

TERMS AND CONDITIONS

Preferential Right and Subscription Rights

Persons who on the record date 25 October 2023 are registered as shareholders in the register kept by Euroclear Sweden on behalf of the Company have the preferential right to subscribe for new shares in the Rights Issue in relation to the number of shares held on the record date.

Such shareholders will receive one (1) subscription right for each share held on the record date. One (1) subscription right entitles the holder to subscribe one (1) new share. No fractions of shares can be subscribed.

The Rights Issue, if fully subscribed, will result in the number of shares in the Company increasing from 140 921 279 shares to 281 842 558 shares. Shareholders who do not participate in the Rights Issue will be subject to dilution corresponding to a maximum of approximately 50 percent but have the possibility to be economically compensated for this dilution by selling their subscription rights.

Subscription of shares without the use of subscription rights, can also be applied for. For additional information regarding this, please see "*Subscription without subscription rights*".

Subscription Price

The subscription price is SEK 0,07 per share. Commission will not be paid.

Record Date

The record date with Euroclear Sweden, for the determination of the shareholders who have the right to receive subscription rights in the Rights Issue is October 25, 2023. The last day of trading in the Company's shares with the right of participation in the Rights Issue is October 23, 2023. The first day of trading in the Company's shares without the right of participation in the Rights Issue is October 24, 2023.

Subscription Period

Shares will be available for subscription during the period from October 27, 2023 until and including November 10, 2023. The Board of Directors of the Company reserves the right under all circumstances to extend the subscription period and the period for payment. Such extension shall be notified no later than on the last day of the subscription period and shall be announced by the Company.

Pre-printed Issue Statement

Directly Registered Shareholders

Pre-printed issue statement with attached payment slip will be sent to the shareholders, or representatives of the shareholders in the Company who, on the record date October 25, 2023, were registered as shareholders in the register kept by Euroclear Sweden. Information regarding the number of received subscription rights and the number of shares that can be subscribed will be stated on the pre-printed issue statement. A separate securities notification (Sw. VP-avi) regarding the registration of subscription rights on the shareholders securities account will not be distributed. Persons entered in the special list of pledge holders and trustees maintained in connection with the register of shareholders will not receive any issue statement, but will receive notice separately.

Nominee Shareholders

Shareholders whose holding of shares in the Company is nominee-registered with a bank or other nominee will not receive an issue statement from Euroclear Sweden. Subscription and payment shall in this case instead be made in accordance with instructions from the respective nominees.

Shareholders with Resident in Certain Ineligible Jurisdictions

Allotment of subscription rights and the issue of new shares by exercise of subscription rights to persons who are resident in countries other than Sweden may be affected by securities legislation in such countries.

Consequently, subject to certain exceptions, the shareholders whose existing shares in the Company are directly registered in a securities account and whose registered addresses are in Australia, Hong Kong, Japan, Canada, New Zealand, Singapore, South Africa, Switzerland, South Korea, Belarus, Russia, the US, or any other jurisdiction in which it would be unlawful to offer the subscription rights and new shares will not receive any subscription rights or be allowed to subscribe for new shares. In countries other than Sweden that are also a member of EES and that have implemented the Prospectus Directive, an offer of securities can only be made in accordance with an exemption from the Prospectus Directive. Subscription rights that would have been delivered to such shareholders will be sold and the sales proceeds, with deduction of associated costs, will be paid to such shareholders. Amounts less than SEK 100 will not be paid out.

Trading in Subscription Rights

Trading in the subscription rights will take place on Nasdaq First North Growth Market during the period from October 27, 2023 until and including November 7, 2023 under the ticker BTCX TR. The ISIN-code for the subscription rights is SE0020999514. Institutions with the necessary permits are at your service with the mediation of purchases and sales of subscription rights. Subsequently, persons who wish to buy or sell subscription rights should turn to their nominee. Normal brokerage fees are to be expected in such trading. When a subscription right is sold, both the primary and subsidiary preferential right is transferred to the new holder.

