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## **ORYZON GENOMICS, S.A.**

Pursuant to the provisions of Article 226 of Law 6/2023, of March 17, of the Securities Markets and Investment Services Law, and other concordant provisions, ORYZON GENOMICS, S.A. ("**ORYZON**" or the "**Company**") hereby announces the following

### **INSIDER INFORMATION**

Following the inside information published yesterday (no. 2700), the Company announces that it has completed the Accelerated Bookbuild Offering. In accordance with the agreement of the Board of Directors and as a result of the high number of subscription orders received, it has been decided to increase the amount of the Capital Increase to 30 million euros, with this Capital Increase being significantly oversubscribed.

The final terms of the Transaction are as follows:

- Effective amount of the Capital Increase: 30,000,001.30 euros.
- Nominal amount of the Capital Increase: 638,297.90 euros.
- Number of new shares to be issued: 12,765,958.
- Issue price: 2.35 euros per share, of which 0.05 euros correspond to nominal value and 2.30 euros to share premium. It is noted that this issue price is higher than the minimum issue price of 1.6997 euros per share agreed by the Ordinary General Meeting held on June 28, 2024.

This issue price represents a discount of 15.44% on the five-day volume weighted average price of the Company's shares prior to April 22, 2025 (which amounted to 2.779 euros per share) and a discount of 19.38% on the closing price of the Company's shares on April 22, 2025, the day immediately preceding the launching of the capital increase (which amounted to 2.915 euros per share).

- The percentage of the Company's share capital that the Capital Increase represents: 19.41% before the Capital Increase and 16.25% after the Capital Increase.

ORYZON will request the admission to trading of the New Shares issued on the Madrid, Barcelona, Bilbao, and Valencia Stock Exchanges, through the Spanish Automated Quotation System (Continuous Market), with the New Shares expected to be admitted to trading on April 25, 2025, and to start trading on April 28, 2025. Any delay in the scheduled calendar will be communicated to the market through the corresponding relevant information.

Madrid, April 24, 2025

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### **Relevant Information**

The distribution of this announcement may be subject to legal or regulatory restrictions in certain jurisdictions. Any person who comes into possession of this announcement must inform him or herself of and comply with any such restrictions.

With respect to Member States of the European Economic Area, no action has been taken or will be taken to permit a public offering of the securities referred to in this announcement. Therefore, such securities may not be and shall not be offered in any Member State other than in accordance with the exemptions of Article 1(4) of Regulation (EU) 2017/1129 of the European Parliament and of the Council (the "**Prospectus Regulation**") or, otherwise, in cases not requiring the publication of a prospectus under Article 3 of the Prospectus Regulation.

This announcement and the information it contains are being made only to and are directed for (i) persons in Member States of the European Economic Area who are qualified investors within the meaning of article 2(e) of the Prospectus Regulation ("**Qualified Investors**"), (ii) persons outside the United Kingdom, (iii) persons outside the United States, and (iv) in the United Kingdom, Qualified Investors who are (a) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**"), (b) high net worth entities and other such persons falling within Article 49(2)(a) to (d) of the Order ("high net worth companies", "unincorporated associations", etc.) or (c) other persons to whom an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the Financial Services and Market Act 2000) may otherwise lawfully be communicated or caused to be communicated (all such persons in (i), (ii), (iii) and (iv) together being referred to as "**Relevant Persons**"). Any invitation, offer or agreement to subscribe, purchase or otherwise acquire securities to which this announcement relates will only be engaged in with, and is only available to, Relevant Persons. Any person who is not a Relevant Person should not act or rely on this announcement or any of its contents.

The New Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or any state securities laws and may not be offered or sold in the United States of America absent registration or an applicable exemption from registration under the Securities Act and applicable state securities law. The securities have not been registered, and there is no intention to register any securities referred to herein in the United States or to make any public offering of securities of the Company in the United States.

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 New Shares have been subject to a product approval process, which has determined that such New Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "**Target Market Assessment**"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the New Shares may decline and investors could lose all or part of their investment; the New Shares offer no guaranteed income and no capital protection; and an investment in New Shares 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 of any contractual, legal or regulatory selling restrictions in relation to the Offer. Furthermore, it is noted that, notwithstanding the

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The logo for ORYZON, consisting of the word "ORYZON" in white, uppercase, sans-serif font, centered within a solid black rectangular box.

Target Market Assessment, the Placement Agents will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, 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, or purchase, or take any other action whatsoever with respect to the New Shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the New Shares and determining appropriate distribution channels.