



EXERCISE OF OVER-ALLOTMENT OPTION RELATED TO THE INITIAL PUBLIC OFFERING OF KEMPOWER CORPORATION AND TERMINATION OF THE STABILISATION PERIOD

17.12.2021 09:15:00 EET | Kempower Oyj | Company Announcement

Kempower Corporation, Company Release, 17 December 2021 at 9:15 EET

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Exercise of over-allotment option related to the initial public offering of Kempower Corporation and termination of the stabilisation period

With reference to the prospectus of Kempower Corporation (“**Kempower**” or the “**Company**”), dated 1 December 2021 and the company release published by the Company on 13 December 2021 regarding the result of the Company’s initial public offering (the “**Offering**”), the Company has received a notice that Carnegie Investment Bank AB, Finland Branch (“**Carnegie**”), as the stabilising manager in the Offering, has decided to exercise the Over-allotment Option (as defined below) granted by the Company in full. Carnegie has decided to discontinue the stabilisation period as a result of the development of the market price of the Kempower share. Carnegie has not carried out any stabilisation measures since the listing of the Company.

The Company has granted Carnegie the right to subscribe for a maximum of 2,273,519 new shares in a directed share issue at the subscription price of the Offering solely to cover possible over-allotments in connection with the Offering (the “**Over-allotment Option**”). Carnegie and the Company have also agreed on a share issue and share return arrangement related to stabilisation in connection with the Offering. In accordance with the Over-allotment Option, Carnegie will subscribe for 2,273,519 new shares in a directed share issue. After the new shares have been subscribed for by Carnegie and registered, Carnegie will return 2,273,519 Company shares to the Company without consideration and the Company will cancel the acquired shares.

The size of the Offering is confirmed at 17,430,314 shares and the gross proceeds from the Offering are approximately EUR 100 million. After having exercised the Over-allotment Option, the total number of shares in Kempower is 55,542,920.

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Kempower in Brief

Kempower is a Finnish electric vehicle (“**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.

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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.

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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](#)