

TEASER

Invitation to subscribe for shares in Eevia Health

PRIOR TO LISTING AT SPOTLIGHT STOCK MARKET



Important information

The following summary of the Memorandum (the "Teaser") is not an offer but is to be seen as an introduction to Eevia Health PLC's ("Eevia" or the "Company") Memorandum (the "Memorandum") and does not necessarily contain all information for an investment decision to be made. The investor is advised to consult the Memorandum, which is available on Eevia's website (www.eeviahealth.com), before making an investment decision to take note of the potential risks associated with the decision to invest in the securities. Eevia Health PLC, organizational number (Finnish business identity code) 2825194-4.

The Offer in summary

Subscription period:	2 nd of June – 16 th of June 2021.
Subscription price:	SEK 7.6 per share.
Subscription post:	The minimum subscription is 1,000 shares, corresponding to SEK 7,600.
Issue volume and minimum limit for implementation:	The Offer comprises no more than 3,445,000 shares, equivalent to approx. SEK 26,182,000 before transaction costs. The minimum limit for the share issue's implementation before transaction costs is SEK 18,264,000, which represents 70 percent of the total issue volume.
Valuation (pre-money):	Approx. SEK 79.8m.
Subscription commitments:	The Company has received subscription commitments of SEK 15.2m, corresponding to 58 percent of the total issue volume.
Listing on Spotlight Stock Market:	The share in Eevia is planned to be listed on Spotlight Stock Market. The trading is planned to commence on the 29 th of June 2021.
The ISIN code for the share:	FI4000496658
Settlement day:	22 nd of June 2021.
Publication of the outcome of the Offer:	17 th of July 2021.
Commitment to refrain from selling shares (lock-up):	Senior executives, major shareholders, and board members in Eevia have undertaken to not sell any shares in the Company for at least 12 months (365 days) from the first day of trading on Spotlight Stock Market.

**The valuation is based on a number of factors, which among others include market potential and investments. For full terms and conditions, please refer to "Terms and conditions" in the Memorandum.*



Eevia in brief

Eevia addresses global health challenges with bioactive extracts from natural, plant-based raw materials, that have clinically documented health benefits. Standardized plant extracts, with well-researched positive effects for human health, are sold B2B as ingredients to supplements, food, and cosmetic brands globally. Founded in 2017, Eevia's sales have grown with an average Q-on-Q growth of 35 percent to EUR 2.87m in total for the full year of 2020. The growth continued in the first quarter of 2021, with the Q1 2021 sales amounting to EUR 1.92m excluding trading revenues, corresponding to an increase by 560 percent compared to the same period in 2020. Eevia operates a distributor business model in three continents and with indirect customers in 16 countries.

Eevia's product line includes branded ingredients based on extracts of organic bilberries, lingonberries, elderberries, Chaga mushrooms, and pine bark, carefully manufactured in Eevia's green chemistry extraction facility in Finland. The plant extracts are developed and produced from sustainable raw material sources, often under-utilized raw materials abundantly available in the Nordic forests. The elderberries are also imported from Central Europe.

The strategic focus of the Company is two-fold. One is the development of differentiating virtues of Eevia's branded ingredient products, such as "natural", "organic", "wild harvested" and sustainable". A continuous effort to expand the value proposition to customers through improved substance related to these "virtues", will increase the Eevia's competitiveness. The other focus is the selection of key health indications, through which Eevia aims to compete with scientific substantiation of health effects. Currently, Eevia has focused on immune modulation with its elderberry and Chaga mushroom-derived extracts, low-grade inflammation with its pine bark-derived extracts, and metabolic conditions with its bilberry and lingonberry-derived extracts.

In the long-term strategy and R&D pipeline, the Company will, in addition to its current practices, work with age-related health problems stemming from decline in important biological processes within the cells, such as the autophagy response. The Company is in the early stages of developing new innovative ingredients addressing age-related health problems, such as Retinari™ targeting age-related macular degeneration (AMD). The resulting product will be sold B2B as a branded ingredient.

In the research, product development, and sales of the products, Eevia works with world-class partners. Carefully selected distributors, such as Barrington Nutritionals (US) and Ingredient Plus (Australia), represent Eevia in targeted markets (USA, Europe, and Australia) and expands the Company's marketing and sales reach to world-class brands.

The Company stands out internationally with its narrow focus on a few health indications, natural raw materials, organic certification of all products (also US NOP certificates issued by Finnish authorities on license from US FDA), and a strong focus on sustainability, transparency, authenticity, and purity of the supply chain and raw materials.