Subscription by Virtue of Subscription Rights

Subscription of shares shall be made by simultaneous payment during the period from October 27, 2023 until and including November 10, 2023. Note that it may take multiple business days for such payment to reach the recipient account. Shortly after the end of the subscription period, unexercised subscription rights will expire and thus become worthless. Unexercised subscription rights will shortly thereafter without special notice from Euroclear Sweden be deregistered from the shareholders' securities account.

In order to not lose the value of the subscription rights, the holder must either:

- Exercise the subscription right to subscribe for new shares no later than November 10, 2023 or in accordance with instructions from their nominee; or
- Sell the unexercised subscription rights no later than November 7, 2023.

Subscription by Directly Registered Shareholders

Subscription by directly registered shareholders for new shares using subscription rights shall be made by cash payment to Aktieinvest no later than 17:00 (CET) on November 10, 2023, using one of the following options:

- The pre-printed issue statement with attached payment slip shall be used if all of the received subscription rights, according to the issue statement provided by Euroclear Sweden, are to be exercised. No additions or changes may be made on the payment slip or to the amount to be paid.
- If subscription rights have been purchased or sold or if, for any reason, the number of subscription rights to be exercised is different from the number of subscription rights specified by the issue statement from Euroclear Sweden, subscription form (I) for subscription using subscription rights, shall be used to subscribe for new shares. Please note that payment for subscribed shares shall be made in accordance with instructions on the subscription form at the same time as the subscription form is submitted to Aktieinvest. In this case, the pre-printed payment slip from Euroclear Sweden shall not be used.

Subscription form (I) can be obtained from Aktieinvest by telephone +46 8 5065 1795 or by email to emittentservice@aktieinvest.se.

The completed subscription forms shall, in connection with payment, be sent or delivered to the address below and be received by Aktieinvest no later than 17:00 (CET) on November 10, 2023.

Aktieinvest FK AB
Issuer Service
Box 7785
103 96 Stockholm
Telephone: +46 8 5065 1795
Email: emittentservice@aktieinvest.se (scanned application form)

Subscription forms sent by post should be sent well in advance of the end of the subscription period. Please note that registration is binding, and no changes or additions may be made in pre-printed text on the registration form. Incomplete or incorrectly completed application forms, as well as application forms that are not accompanied by the required identity and authorization documents, may be disregarded. In the event that several application forms are received from the same subscriber, Aktieinvest reserves the right to consider only the most recently received application form.

If the subscription payment is received late, is insufficient or is paid incorrectly, notification of subscription may be submitted without regard. Paid issue proceeds will then be repaid. No interest will be paid for such payment.

Directly Registered Shareholders Resident Abroad

Directly registered shareholders who are entitled to subscribe for shares in the Rights Issue and who are residing outside of Sweden and not subject to any of the restrictions listed above under the heading “*Shareholders resident in certain ineligible jurisdiction*” and who cannot use the pre-printed payment slip, can pay in SEK through a foreign bank using the following payment details:

Account holder: Aktieinvest FK AB
IBAN: SE4930000000041041301789
BIC: NDEASESS
Bank: Nordea

When payment is being processed, the subscribers name, securities account number (Sw. “VP-kontonummer”) and OCR reference from the issue statement must be stated. Payment shall be Aktieinvest at hand no later than 17:00 CET on November 10, 2023.

If the subscription is for a different amount of shares than what is stated on the issue statement, subscription form (I) shall be used instead. Subscription forms can be obtained from Aktieinvest by telephone +46 8 5065 1795 or by email to emittentservice@aktieinvest.se. The subscription form and payment shall be Aktieinvest at hand no later than 17:00 CET on November 10, 2023.

Nominee Registered Shareholders

Those with nominee accounts who wish to subscribe for shares in the Rights Issue by exercising subscription rights shall submit their subscription in accordance with instructions from their respective nominee.

Subscription without Subscription Rights

Subscription for new shares can also be made without the exercise of subscription rights, i.e. without preferential right. Subscription without subscription rights shall be made during the same period as subscription with subscription rights, i.e. from October 27, 2023 until and including November 10, 2023. Subscriptions must be Aktieinvest at hand no later than 17:00 CET on the last day of the subscription period.

