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## TERM SHEET

<b>Issuer</b>	<ul style="list-style-type: none"><li>Asker Healthcare Group AB ("Asker" or the "Company")</li></ul>
<b>Offering Type</b>	<ul style="list-style-type: none"><li>Initial Public Offering ("IPO")</li></ul>
<b>Securities offered</b>	<ul style="list-style-type: none"><li>New and existing ordinary shares</li></ul>
<b>Listing Venue</b>	<ul style="list-style-type: none"><li>Nasdaq Stockholm (main market)</li></ul>
<b>Bloomberg Ticker / ISIN</b>	<ul style="list-style-type: none"><li>ASKER SS / SE0024171458</li></ul>
<b>Offering price</b>	<ul style="list-style-type: none"><li>Fixed price offering at SEK 70 per share</li></ul>
<b>Business description</b>	<ul style="list-style-type: none"><li>Asker is a leading provider of medical products and solutions in Europe<sup>1)</sup></li><li>Asker builds and acquires MedTech companies on the large, resilient and growing European healthcare market with the mission to support the healthcare system to improve patient outcomes, reduce the total cost of care, and ensure a fair and sustainable value chain</li><li>Asker has a solid track record of combining organic growth with continuous acquisitions and is active in consolidating Europe's highly fragmented MedTech market. Since 2019, Asker has acquired 51 companies</li><li>For the year ended 31 December 2024, Asker had net sales of approximately SEK 15 billion with an adjusted EBITA of approximately SEK 1.4 billion, which has continued to grow through strategic acquisitions in 2025</li><li>Asker has scale and capacity to continue expanding and to consolidate its market, with a vision to become the leading healthcare group in Europe within medical products and solutions</li></ul>
<b>Base offering</b>	<p>The Offering comprises up to 126,953,106 shares, corresponding to approximately 33.1 per cent of the total number of shares and votes in Asker after completion of the Offering</p> <ul style="list-style-type: none"><li>Primary offering of 21,428,571 shares corresponding to c. SEK 1,500m / c. USD 148m / c. EUR 136m</li><li>Secondary offering of up to 105,524,535 shares corresponding to c. SEK 7,387m / c. USD 728m / c. EUR 669m</li></ul>
<b>Over-allotment option</b>	<ul style="list-style-type: none"><li>Up to 19,042,965 additional existing shares corresponding to c. SEK 1,333m / c. USD 131m / c. EUR 121m, corresponding to 15% of the base offering</li><li>Provided by Nalka and Ilmarinen</li></ul>
<b>Total deal size</b>	<ul style="list-style-type: none"><li>Provided that the Over-allotment option is exercised in full, the Offering will comprise up to 145,996,071 shares, corresponding to approximately 38.1 per cent of the total number of shares and votes in Asker after the completion of the Offering and c. SEK 10,220 / c. USD 1,008m c. EUR 926m</li></ul>
<b>Implied market cap</b>	Approximately SEK 26.8 billion / c. USD 2.6billion / c. EUR 2.4billion (representing the total market value of all shares in the Company after the IPO, assuming that the Offering is fully subscribed)
<b>Use of primary proceeds</b>	Asker intends to use the net proceeds for the purpose of (i) refinancing its existing credit facilities in the amount of SEK 1,200 million; and (ii) the remaining portion of SEK 235 million will be used for general corporate purposes, which will provide the Company with strategic flexibility for future acquisitions or other investments made as part of Asker's growth strategy
<b>Selling Shareholders</b>	<p>The existing shares are offered by</p> <ul style="list-style-type: none"><li>Nalka Invest AB<sup>2)</sup> ("Nalka" or the "Principal Owner")</li><li>Ilmarinen Mutual Pension Insurance Company ("Ilmarinen")</li><li>Sixth Swedish National Pension Fund ("AP6")</li><li>certain other shareholders<sup>3)</sup>, including members of the Board of Directors and members of Asker's group management team</li></ul>
<b>Lock-up</b>	<ul style="list-style-type: none"><li>Nalka (or any other part of Interogo Holding in case Nalka's shares are transferred within this group following the IPO): 360 days</li><li>Board of Directors, management and employees who own shares prior to the Offering: 360 days</li><li>other shareholders: 180 days</li></ul>
<b>Cornerstone investors</b>	Alecta Tjänstepension Ömsesidigt, SEB Asset Management, Funds managed by Capital Group, Handelsbanken Fonder, Invesco Asset Management Limited, Tredje AP-fonden, AFA Försäkring and Swedbank Robur Fonder (together the "Cornerstone Investors") have, subject to certain conditions, committed to acquire shares in the Offering in an aggregate amount of SEK 5,800 million based on a valuation of approximately SEK 26.8 billion (representing the total market value of all shares in the Company after the IPO, assuming that the Offering is fully subscribed). The undertakings represent, in aggregate, approximately 21.6 per cent of the total number of shares and votes in Asker after completion of the Offering, and approximately 56.8 per cent of the shares in the Offering, assuming that the Over-allotment Option is exercised in full
<b>Selling Restrictions</b>	<p>The shares will be offered to;</p> <ul style="list-style-type: none"><li>The general public in Sweden, Norway, Denmark and Finland</li><li>International offering to institutional investors outside the U.S. in compliance with Reg S</li><li>In Canada, sales are permitted only to eligible investors who qualify as an "accredited investor" and a "permitted client" under applicable securities legislation in the Provinces of Ontario and Québec</li><li>US QIBs</li></ul>
<b>Target market</b>	<ul style="list-style-type: none"><li>Professional, non-professional and eligible counterparties</li><li>Please see press release for further information</li></ul>
<b>Syndicate</b>	<ul style="list-style-type: none"><li>Joint Global Coordinators: Carnegie, Citi and Nordea</li><li>Joint Bookrunner: BNP Paribas and Danske Bank</li></ul>
<b>Expected Timetable</b>	<ul style="list-style-type: none"><li>17 March 2025: Prospectus publication</li><li>18–25 March 2025 (Books open at 08:00 CET): Application period for the general public in Sweden, Norway, Denmark &amp; Finland</li><li>18–26 March 2025 (Books open at 08:00 CET): Application period for institutional investors</li><li>27 March 2025: First day of trading ("T")</li><li>31 March 2025: Expected settlement ("T+2")</li></ul>

1) Market study commissioned by the Company. Asker is a leading MedTech supplies and solutions provider for institutional clients (i.e., hospitals and B2B) in Europe, as measured by revenue

2) Nalka Invest AB holds shares in the Company through Strukturfonden HC15 AB (corporate registration number 556898-7928) and Strukturfonden HC15 II AB (559342-6280)

3) Such shareholders will sell their shares via so-called back-to-back arrangements with Nalka and Nordnet Bank AB in immediate connection with the Offering

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