

Nordic Waterproofing adopts a joint merger plan, publishes a listing prospectus and intends to convene an extra general meeting in the continuing process of re-domiciling the parent company to Sweden.

Nordic Waterproofing Holding A/S ("Nordic Waterproofing" or the "Company") has decided to carry out a re-domiciliation of the parent company from Denmark to Sweden for the purpose of simplifying the legal structure (as previously announced in PR 2019-12-10 and PR 2020-06-26). The boards of directors of the Company and its wholly owned Swedish subsidiary Nordic Waterproofing Holding AB have adopted a joint merger plan entailing that the re-domiciliation will be carried out by way of a cross-border reverse merger. Following the merger, Nordic Waterproofing Holding AB will be the new parent company in the group with the same shareholder structure as in Nordic Waterproofing Holding A/S. The shares in Nordic Waterproofing Holding AB are intended to be listed on Nasdaq Stockholm in connection with the execution of the merger, the Nordic Waterproofing group will continue to be traded on Nasdaq Stockholm, the group's operations will be unchanged and no employees will be affected.

For the purpose of simplifying the legal structure (as previously announced in PR 2019-12-10 and PR 2020-06-26), the boards of directors of the Company and Nordic Waterproofing Holding AB have today adopted a joint merger plan, according to which the Company, as the transferor company, shall be merged with Nordic Waterproofing Holding AB, as the transferee company, through a cross-border reverse merger with the transferee company as the surviving entity. The merger consideration, consisting of shares in Nordic Waterproofing Holding AB, has been determined with the objective to reflect the current ownership structure of the Company. The shareholders of the Company will, according to the merger plan, receive one share in Nordic Waterproofing Holding AB for every share held in the Company on the day of the merger.

The shares in Nordic Waterproofing Holding AB are intended to be listed on Nasdaq Stockholm in connection with the execution of the merger. The application for admission to trading of the shares in Nordic Waterproofing Holding AB on Nasdaq Stockholm has been approved by Nasdaq Stockholm's Listing Committee, subject to customary conditions, and the Swedish Financial Supervisory Authority (Sw. Finansinspektionen) has today approved Nordic Waterproofing Holding AB's listing prospectus.

The execution of the merger is subject to the shareholders' approval. The board of directors of the Company intends to issue a notice to convene an extraordinary general meeting on 14 September 2020 and to propose the extraordinary general meeting to resolve to approve the merger.

The intention is that the last day of trading in the shares of the Company will occur on or about 27 November 2020 and that the execution of the merger and first day of trading in Nordic Waterproofing Holding AB's shares will occur on or about 30 November 2020.

Following the planned re-domiciliation, the Nordic Waterproofing group will continue to be traded on Nasdaq Stockholm, the group's operations will be unchanged and no employees will be affected.

The joint merger plan and the listing prospectus have been made available at www.nordicwaterproofing.com today.

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Nordic Waterproofing in brief

Nordic Waterproofing is one of the leading providers in the waterproofing market in northern Europe. The Company provides high-quality products and solutions for waterproofing in Sweden, Finland, Denmark, Norway, Belgium, the Netherlands, Poland, the United Kingdom and Germany. Nordic Waterproofing also provides installation services through wholly-owned subsidiaries in Finland and through part-owned franchise companies in Denmark. The Company markets its products and solutions under several brands, all with an extensive heritage, most of which are among the most established and well-recognized brands in waterproofing in their respective markets, such as Matak, Trebolit, Phønix Tag Materialer, Kerabit, Nortett, SealEco, Distri Pond, SPT-Painting, Taasinge Elementer, RVT and Veg Tech. Nordic Waterproofing is listed in the Mid Cap segment on Nasdaq Stockholm with the stock ticker NWG.

Additional information about Nordic Waterproofing is available at www.nordicwaterproofing.com