Directly Registered Shareholders and Others

Applications to subscribe for shares without subscription rights shall be made using subscription form (II). Such subscription form can be obtained from Aktieinvest by telephone +46 8 5065 1795, on Aktieinvest’s website www.aktieinvest.se/emission/goobit2023, or from the Company website www.goobit.se. Completed subscription form shall be Aktieinvest at hand on the below address or email, emittentservice@aktieinvest.se, no later than 17:00 (CET) on November 10, 2023.

Aktieinvest FK AB
Issuer Service
Box 7785
103 96 Stockholm
Telephone: +46 8 5065 1795
Email: emittentservice@aktieinvest.se (scanned application form)

Application for subscription of shares, without the use of subscription rights, can also be submitted with BankID/Nordic eID via www.aktieinvest.se/emission/goobit2023.

Subscription forms sent by post should be sent well in advance of the end of the subscription period.

Nominee Registered Shareholders

Nominee registered shareholders and nominees who wish to subscribe for shares in the Rights Issue without exercising subscription rights must apply for subscription according to instructions from their respective nominees, who will also handle notification of allotment and other queries. Alternatively, the application can be submitted in the same way as for direct registered shareholders and others as described above.

Note: In order to invoke subsidiary preferential rights, subscription without preferential right must be completed through the same nominee as the subscription with preferential right.

Allotment

In the event that not all subscription rights are exercised to subscribe for new shares, the board of directors shall decide, within the limits of the maximum amount set in the Rights Issue, on the distribution of new shares subscribed for without preferential rights. In this case, new shares shall be allotted:

- i. firstly, allocation without preferential rights shall be made to those who have also subscribed for new shares with subscription rights, regardless of if the subscriber was a shareholder on the record date or not, and in case of oversubscription, pro rata in relation to the number of new shares subscribed for with subscription rights;
- ii. secondly, allocation of shares subscribed for without subscription rights shall be made to those who have subscribed for new shares without subscription rights, and in the case of oversubscription, pro rata to the number of new shares subscribed for in the respective application, and insofar allocation cannot be done pro rata, allocation will be done by lottery; and
- iii. thirdly and lastly, allocation of shares subscribed for without subscription rights shall be made to those who have entered into guaranteed undertakings, pro rata to the respective guarantee amount, and insofar allocation cannot be done pro rata, allocation will be done by lottery.

In the event of oversubscription, new shares will only be allotted to those who have also subscribed for shares with the use of subscription rights, regardless of if they were a shareholder on the record day, pro rata in relation to the number of subscription rights each subscriber have subscribed for, and to the extent this is not possible, allotment shall be determined through random selection.

Please note: Nominee registered shareholders, who wish to increase the probability of being allotted shares by subscribing for shares without preferential right, must subscribe for shares without preferential right through the same nominee as the subscription with preferential right was completed. If this is not completed it is not possible to identify a subscriber who have subscribed for shares both with and without the support of subscription rights.

Notice of allocation in case of subscription without subscription rights

On or about November 15, 2023, as confirmation of allotment of new shares subscribed for without subscription rights, a contract note will be dispatched to directly registered shareholders and others with a securities account. No notice will be given to those who have not been allotted new shares. Payment for the subscribed and allotted new shares is to be made in cash and the payment must be received by Aktieinvest no later than on the settlement date, in accordance with instructions on the contract note. Should payment not be made in due time, the shares may be transferred to another party. If the price at the time of such transfer is less than the issue price, the person originally being allotted the shares may have to bear all, or parts of, the difference. Nominee registered shareholders will receive notification of allotment in accordance with the procedures of each nominee.

Paid Subscribed Share (Sw. BTA)

After payment and subscription, Euroclear Sweden will distribute a securities notification confirming the registration of BTA in the securities account. The newly subscribed shares are entered as BTA on the securities account until the new shares have been registered at the Swedish Companies Registration Office. Registration of the new shares are expected to be completed around calendar week 48, 2023, after which the BTA will be converted to shares. Delivery of the new shares is expected around calendar week 48, 2023 and will be completed without the distribution of a separate notice from Euroclear Sweden. Holders of nominee registered accounts will receive BTA and information according to the routines of the respective nominees.

