



NYAB has completed the re-domiciliation and transfers listing to Sweden

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NYAB Plc / NYAB AB

COMPANY ANNOUNCEMENT

27 June 2024 at 18:30 EEST

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NYAB has completed the re-domiciliation and transfers listing to Sweden

NYAB Plc has today successfully been converted to a Swedish public limited liability company with the company name NYAB AB (the "Company") and with its registered office in Luleå, Sweden. The Company will also establish a Finnish branch with the name NYAB AB, Finnish Branch, once NYAB Plc has been de-registered from the Finnish Trade Register. Furthermore, the conditions in Nasdaq Stockholm AB's approval of the shares of the Company for admission to trading on Nasdaq First North Premier Growth Market Sweden have now been fulfilled and the first day of trading on Nasdaq First North Premier Growth Market Sweden is tomorrow, 28 June 2024. Further, shareholders are reminded that the Company has established arrangements with certain custodians to launch a campaign to enable holders of so-called link securities in the Finnish book-entry securities system to exchange them to Swedish shares free of charge.

Background

On 7 June 2023, NYAB Plc announced that it considers a re-domiciliation from Finland to Sweden. Further, on 27 September 2023, NYAB Plc announced that it had decided to proceed with the re-domiciliation process, to be executed as a cross-border conversion whereby NYAB Plc would be converted to a Swedish public limited liability company with its registered office in Sweden (the "**Company**" or "**Converted Company**") (the "**Cross-border Conversion**"), and to apply for a transfer of the listing of its shares from Nasdaq First North Growth Market Finland ("**Nasdaq First North Finland**") to Nasdaq First North Premier Growth Market Sweden ("**Nasdaq First North Premier Sweden**"). On 4 March 2024, NYAB Plc announced that its Board of Directors had approved a conversion plan and that NYAB Plc had applied for delisting of its shares from Nasdaq First North Finland. On 29 April 2024, NYAB Plc announced that its Extraordinary General Meeting had approved the conversion plan and resolved on the Cross-border Conversion in accordance with the conversion plan, as well as certain related resolutions proposed by the Board of Directors. On 14 June 2024, NYAB Plc announced that it had received relevant approvals and would complete the re-domiciliation and transfer of listing to Sweden.

Registration with the Swedish Companies Registration Office and de-registration from the Finnish Trade Register

Today, the Swedish Companies Registration Office has registered the Cross-border Conversion and registered the Company with the company name NYAB AB, the Swedish corporate registration number 559488-0667 and its registered office in Luleå, Sweden. Furthermore, the Finnish Trade Register will register a Finnish branch of the Company with the company name NYAB AB, Finnish Branch, and the Finnish business ID 3456909-4, once NYAB Plc has been de-registered from the Finnish Trade Register. NYAB Plc is expected to be de-registered from the Finnish Trade Register tomorrow, 28 June 2024.

Delisting from Nasdaq First North Finland and listing on Nasdaq First North Premier Sweden

The shares of NYAB Plc are today being removed from public trading on and delisted from Nasdaq First North Finland. The last day of trading in NYAB Plc's shares on Nasdaq First North Finland is today, 27 June 2024, until close of today's trading session.

The conditions for Nasdaq Stockholm AB's approval of admission to trading of the Company's shares on Nasdaq First North Premier Sweden, as announced on 14 June 2024, have today been fulfilled. The first day of trading in the Company's shares on Nasdaq First North Premier Sweden is tomorrow, 28 June 2024.

Because of the Cross-border Conversion and transfer of listing, the Company will, going forward, make its regulatory public disclosures in the Swedish and English languages, instead of the Finnish and English languages.

Delivery of link securities and possibility to exchange such securities to Swedish shares

The shareholders of NYAB Plc remain shareholders of the Company and their shares in NYAB Plc (ISIN code FI4000153515) are being converted into shares in the Company with ISIN code SE0022242434 ("**Swedish Shares**"), in proportion to their shareholding in NYAB Plc with a ratio of 1:1. The conversion into Swedish Shares is based on the shareholding in NYAB Plc at the record date for the Cross-border Conversion, which is today, 27 June 2024 (the "**Record Date**").

