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## **SciBase publishes its prospectus and announces pricing for its initial public offering and listing on Nasdaq First North**

Following the announcement of its intention to float on April 23, 2015, SciBase Holding AB ("SciBase" or the "Company") today publishes its prospectus and announces the terms and conditions, including the price, for its initial public offering (the "Offering") and listing on Nasdaq First North.

SciBase is a Swedish medical technology company that has developed Nevisense, a unique point of care device for the accurate detection of malignant melanoma, the most deadly type of skin cancer. Nevisense has attracted widespread interest among dermatologists as the first nonvisual point-of-care melanoma detection device to objectively analyse lesions of concern. Nevisense utilises a method called Electrical Impedance Spectroscopy (EIS) to analyse the structure and consistency of skin cells in order to detect the distinct properties of melanoma cells. The ability of Nevisense to accurately detect melanoma has been proven in the world's largest prospective study of its kind, published last year in the British Journal of Dermatology. The product has been launched in Australia, Germany, UK, Belgium, Austria and Sweden and SciBase expects to launch in further markets this year.

### **The Offering in brief:**

- The Offering consists of an offering to the general public in Sweden and an offering to institutional investors in Sweden and internationally.
- The price of the Offering is SEK 50 per share implying a pre-money market capitalization of SEK 249m, based on SciBase's 4,984,768 shares outstanding.
- The Offering comprises of a minimum of 2,000,000 and a maximum of 3,000,000 newly issued shares (40-60% of the total shares outstanding).
- SciBase has reserved the right to expand the Offering with up to 300,000 additional newly issued shares (the "Upsize Option"). Furthermore, the Offering may comprise up to 495,000 additional newly issued shares in order to cover any overallotment or short positions in connection with the Offering (the "Over-allotment Option"). Assuming the Upsize Option and the Over-allotment Option are exercised in full, the Offering corresponds to 3,795,000 newly issued shares (76% of the total shares outstanding).
- No existing shares are offered.
- The existing major owners SEB Venture Capital, SEB Pensionsstiftelse, Fouriertransform, Omega Fund IV, L. P. and a number of other existing shareholders have jointly undertaken to subscribe for shares corresponding to a total of approximately SEK 60.7m in the Offering. The commitments are subject to certain conditions, such as guaranteed allocation.

- Trading on Nasdaq First North is expected to commence on June 2, 2015 under the trading symbol “SCIB”.

### **Use of proceeds**

SciBase expects to obtain gross proceeds of approximately SEK 150m from the new share issue being implemented as part of the Offering. The Company intends to use the proceeds for the purpose of financing the PMA application process and subsequent launch in the US, expanding the commercialization of Nevisense in Europe, Australia and the US, developing the next generation of Nevisense and its production process and for general corporate purposes.

### **Simon Grant, CEO, comments:**

“It’s a pleasure to announce the prospectus for the planned IPO. I would like to thank the existing shareholders for their strong commitment and participation in the offering and at the same time welcome new potential investors. In addition to raising capital for our continued market expansion and the regulatory approval process in the US, we will broaden our shareholder base.”

### **Tord Lendau, Chairman, comments:**

“With superior data from the largest melanoma detection trial of its kind, a management team with the right skills and experience to lead the company towards market approval in the US and commercial success, I believe we are well positioned to thrive in a listed environment.”

### **Viktor Drvota, board member by the mandate of SEB Venture Capital and SEB Pensionsstiftelse, comments:**

“As a board member and representative for the largest shareholders since 2005, it has been a pleasure participating and contributing to SciBase transformation as it has progressed through clinical development and towards commercialization. We will invest significantly in the IPO, together with many other existing investors, and look forward to welcoming new investors to SciBase.”

### **Background and reasons for the Offering**

SciBase was founded in 1998 by Associate Professor Stig Ollmar at The Karolinska Institute in Stockholm, Sweden. As early as the 1980s, Stig Ollmar and his research colleagues began establishing the foundation for the use of EIS (Electrical Impedance Spectroscopy) in melanoma detection. Years of research into the use of EIS technology in this indication has resulted in the world’s first non-visual point-of-care melanoma detection device called Nevisense.

Prior to commercialisation of this groundbreaking device, multiple clinical trials were conducted with almost 5,000 patients and over 700 melanomas. The trials culminated in SIMPS, Nevisense’s pivotal trial, which was the world’s largest melanoma detection trial of its kind. Commercialisation efforts in Europe and Australia were initiated following the publication of the pivotal trial results in the British Journal of Dermatology in May 2014.