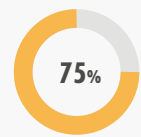
Background and motive

Since the formation in 2017, the Company has built the processes, production protocols, and procedures for organic products for international clients. Demand has been strong, and during prior periods, the Company has had to reject multi-year, multi-million-euro sales opportunities, due to insufficient production capacity and inability to invest in such capacity, due to capital insufficiency. After an equity issue in December 2019, the Company was able to invest in increased capacity to better meet demand. However, the capacity is still outmatched by demand. There are further needs to increase production capacity to service sales orders and undertake new significant sales contracts.

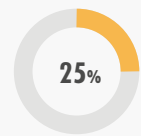
The Board and shareholders consider it the best value option to build the Company further as a stand-alone entity until consistent profitable growth has been achieved. To enable continued rapid growth and investments in more capacity, the Company needs further equity funding. The Board of Directors has therefore decided to pursue an Initial Public Offer of the Company on Spotlight Stock Market, to generate the capital needed to expand.

Accordingly, the Company now conducts a share issue prior to listing at Spotlight Stock Market, where the general public in Sweden and institutional investors in Sweden and abroad has the opportunity to subscribe for shares. The impending share issue ("The Offer") may provide the Company with SEK 26.2m before deduction transaction costs, which amounts to approx. SEK 2.2m. The Offer will be implemented without preferential rights for existing shareholders. The use of the proceeds from the Offer is described in more detail [below](#).

Use of proceeds from the Offer:



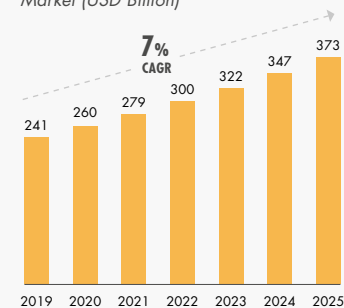
Approx. 75 percent of the funds from the Offer will be used for investments in production equipment to increase capacity and enable higher growth.



The remaining 25 percent will be used to increase the net working capital, which will enable Eevia to undertake increase in raw material inventory for bilberries and other materials, which again may be needed to serve some large prospects in the pipeline.

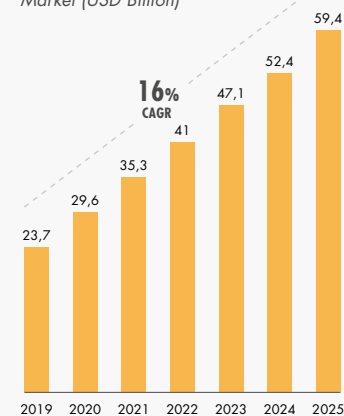
Global Nutraceutical Ingredients

Market (USD Billion)



Plant Extracts Market

Market (USD Billion)



Rapidly growing market

Eevia's products are marketed and sold as part of the *global plant extracts market*, which is one of the larger segments of the broader *global nutraceutical ingredients market*. According to forecasts, both the global nutraceutical and plants extracts markets are going the witness robust growth in upcoming years.

The global market for nutraceuticals will grow at 7.5 percent CAGR, according to a recent study by PMMI Business Intelligence, from a USD 241b market in 2019 to USD 373b in 2025. The key market drivers of the global nutraceutical market are expected to be the changing consumer preferences towards nutraceutical diets and changing demographics along with increase in R&D activity.

Similarly, the global plant extracts market on producers' level was estimated to be valued at USD 23.7b, and projected to reach USD 59.4b by 2025, at a CAGR of 16.5 percent from 2019 to 2025. The rising awareness regarding the side-effects of synthetic flavors and health benefits offered by phytomedicines and herbal extracts have significantly fueled the global plant extracts market historically. Further, due to the growth in R&D activities in plant extracts market and increase in popularity of convenience food, there has been a growing need for plant extracts in the food and beverage industry. The same factors are expected to drive the global plants extracts market in the upcoming years.

CEO Stein Ulve comments

Health is among our most valuable treasures. Yet, we often do not pay sufficient attention to it. We may ignore small, crucial changes. Unnoticed nutritional deficiencies may weaken our immune defense against virus and bacteria, causing a risk of cytokine storms when the common flu, or even worse, a pandemic hit. At the same time, we know it is possible to maintain good health, improve our immune system and prevent biological deterioration, unhealthy conditions, and diseases. Most people would agree that it is better to take precautions than cope with an unhealthy condition, sometimes incurable and irreversible.