Trading in BTA

Trading in BTA is expected to take place on Nasdaq First North Growth Market from October 27, 2023, until the Rights issue have been registered at the Swedish Companies Registration Office under the ticker BTCX BTA. The ISIN-code for BTA is SE0020999522. Institutions with the necessary permits are at your service with the mediation of purchases and sales of BTA.

Trading in the New shares

The shares are traded on Nasdaq First North Growth Market. Following the registration at the Swedish Companies Registration Office, the new shares will also be traded on Nasdaq First North Growth Market. Such trading, involving the new shares converted from BTA, is expected to commence around calendar week 48, 2023.

Right to Dividends

The new shares carry the right to participate in the distribution of dividends for the first time on the record date for dividends that occurs following the registration of the new shares at the Swedish Companies Registration Office.

Announcement of the Outcome of the Rights Issue

The outcome of the Rights Issue will be announced in a press release as soon as it becomes known to the Company, which is expected to take place on or about November 14, 2023.

Information Regarding the Handling of Personal Information

Anyone subscribing for, or applying for subscription of, shares in the Rights Issue will submit certain personal information to Aktieinvest. Personal information submitted to Aktieinvest will be processed in the data systems to the extent required to facilitate the Rights Issue. Personal information obtained from sources other than the acquirer may also be processed. The personal information may also be processed in the data systems of companies or organizations with which Aktieinvest cooperates. The information about processing of personal information is provided by Aktieinvest, which is responsible for the processing of personal information. Any request for correction or deletion of personal information should be sent Aktieinvest at the address specified in the section "Addresses". For further information about how Aktieinvest processes personal information, please see Aktieinvest's privacy policy at www.aktieinvest.se/aktieinvest-dataskyddspolicy.

Other

The Company is not entitled to cancel the Rights Issue. Subscription of new shares, with or without the support of subscription rights, is irrevocable and the subscriber may not revoke or amend a subscription of new shares, unless otherwise provided by this prospectus or applicable law.

Please note that any incomplete or incorrectly completed subscription form, as well as subscription forms not including the necessary identification and authorization documents, may be disregarded. Additionally, should a subscriber submit multiple subscription forms, Aktieinvest reserves the right to only consider the latest received subscription form. In the event that the subscriber has paid an excess amount for the shares subscribed for, Aktieinvest will ensure that the excess amount is repaid provided that the excess amount exceeds 100 SEK. If the subscription payment is made too late, is insufficient or is paid incorrectly, the subscription may be disregarded. If such an event occurs, Aktieinvest will ensure that the amount is repaid, provided the payment exceeds 100 SEK. When subscribing for shares without exercising subscription rights for an amount equivalent of EUR 15,000 the subscriber must complete a KYC-form. The KYC-form is available at www.aktieinvest.se/pep or can be obtained from Aktieinvest by telephone +46 8 5065 1795 or by email to emittentservice@aktieinvest.se. Should the KYC-form be sent to Aktieinvest by post a certified copy of identification shall be attached, this is not a requirement should the form be completed via BankID/Nordic eID.

Aktieinvest is acting as issuing agent in the Rights Issue. The fact that Aktieinvest acts as issuing agent does not imply that Aktieinvest regards any party that applies for shares in the Rights Issue as a client of Aktieinvest in connection with the Rights Issue.

