



PRESS RELEASE

Malmö

August 31, 2021

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CDON explores the conditions for carrying out a directed share issue

CDON AB ("CDON" or the "Company") has appointed Skandinaviska Enskilda Banken AB ("SEB") as Global Coordinator and Bookrunner to explore the conditions for carrying out a directed share issue to Swedish and international institutional investors of approximately SEK 200 million (the "Directed Issue") through an accelerated book building procedure.

The book building procedure will start immediately following this announcement. The Directed Issue is, among other things, subject to resolution by the Board of Directors, based on the authorisation granted by the Annual General Meeting on June 7, 2021. The timing for closing of the book building, alongside pricing and allocation of the new shares, is at the discretion of the Board of Directors and is expected to take place before the beginning of trading on Nasdaq First North Growth Market at 09.00 CEST on September 1, 2021. The Board of Directors may at any moment decide to terminate the book building and refrain from conducting the Directed Issue. The Company will announce the outcome of the Directed Issue in a press release following the closing of the book building.

CDON intends to use the proceeds from the Directed Issue for initiatives to speed up business development and growth, including to improve customer experience. The reason for deviating from the pre-emptive rights of existing shareholders is to complete an equity raise in a time and cost efficient manner, thereby enabling the Company to continue its growth in accordance with the Company's business strategy and to diversify the shareholders base with suitable investors.

In connection with the Directed Issue, the Company has, in relation to SEB, undertaken not to issue any shares or other share related securities during a lock-up

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period of 180 days. The lock-up is subject to certain exceptions, including among other the right for the Company to issue shares in connection with corporate acquisitions. In addition, members of the Board of Directors and management of the Company, as well as the Company's largest shareholder, Rite Ventures SPV AB, have agreed not to sell any shares in the Company for a period of 90 days following settlement of the Directed Issue, subject to certain customary exceptions.

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The information was prior to this release inside information and is information that CDON AB is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication through the agency of the contact persons set out above on August 31, 2021 at 5.31 p.m. CEST.

About CDON

CDON was founded in 1999 and is now the biggest marketplace in the Nordic region. During 2020 we had over 120 million visits and 2.3 million customers. Customers can choose to buy and compare prices for millions of products at CDON, by far the widest range of all Nordic e-retailers. Over 1,500 merchants use CDON's platform and technology to increase their sales. This gives CDON a wide range of products within, movie, music, computers, games, office supplies, books, toys, consumer electronics, household appliances, sport, outdoor, beauty care, fashion, shoes, computers, and computer products. CDON is listed on Nasdaq First North Growth Market with the abbreviation CDON.

Important information

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This press release does not identify or suggest, or purport to identify or suggest, the risks (direct or indirect) that may be associated with an investment in new shares. Any investment decision in connection with the Directed Issue must only be made on the basis of all publicly available information. Such information has not been independently verified by the Manager. The Manager acts for the Company in connection with the transaction and no one else and will not be responsible to anyone other than the Company for providing the protections afforded to its clients nor for giving advice in relation to the transaction or any other matter referred to herein.

This press release is not a prospectus. CDON has not authorised any offer to the public of shares or rights in any member state of the EEA and no prospectus has been prepared or will be prepared in connection with the Directed Issue.

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended (“MiFID II”); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the “MiFID II Product Governance Requirements”), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any “manufacturer” (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the shares in the Company have been subject to a product approval process, which has determined that such shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the “Target Market Assessment”). Notwithstanding the Target Market Assessment, Distributors should note that: the price of the shares in the Company may decline and investors could lose all or part of their investment; the shares in the Company offer no guaranteed income and no capital protection; and an investment in the shares in the Company is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to

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be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the Directed Issue.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the shares in the Company.

Each distributor is responsible for undertaking its own target market assessment in respect of the shares in the Company and determining appropriate distribution channels.