As more people focus on caring for their health, the markets for health products grow accordingly. This global development has created sales opportunities for Eevia, as the demand for natural ingredients has increased significantly. The sharp incline in interest for our elderberry extract (Feno-Sambucus™ 14) gave us the opportunity to induce a steep incline in sales. In this regard, the purchase of over 2.5 million kilos of berries during a 6-week hectic harvest season in September 2020, funded by a EUR 4.5m pre-payment from customers, was quite an achievement.

A financing round in December 2019 facilitated for Eevia to invest in new capacity, build the management team, and secure significant sales agreements during 2020. At the start of 2020, we were 8 employees. Now a year later, we are 28 employees, including 10 managers. We strengthened the management team with strong professionals, installed new and advanced

machines, which resulted in a dramatic increase in sales orders. We moved from 14 shifts to 21 shifts per week, or in other words, a continuous 168 hours of production (24/7) was established. With the improvements in capacity and functionality we have made, yields and gross margin will improve significantly during 2021.

The great success of 2020 in securing large sales orders, also caused delivery backlogs and intensifies the need for capacity investments. Expanded production capacity will enable sales growth to new customers. We soon expect to enter a three-to-five-year supply agreement, with a significant contract value, with a large American brand. The need for increased production capacity is the main reason we now seek further growth capital and why the Board has decided to list the shares of Eevia at Spotlight Stock Market in June 2021. Large sales opportunities from major international supplement brands in our pipeline will drive sales growth in 2022 and 2023. The IPO will provide a possibility to triple capacity and enable a turnover target over EUR 25 million by 2024 and gross margins at over 40%, with EBITDA target at over 15% of net turnover.

Stein Ulve

CEO, Eevia Health Plc



Strategy and business targets

2021

- Improve the innovation focus with stronger product positioning efforts, new regulatory competencies, and carefully selected research activities.
- Increase production capacity to be able to serve several large customers and a portfolio of small-medium customers, with 100 percent on-time delivery.
- Improve marketing and sales operation with new competencies. Securing larger sales contracts with key customers for the next 3 years.

2022

- Entrench the competitive position on key polyphenol products with new IPR protected features.
- Develop clinical substantiation on strategic R&D products and establish an IPR portfolio.
- Consolidate the customer portfolio with 2-3 large customers, 6-8 medium sized customers and 30 smaller customers, with no customer more than 30 percent of total sales.

2023

- Launch at minimum 1 new proprietary product, e.g., Retinari™.
- Portfolio of 5-10 large customers. No customer more than 20 percent of total sales.
- Expand/relocate to new manufacturing facilities.
- Develop key products with unique features, strong IPR, to further develop a powerful value proposition.

Financial targets 2024

Net sales
exceeding

EUR 25m

Gross margin
exceeding

40%

EBITDA margin
exceeding

15%

Selected financial information

The selected financial information presented below is a summary of the financial information presented in the Memorandum and has been prepared to provide investors with an overview of the financial performance of Eevia. The figures presented has been taken from Eevia's audited financial statements for the full financial years ended on 31 December 2020 and 31 December 2019, and from Eevia's unaudited interim financial information for the three-month period 1 January – 31 March 2021 and 1 January – 31 March 2020. For additional information and a more comprehensive review of Eevia's financial statements, please refer to sections "Selected financial information" and "Comments on the selected financial information" in the Memorandum.

Income Statement (KEUR)	Jan-Mar 2021	Jan-Mar 2020	Jan-Dec 2020	Jan-Dec 2019
Total sales (see note below)	3,234	340	2,866	1,404
Gross margin	544	171	782	628
EBITDA	-94	-123	-694	-254
Profit/Loss for the period	-169	-154	-1,023	-407

Balance Sheet (KEUR)	Jan-Mar 2021	Jan-Mar 2020	Jan-Dec 2020	Jan-Dec 2019
Fixed assets	1,974	1,114	1,651	795
Current assets	4,540	816	4,755	1,108
Total assets	6,514	1,930	6,406	1,903
Equity	1,497	1,301	431	1,455
Liabilities	5,017	629	5,974	448

Statement of cash flows (KEUR)	Jan-Mar 2021	Jan-Mar 2020	Jan-Dec 2020	Jan-Dec 2019
Cash flow from operating activities	-386	-39	335	-783
Cash flow from investment activities	-406	-349	-1,090	-384
Cash flow from financing activities	639	0	848	1,642
Change in cash and cash equivalents	-154	-387	93	475
Cash and cash equivalents at end of period	524	197	678	584

Note on the Segmentation of sales and gross margin

During the first quarter of 2021 and during the full year of 2020, Eevia's net sales included significant revenue related to so called trading activities, which was related to sourcing of raw materials. The raw material was sourced to secure future production volumes, but trading in a financing scheme with key customers, whereby the customer retains title. The sourcing and trading of raw materials was conducted with zero margins, under the understanding that Eevia will call on such raw materials when required for production purposes in order to satisfy customer orders. This setup inflates net sales and artificially reduces gross margin (total sales less material and external expenses) levels. The sourcing scheme was concluded during the second quarter of 2021.