The Swedish Shares will be delivered to the shareholders as soon as possible. The Swedish Shares will be delivered in the form of so-called link securities in the book-entry securities system maintained by Euroclear Finland Oy, representing the Swedish Shares that are issued in the book-entry securities system maintained by Euroclear Sweden AB. The link securities will be delivered automatically, and no action is required from the shareholders of the Company in relation thereto. The link securities will have the same ISIN code as the Swedish Shares. Only the Swedish Shares will be traded on Nasdaq First North Premier Sweden.

Link securities can be exchanged to Swedish Shares upon the holder's request, which is necessary to trade the securities at Nasdaq First North Premier Sweden. Such an exchange is normally associated with administrative fees imposed by custodians/account operators. However, the Company has established arrangements with certain custodians and account operators pursuant to which holders of link securities, during the period 28 June – 30 September 2024, will be able to on one occasion exchange their entire holding of link securities to Swedish Shares free of charge for the holder. The Company urges its shareholders to seize this opportunity by exchanging their link securities to Swedish Shares during this period to avoid potential administrative fees in the future. Holders of link securities who wish to exchange their link securities to Swedish Shares shall contact their custodian or account operator for further instructions. The custodians or account operators with whom the Company has established the above-mentioned arrangements, for exchanging link securities to Swedish Shares free of charge for the holders, currently include Aktia Pankki Oyj, Danske Bank A/S, Finland branch, Evli Oyj, Nordnet Bank AB and Skandinaviska Enskilda Banken AB (publ) Helsinki Branch. Further, the Company has established arrangements with OP Custody Ltd pursuant to which OP Custody Ltd will exchange all link securities, held by holders for which it acts as custodian or account operator, to Swedish Shares free of charge for such holders and without any actions needed from such holders. The arrangements between the Company and these custodians or account operators have been made on the same commercial terms, and the Company is willing to establish corresponding arrangements with other custodians and account operators.

Timetable

27 June 2024	Last day of trading in NYAB Plc's shares on Nasdaq First North Finland
27 June 2024	Registration of the Cross-border Conversion with the Swedish Companies Registration Office
27 June 2024	Record Date for the Cross-border Conversion, i.e., for the conversion of the shares in NYAB Plc into Swedish Shares (in the form of link securities)
28 June 2024 (approximately)	Delivery of Swedish Shares in the form of link securities
28 June 2024	First day of trading in the Company's shares (i.e., Swedish Shares) on Nasdaq First North Premier Sweden
28 June – 30 September 2024	Period for exchanging link securities to Swedish Shares free of charge with custodians or account operators with whom the Company has established such arrangements

Certain information regarding the Converted Company

Company name:	NYAB AB
Corporate registration number:	559488-0667
Legal Entity Identifier (LEI) code:	63670051U25HZ74TIH87
International Securities Identification Number (ISIN) for the shares:	SE0022242434
Short name (ticker):	On 28 June 2024: NYABSE As from 1 July 2024: NYAB
Financial Instrument Short Name (FISN):	NYAB/SH
Classification of Financial Instruments (CFI) code:	ESVUFR

Further information regarding the Company's re-domiciliation to Sweden is available on the Company's website at <https://nyabgroup.com/en/re-domiciliation/>.

Advisors

ABG Sundal Collier acts as financial advisor and Hannes Snellman acts as legal advisor to NYAB in relation to the Cross-border Conversion and listing transfer.

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About NYAB Oyj

NYAB enables the progress of society for future generations with extensive experience from complex and challenging projects. We provide services of engineering, construction and maintenance within sustainable infrastructure, industrial construction and renewable energy and therefore contribute to the green transition. We operate in Sweden and Finland within both private and public sector.

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Attachments

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