



KEMPOWER CORPORATION'S 10 LARGEST REGISTERED SHAREHOLDERS AFTER THE COMPLETION OF THE INITIAL PUBLIC OFFERING

20.12.2021 16:00:00 EET | Kempower Oyj | Information about majority shareholder

Kempower Corporation, Company Release, 20 December 2021 at 16:00 EET

KEMPOWER CORPORATION'S 10 LARGEST REGISTERED SHAREHOLDERS AFTER THE COMPLETION OF THE INITIAL PUBLIC OFFERING

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, AUSTRALIA, CANADA, HONG KONG, JAPAN, NEW ZEALAND, SINGAPORE, SOUTH AFRICA OR ANY OTHER JURISDICTION IN WHICH THE RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL.

Kempower Corporation's 10 largest registered shareholders after the completion of the initial public offering

The following table sets forth the ten largest registered shareholders of Kempower Corporation ("Kempower" or the "Company") and their ownership after the initial public offering (the "Offering") based on the shareholders' register maintained by Euroclear Finland Ltd as at December 17, 2021:

	Number of shares	Percent of shares and votes ⁽¹⁾ (2)
Kemppi Group Oy.....	37,800,000	68.06
Varma Mutual Pension Insurance Company.....	1,742,160	3.14
Ilmarinen Mutual Pension Insurance Company.....	1,300,000	2.34
Sijoitusrahasto Evli Suomi Pienyhtiöt.....	981,680	1.77
Julius Tallberg Corp.....	532,648	0.96
Danske Invest Finnish Equity Fund.....	465,540	0.84
Sijoitusrahasto Säästöpankki Pienyhtiöt.....	383,340	0.69
Heikintorppa Oy.....	350,000	0.63
Kempinvest Oy.....	348,432	0.63
Veritas Pension Insurance Company Ltd.....	300,000	0.54
Other shareholders⁽³⁾	<u>11,339,120</u>	<u>20.42</u>
Total	<u>55,542,920⁽²⁾</u>	<u>100.00</u>

(1) The percentages are rounded numbers.

(2) The total number of shares has been adjusted with the number of cancelled shares (2,273,519) on December 20, 2021, in accordance with the share issue and share return arrangement agreed in connection with the Offering.

(3) Of the other shareholders, 6,515,507 shares, representing 11.27 percent of all the shares and votes in the Company, are held by nominee registered shareholders.

Change in the total number of shares

On December 17, 2021, the Company informed of the exercising of the over-allotment option agreed in connection with the Offering, according to which the Company granted Carnegie Investment Bank AB, Finland Branch ("Carnegie"), acting as the

stabilising manager, the right to subscribe for 2,273,519 new shares solely to cover possible over-allotments in connection with the Offering. In accordance with the share issue and share return arrangement agreed between Carnegie and the Company, the Company has today, on December 20, 2021, cancelled the 2,273,519 shares subscribed for and returned to the Company by Carnegie on December 17, 2021, after which, the total number of shares in the Company is 55,542,920.

Notifications of shareholdings

The Company's articles of association contain an obligation according to which, a shareholder shall notify the Company of its ownership and share of votes when the holding reaches, exceeds or falls below 5, 10, 15, 20, 25, 30, 50 or 90 percent or 2/3 of the total number of votes carried by the shares registered in the trade register or the total number of shares registered in the trade register. Kemppi Group Oy holds 37,800,000 shares in the Company, which represented 99.18 percent of all the shares and votes in the Company prior to the Offering. After the Offering, Kemppi Group Oy's holdings represent 68.06 percent of all the shares and votes in the Company, and has therefore fallen below 90 percent.

Further Enquiries

Kempower, investor relations:

Jukka Kainulainen, CFO, Kempower

jukka.kainulainen@kempower.com

Tel. +358 29 0021900

Certified Adviser

Alexander Corporate Finance Oy

Tel. +358 50 520 4098

Kempower in Brief

Kempower is a Finnish EV fast charging equipment and solutions manufacturer and provider striving for rapid growth. Kempower is a subsidiary of Kemppi Group Oy and, therefore, part of the Kemppi Group Oy group, a Finnish family business founded in 1949. Kemppi Oy, another subsidiary of Kemppi Group Oy operating in more than 70 countries, is one of the technology leaders in the arc welding industry, and its consolidated revenue was approximately EUR 140 million in 2020. Kempower designs, manufactures and sells direct current fast charging devices, solutions and services for EVs, such as personal and commercial vehicles, mobile off highway machinery, and electric marine vessels and boats. Kempower offers a wide range of solutions to suit all EV fast charging needs - from public parking spaces to bus depots and end stops, for heavy duty commercial and other EVs as well as ports and charging of electric marine vessels and boats. The modular, scalable and flexible design of Kempower's products, combined with the systems' ability to handle several vehicles' dynamic fast charging simultaneously, serves in particular customer groups that require or benefit from charging systems with multiple, high power charging devices. Kempower strives to enable a cleaner and smarter future by providing high quality charging solutions and its mission is to enable clean mobility by utilising the Kemppi Oy's 70 years of experience in demanding conditions of electric power supply.

Important Information

This announcement is not being made in and copies of it may not be distributed or sent into the United States, Australia, Canada, Hong Kong, Japan, New Zealand, Singapore or South Africa.

This document is not a prospectus for the purposes of the Prospectus Regulation (EU) 2017/1129 (the "**Prospectus Regulation**") and underlying legislation. A prospectus prepared pursuant to the Prospectus Regulation and approved by the Finnish Financial Supervisory Authority has been published, and can be obtained from the Company and other places indicated in the prospectus. Investors should not subscribe for or purchase any securities referred to in this announcement except on the basis of information contained in the prospectus.

This announcement does not constitute an offer to sell, or a solicitation of an offer to purchase, any securities in the United States. The securities referred to herein may not be sold in the United States absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended. The Company does not intend to register any of the securities in the United States or to conduct a public offering of the securities in the United States.

In any member state of the European Economic Area other than Finland (each a "**Relevant State**"), this information and this offering are only addressed to and directed at persons who are "Qualified Investors" within the meaning of Article 2(e) of the Prospectus Regulation. The securities are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, Qualified Investors. This information should not be acted upon or relied upon in any Relevant State by persons who are not Qualified Investors.

This communication does not constitute an offer of the securities to the public in the United Kingdom. No prospectus has been or will be approved in the United Kingdom in respect of the securities. This communication is being distributed to and is directed only at (i) persons who are outside the United Kingdom, (ii) persons who are investment professionals within the meaning of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**") and (iii) high net worth entities, and other persons to whom this announcement may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "**Relevant Persons**"). Any investment activity to which this communication

relates will only be available to and will only be engaged with, Relevant Persons. Any person who is not a Relevant Person should not act or rely on this document or any of its contents.

Matters discussed in this announcement may constitute forward-looking statements. Forward-looking statements are statements that are not historical facts and may be identified by words such as “believe”, “expect”, “anticipate”, “intends”, “estimate”, “will”, “may”, “continue”, “should” and similar expressions. 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.

Information to Distributors

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 they each are (i) compatible with an end target market of retail investor and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II (the “**Target Market Assessment**”), and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II. 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 be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements in any contractual, legal or regulatory selling restrictions in relation to the Offering.

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, obtain, or take any other action concerning the shares in the Company. Each distributor is responsible for its own Target Market Assessment in respect of the shares in the Company and determining the appropriate distribution channels.

Attachments

- [Download announcement as PDF.pdf](#)