During the first quarter of 2021, in total EUR 1,317k of the total sales and EUR 1,317k of the material and external expenses were attributable to trading revenues and trading costs, respectively, related to the above-described trading activities. The corresponding figure for the full year of 2020 was in total EUR 527k. It should be made clear that the inclusion or exclusion of these items has a significant effect on the gross margin.

Terms and conditions in summary

The information summarized below has been prepared to help you familiarize yourself with the Offer to acquire shares in Eevia. It also provides guidance on how to register your interest. For complete terms and additional information, please refer to "Terms and conditions" in the Memorandum.

The Offer

The Board of Directors of Eevia decided May 10th, 2021, based on authorization from the Extraordinary General Meeting 21st of April 2021, on implementing an issuance of maximum of 3,445,000 new shares (the "Offer"). Existing shareholders, the public and professional investors are hereby invited to subscribe for shares in the Company in the Offer. The subscription period starts on June 2nd and ends on June 16th. The subscription price is SEK 7.6 per share and the total issue proceeds are at maximum SEK 26,182,000. The Offer is conducted without preferential rights for existing shareholders. The reason to waive the shareholders preferential right is for the Company to be able to spread the ownership for the planned listing of the Company's shares on Spotlight Stock Market and to supply with working capital for business development and capital for expansion of the Company's business.

Subscription price and valuation

The subscription price is SEK 7.6 per share. No brokerage fee will be charged. The subscription price of the share has been set by the Board of in consultation with Partner Fondkommission and is based on discussion on the Company's existing operations, future potential, objectives and long-term business prospects. The assessment has also considered the market price of comparable publicly traded companies. The Company's pre-money valuation amounts to SEK 79,849,400.

Application for subscription of shares

Subscription of shares is done by filling out and signing the subscription form, which must be Partner Fondkommission at hand no later than June 16th at the following address or by email. Subscription forms sent by mail must be sent in time before the last day in the subscription period. It is only allowed to submit one (1) subscription form per subscriber. In case several subscription forms are submitted, only the last received will be considered. Incomplete or incorrectly completed subscription forms may be disregarded. No additions and changes may be made in the text printed on the subscription form.

Subscription forms, this Teaser and the Memorandum will be available on Partner Fondkommission's website (www.partnerfk.se) and at the Company's website (www.eeviahealth.com).

Subject: Eevia Health Plc

Partner Fondkommission AB

Lilla Nygatan 2

411 09 Göteborg, Sweden

Phone: +46 (0)31-761 22 30

E-post: info@partnerfk.se (scanned subscription form)

Accounts with specific rules

Note that anyone who has a custody account or account with specific rules for securities transactions, such as an investment savings account (ISK) or equity insurance account (KF), must check with the bank/nominee for the account, if, and if so how, the acquisition of securities within the framework for the offer is possible. In this case, the subscription must be made in agreement with the bank/nominee responsible for the account.

Allocation and settlement

Allocation of shares is scheduled to be conducted as soon as possible after the subscription period has ended. The notification to the subscriber will be received in the form of a settlement note by e-mail which is scheduled to be sent out on or about June 17th, 2021.

Payment must be made in accordance with the settlement note.

Payment must be made to a Swedish account in no later than three (3) days after transmitted settlement note, which implies that the settlement day is scheduled to be on June 22nd, 2021.

If payment or confirmation of payment is not made at the time stated on the settlement note, there may be a risk that allocated shares will not be delivered in time for the listing date or a risk that the shares are transferred to another party. The Board of Directors retains the right to prolong the payment period.

Trading in the share

At the date of this Teaser, the Company has been approved for listing by Spotlight Stock Market, with reservation for the spread requirement. The Company's shares will be traded on Spotlight Stock Market under the symbol "EEVIA" and with ISIN-code FI4000496658. Settlement is performed in SEK. Prerequisite for listing is (i) Spotlight's spread requirements are met and (ii) the lowest level SEK 18,264,000 for the implementation of the Offer is achieved. Trading in the share is planned to commence on Spotlight Stock Market on the 29th of June 2021.

Publication of the outcome of the Offer

As soon as possible after the subscription period has ended, the Company will publish the outcome of the Offer. The publication is scheduled to June 17th, 2021, and will be made through a press release, which will be available on the Company's website.

