

BRØNDBYERNES I.F. FODBOLD A/S
CVR-nr. 83 93 34 10

Brøndby, 4. February 2025

COMPANY ANNOUNCEMENT No. 3/2025

Brøndbyernes I.F. Fodbold A/S publishes completion of rights issue and total number of shares and voting rights

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Brøndbyernes I.F. Fodbold A/S ("Brøndby" or the "Company") today announces completion of the rights issue announced by the Company on 10 January 2025 (the "Offering").

Reference is made to company announcements no. 1/2025 and 2/2025 of 10 January 2025 and 31 January 2025, respectively.

Prior to the Offering, the Company has a registered share capital of a nominal value of DKK 142,583,183.25 divided into 570,332,733 shares of a nominal value DKK 0.25 each.

As of the date of this announcement, the Company has registered the capital increase relating to the new shares subscribed for in the Offering (the "New Shares"), corresponding to a nominal value of DKK 142,583,183.25 divided into 570,332,733 New Shares of a nominal value DKK 0.25 each with the Danish Business Authority.

As such, after registration of the capital increase with the Danish Business Authority, the Company's share capital amounts to a nominal value of DKK 285,166,366.50 divided into 1,140,665,466 shares of nominal value DKK 0.25 each. The total number of voting rights in the Company amounts to 1,140,665,466.

The New Shares are expected to be admitted to trading and official listing on Nasdaq Copenhagen A/S under the existing ISIN code for the Company's existing shares, DK0010247956, on 5 February 2025, and the temporary ISIN code of the New Shares is expected to be merged with the ISIN code of the Company's existing shares on 6 February 2025 after 5:59 p.m. CET.



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An updated version of the articles of association can be found at the website of the Company:
www.brondby.com.

Advisors in the Offering

Accura Advokatpartnerselskab acts as legal advisor to the Company.

Information

For further information about this company announcement please contact Head of Communications, Christian Schultz, on telephone 31 41 41 85.

Important notice

The statements contained in this announcement may include "forward-looking statements" that express expectations as to future events or results. Forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "anticipates", "projects", "expects", "intends", "may", "will", "seeks", "should" or "targets" or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These statements are based on current expectations and involve risk and uncertainty because they relate to events and depend upon circumstances that may or may not occur in the future. There are a number of factors which could cause actual results or developments to differ materially from those expressed or implied by such forward-looking statements. Any of the assumptions underlying forward-looking statements could prove inaccurate or incorrect and therefore any results contemplated in forward-looking statements may not actually be achieved. Nothing contained in this announcement should be construed as a confirmation that the Offering will complete, nor of the size of the Offering or the price of the securities issued by the Company. Recipients of this announcement are strongly urged not to place undue reliance on any of the statements set forth above. There is no assurance that the targets and expectations described above will materialize or prove to be correct. Because these statements are based on assumptions and/or estimates and are subject to risks and uncertainties, the actual results or outcome could differ materially from those described above.

This announcement is not an offer to sell or a solicitation of any offer to buy any securities issued by the Company in any jurisdiction where such offer or sale would be unlawful and the announcement and the information contained herein are not for distribution or release, directly or indirectly, in or into such jurisdictions. This announcement does not constitute an offering memorandum, or a prospectus as defined by Regulation (EU) No. 2017/1129 of 14 June 2017, as amended, and nothing herein contains an offering of securities. No one should purchase or subscribe for any securities in the Company, except on the basis of information in any prospectus published by the Company in connection with a potential offering and admission of such securities to trading and official listing on Nasdaq Copenhagen. Copies of any such prospectus will, following publication be available on the website of the Company.

This announcement and the information contained herein are for information purposes only and not for distribution in or into the United States of America (including its territories and possessions, any state of the United States of America and the District of Columbia) (the "United States") or any other jurisdiction where such offer or sale would be unlawful and this announcement and the information contained herein are not for distribution or release, directly or indirectly, in such jurisdictions. This announcement does not constitute,



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or form part of, an offer to sell, or a solicitation of an offer to purchase, any securities in the United States. The Pre-emptive Rights and the New Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the securities laws of any state in the United States (as such term is defined in Regulation S under the U.S. Securities Act ("Regulation S")) and may not be offered, sold or delivered, directly or indirectly, in or into the U.S. absent registration, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in compliance with any applicable state and other securities laws of the United States. There is no intention to register any securities referred to herein in the United States or to make a public offering of the securities in the United States.

In any member state of the European Economic Area, other than Denmark, this announcement is only addressed to and directed at investors in member states of the European Economic Area who fulfil the criteria for an exemption from the obligation to publish a prospectus, including "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation (Regulation (EU) 2017/1129), as amended.

In relation to the United Kingdom, no securities issued by the Company have been offered or will be offered pursuant to the Prospectus to the public in the United Kingdom prior to the publication of a prospectus in relation to the Pre-emptive Rights and the New Shares which has been approved by the Financial Conduct Authority in the United Kingdom in accordance with Regulation (EU) 2017/1129 as it forms part domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "UK Prospectus Regulation") and Financial Services and Markets Act 2000 ("FSMA"), except that the New Shares and the Pre-emptive Rights may be offered to the public in the United Kingdom at any time under the following exemptions under the UK Prospectus Regulation (a) to any legal entity which is a qualified investor as defined under article 2 of the UK Prospectus Regulation; (b) to fewer than 150 natural or legal persons (other than qualified investors as defined under article 2 of the UK Prospectus Regulation), subject to obtaining the prior consent of the financial advisor for any such offer; or (c) in any other circumstances falling within section 86 of the FSMA; provided that no such offer of Pre-emptive Rights or the New Shares shall require the Company or the financial advisor to publish a prospectus pursuant to section 85 of the FSMA or article 3 of the UK Prospectus Regulation or supplement prospectus pursuant to article 23 of the UK Prospectus Regulation.

In the United Kingdom, this announcement is only being distributed to and is only directed at, qualified investors as defined in the UK Prospectus Regulation who: (i) are persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "FSMA Order"); (ii) are persons falling within Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the FSMA Order; or (iii) are other persons to whom they may otherwise lawfully be communicated (all such persons, together being referred to as "Relevant Persons"). In the United Kingdom, the Prospectus is directed only at Relevant Persons and must not be acted on or relied on by anyone who is not a Relevant Person. In the United Kingdom, any investment or investment activity to which the Prospectus relates is available only to Relevant Persons and will be engaged in only with Relevant Persons. Any person who is not a Relevant Person should not act on or rely upon the Prospectus or any of its contents.



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In relation to Russia and Belarus, no securities have been offered or will be offered pursuant to the Offering to any Russian or Belarusian national, any natural person residing in Russia or Belarus (except for EU, EEA or Swiss nationals and persons holding an EU, EEA or Swiss residence permit, subject to the restrictions applicable to investors in the European Economic Area, any legal person, entity or body established in Russia og Belarus (including EU branches of such legal persons, but excluding subsidiaries of Russian or Belarusian legal entities organized or incorporated within the EU, subject to the re-strictions applicable to investors in the European Economic Area, or any natural or legal person where the issuance of securities to such person would result in a breach of applicable sanctions.



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