With accelerating sales growth in Europe, SciBase is now focusing on its Premarket Approval (PMA) submission to gain the right to market Nevisense in the US. The Board of Directors and executive management of SciBase are now of the opinion that the time is appropriate for a new Offering to help finance the PMA application process and increase sales efforts in existing markets, while expanding the shareholder base for the company. An IPO on Nasdaq First North has therefore been deemed the most appropriate option for SciBase at this time.

## **Prospectuses and application form**

A Swedish-language prospectus will be published today, May 13, 2015 and an English-language prospectus will be published the week beginning May 18, 2015. An application form will be available from Monday, May 18, 2015. Prospectuses and application form can be obtained at SciBase's website ([www.scibase.com](http://www.scibase.com)) and Pareto Securities' website ([www.paretosec.com/corp/scibase](http://www.paretosec.com/corp/scibase)).

Applications from the general public in Sweden can also be made through Avanza's online service by Avanza's securities depository account customers ([www.avanza.se](http://www.avanza.se)).

Applications from institutional investors in Sweden and internationally should be submitted to Pareto Securities.

### **Preliminary time table:**

Application period for the general public in Sweden:	May 18–27, 2015
Application period for institutional investors:	May 18–28, 2015
Announcement of the outcome of the Offering:	May 29, 2015
First day of trading on Nasdaq First North:	June 2, 2015
Settlement date:	June 2, 2015

## **Advisors**

Pareto Securities is Sole Manager and Bookrunner in connection with the Offering. Hamilton Advokatbyrå is legal advisor to SciBase and Gernandt & Danielsson is legal advisor to Pareto Securities. Avanza is Selling Agent and Certified Adviser.

### **For further information please visit [www.scibase.com](http://www.scibase.com) or contact:**

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## **About the principal owners and cornerstone investors**

The existing major owners SEB Venture Capital, SEB Pensionsstiftelse, Fouriertransform and Omega Fund IV, L. P., who together own approximately 80% of SciBase, have jointly undertaken to subscribe for shares corresponding to a total of SEK 50m in the Offering.

SEB Venture Capital develops companies within the Life Science and Technology sectors by providing them with capital, expertise and relevant networks with a view to creating long-term lasting value. SEB Venture Capital's evergreen structure helps to increase flexibility and endurance in order to focus on long term value creation in young life science and technology companies such as SciBase. SEB Venture Capital first invested in SciBase in 2005 and has invested a total of SEK 128m in the Company. SEB Venture Capital and SEB Pensionsstiftelse jointly own 51% of SciBase and have undertaken to participate in the offering with jointly SEK 32.9m.

Fouriertransform is a state-owned, long-term and active owner with SEK 3bn under management and has to date invested in 25 companies with innovative and commercially viable products.

Omega Fund IV, L.P. is a leading international investor focused on investing in the Life Science sector. Omega owns 9% of SciBase and has undertaken to participate in the offering with SEK 4.5m.

### **About Skin Cancer**

Skin cancer is one of the most common cancers in the world, accounting for nearly half of all cancers. It has been estimated that nearly half of all Americans who live to age 65 will develop skin cancer at least once. Malignant melanoma is the most fatal form of skin cancer causing the majority (75%) of deaths related to skin cancer. Worldwide, doctors diagnose about 230,000 new cases of melanoma yearly.

### **About SciBase and Nevisense**

SciBase is a Swedish medical technology company founded in 1998 that has developed Nevisense, a point-of-care device for the accurate detection of malignant melanoma. Nevisense has emerged from more than 20 years of research at The Karolinska Institute in Stockholm and at SciBase. The device is designed to provide additional information when evaluating lesions with a suspicion of melanoma. Nevisense is based on a technology called Electrical Impedance Spectroscopy (EIS), which uses the varying electrical properties of human tissue to categorize cellular structures and thereby detect malignancies. The CE-marked system consists of an electrode on a hand-held probe connected to a small portable device performing the analysis and displaying the result.

A video describing the Nevisense method is available on: <http://scibase.se/en/the-nevisense-product/> and further information is also available on [www.scibase.com](http://www.scibase.com).

### **IMPORTANT NOTICE**

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This communication is only being distributed to and is only directed at persons in the United Kingdom that are (i) investment professionals falling within Article 19(5) of the Financial

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Matters discussed in this announcement may constitute forward-looking statements. The forward-looking statements in this release are based upon various assumptions, many of which are based, in turn, upon further assumptions. Although the Company believes that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict and are beyond its control. Such risks, uncertainties, contingencies and other important factors could cause actual events to differ materially from the expectations expressed or implied in this release by such forward-looking statements. The information, opinions and forward-looking statements contained in this announcement speak only as at its date, and are subject to change without notice.