are advised to contact their local bank for support.

**LEI** is a global ID-code for legal persons, required when subscribing for, trading, buying, selling and moving securities. Application for LEI-code can be made with support from your bank, but is also possible to conduct directly through institutions providing LEI-codes. These are to be found at Global Legal Entity Identifier Foundation (GLEIF).

**6. By signing this subscription form I confirm the following:**

- That I have read the memorandum (Swedish use) and understand the risks associated with investing in this particular financial instrument;
- That I have read and understand the information stated in the section "Terms and Conditions" in the memorandum;
- That I have read and accepted the information stated on the subscription form;
- I have observed that the offer is not addressed to persons resident in the USA, Australia, Japan, Canada, New Zealand, South Africa, Hong Kong, Switzerland, Singapore or other countries where participation requires additional prospectus, registration or other measures other than those required by Swedish law;
- That I am aware that the application is not covered by the right of return that follows from the Swedish Distant and Doorstep Sales Act.
- That in signing this subscription form, I authorize Sedermera Fondkommission, at the undersigned's expense, to implement the subscription of shares pursuant to the Terms and Conditions stated in the memorandum issued by the board of PEXA AB (publ) in November 2019;

- That no amendments or additions may be made to the printed text in this subscription form;
- That the allocation of shares in accordance with the subscription cannot be guaranteed;
- That an incomplete or incorrect subscription form may be disregarded;
- That the subscription is binding;
- That no modifications or amendments may be made to the printed text in this application form;
- That I am aware that Sedermera Fondkommission will not make any assessment of whether the subscription to the instrument in question is suitable for me or the person on whose behalf I am subscribing;
- That I am aware that no customer relationship exists between Sedermera Fondkommission and the subscriber with respect to this subscription;
- That personal data supplied in connection with the assignment will be stored and processed by Sedermera Fondkommission for the purpose of administering this assignment;
- That personal data will be stored and processed in accordance with the General Data Protection Regulation (GDPR).

**7. Send the application form by one of the following options:**

**Mail:** Object: PEXA AB  
Sedermera Fondkommission  
Norra Vallgatan 64  
211 22 Malmö

**E-mail:** [issuingsservices@seedermera.se](mailto:issuingsservices@seedermera.se)

**Fax:** 0046 40-615 14 11

**Questions, please call:**  
Phone: 0046 40-615 14 10

By checking this box, the subscriber agrees that information provided on the subscription form may also be used for communication regarding offers in the future.

# MONEY LAUNDERING CHECK - NATURAL PERSON/ LEGAL ENTITY

In accordance with the Swedish act (2017:630) on measures against money laundering and terrorist financing



With reference to applicable regulations for the financial markets, including the rules on measures against money laundering and terrorist financing, the Swedish Financial Supervisory Authority (Finansinspektionen) has issued special regulations for supervised investment companies. The rules require investment companies to verify the identity of the parties with whom they transact business or for whom they perform transactions in accordance with a specifically prescribed arrangement.

**Note! If you are a natural person and not a company, please proceed to the questions below.**

Beneficial owner*			
Natural person (first name and surname)	Personal ID number	Ownership (%)	Share of votes (%)
Natural person (first name and surname)	Personal ID number	Ownership (%)	Share of votes (%)
Natural person (first name and surname)	Personal ID number	Ownership (%)	Share of votes (%)

**\* Beneficial owners are:**

- Natural persons who, alone or with related persons, ultimately own more than 25% of the votes in the legal entity.
- Natural persons who, alone or with related persons, has the right to elect or dismiss more than 50% of the legal entity's board members or equal executives.
- Natural persons who, alone or with related persons, as a result of agreement with owners, members, the legal entity, regulations in the articles of association, company agreements and/or comparable agreements can control the company in accordance with the above..

**There are no beneficial owners in accordance with the above.** Sedermera Fondkommission will therefore consider the company's Chairman of the Board, CEO or other equivalent executive as the beneficial owner.

*If the ownership structure is complex or comprises a number of ownership levels, or the legal entity is owned by a foundation, Please contact Sedermera Fondkommission*

### Control questions relating to measures against money laundering and terrorist financing

**1. What is the purpose with the transaction?**

- Savings/investment     Securities trading     Other – please specify: \_\_\_\_\_

**2. Origin of the capital (multiple options are possible)**

- Old savings/investments/capital income     Salary/pension/bonus     Inheritance/gift  
 Sale of property/company     Other – please specify: \_\_\_\_\_

**3. What amount are you/ the company planning to invest through Sedermera during the coming year?**

- 1-50 000 SEK     50 000-150 000 SEK     150 000-500 000 SEK     500 000 SEK or more

**4. PEP – Politically exposed persons**

Have you/ any of the beneficial owners or any of the company's representatives (such as the CEO, board members, chairman and/or authorized signatories), any of their employees or any of their immediate family members been a politically exposed person (PEP\*) in the last 18 months?

- Yes     No

**If the answer is Yes, please specify:**

Function: \_\_\_\_\_ Country: \_\_\_\_\_

The person's name and your relationship (if the person who held the function is someone other than yourself): \_\_\_\_\_

\* A PEP is a person in a politically exposed position who holds, or has held, an important public function in a governmental or international organisation. This person's immediate family members and close colleagues should also be treated as PEPs. Examples are heads of state and of government, ministers, judges, ambassadors and members of parliament.

**5. Operations in high-risk jurisdictions**

Do you/ the company have operations in any of the following high-risk jurisdictions; Afghanistan, Bosnia and Herzegovina, Guyana, Laos, Vanuatu, Syria, Iran, Iraq, Yemen, Ethiopia, Uganda or North Korea?

- Yes     No    If the answer is yes, please specify Country: \_\_\_\_\_

### SIGNATURES

The form must be signed and then sent, together with an authorization document to nyemission@sedermera.se. **A verified copy of an Identity document ( such as drivers license or pasport) shall be sent to Sedermera Fondkommission via mail to Norra Vallgatan 42, 211 22 Malmö, Sweden.**

**Documents to attach Natural Person:**

- A verified copy of an Identity document

**Handlingar att bifoga för juridisk person:**

- A verified copy of an Identity document of authorized representatives
- A copy of a valid power of attorney or a certificate of incorporation (No more than 1 month old)

Signatures	
Place and date	Place and date
Signature of the Party/ Authorized signatory	Sedermera Fondkommission
Print name	Print name

*I confirm that all questions have been answered correctly and I will inform Sedermera in the event of any changes.*