HOW TO SUBSCRIBE

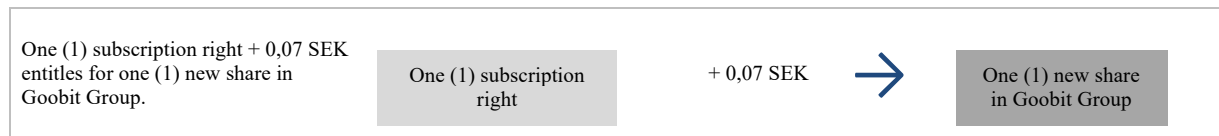
Terms	For each share held on the record day, the holder will receive one (1) subscription right. One (1) subscription right entitles the holder to subscribe for one (1) new share.
Subscription price	0,07 SEK per share
Record day	October 25, 2023
Subscription period	October 27 – November 10, 2023
Trading in subscription rights	October 27 – November 7, 2023

Subscription by virtue of subscription rights

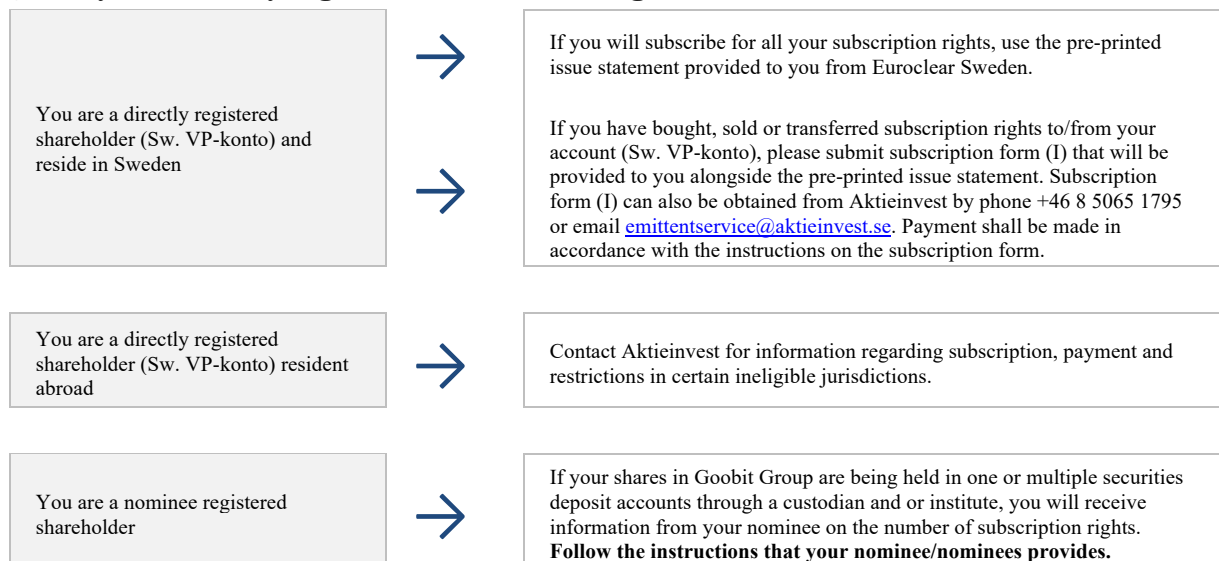
1. Allotment of subscription rights



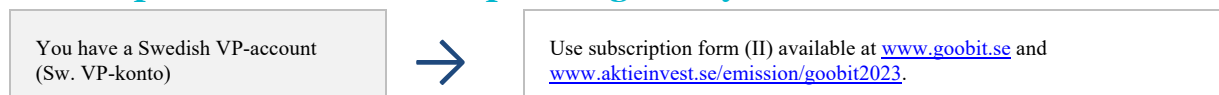
2. Exercising subscription rights



3. Are you a directly registered or nominee registered shareholder?¹



Subscription without subscription rights (by shareholders and others)²



¹ Note that restrictions may be applicable should the shareholder reside in the US or certain other jurisdictions. See "Shareholders resident in certain ineligible jurisdictions" under the section "Terms and conditions".

² Allotment will be completed in accordance with the terms stated under "Allotment" in the section "Terms and conditions". Note that restrictions may be applicable should the shareholder reside in the US or certain other jurisdictions. See "Shareholders resident in certain ineligible jurisdictions" in the section "Terms and conditions".

You have a securities deposit account
(i.e. you have a custodian)



Subscription and payment shall be made in accordance with instructions from the respective nominee. **Follow the instructions that your nominee provides.**

Note that some nominees may have a shortened subscription period. Contact your nominee for further information and instructions.