

FOR LISTING AND GENERAL INFORMATION PURPOSES ONLY

BASIC INFORMATION ABOUT THE ISSUER AND THE INVESTOR WARRANTS

This listing document contains basic information about the issuer and the security. This listing document is not marketing material but instead contains information that the issuer must publish in order to apply for the trading of the securities on the First North marketplace. It is recommended that you familiarise yourself with the listing document so that you as an investor can make informed investment decisions and understand the risks involved.

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This listing document should not be construed as an offer to sell or a solicitation of an offer to acquire or subscribe for any securities of the Company in any jurisdictions in which such offer or solicitation would be unlawful. Any person considering an investment should familiarise themselves with any applicable restrictions and comply with them.

Basic information

Name of the issuer	Canatu Plc (the “ Company ”).	
Security to be listed	<p>The Company applies for the admission of a maximum of 3,364,998 Investor Warrants (as defined below) to trading under ISIN code FI4000581269.</p> <p>The Company was listed on the SPAC segment of the regulated market maintained by Nasdaq Helsinki Ltd in October 2021 (the “Initial Listing”) with the intention to carry out one or more acquisitions (as set out in Nasdaq Helsinki Ltd’s rulebook for issuers of shares) (the “Acquisition”). In connection with the Initial Listing, on 30 September 2021, the Board of Directors of the Company resolved by virtue of an authorisation granted by the shareholders on 28 September 2021 on the issuance of special rights within the meaning of Chapter 10 of the Finnish Limited Liability Companies Act (624/2006, as amended) (the “Investor Warrants”) so that one Investor Warrant would be issued per three series A shares in the Company, one Investor Warrant would entitle to subscribe for one new series A share in the Company for a subscription price of EUR 11.50 per share, and the Investor Warrants would be issued to such shareholders who have not voted against the Acquisition at the General Meeting and submitted a request for redemption of their shares to the Board of Directors of the Company. The Investor Warrants will be issued on the basis of ownership as at the record date, which is 30 days after the General Meeting deciding on the Acquisition.</p>	
Amount of proceeds to be raised	<p>The Investor Warrants are issued free of charge, so the Company will not receive any proceeds from the issue.</p> <p>If the Company’s series A shares are subscribed for with all the Investor Warrants in the future, the Company will receive a maximum of approximately EUR 38.7 million.</p>	
Use of proceeds to be raised	Any subsequent proceeds received from any subscriptions of the Company’s series A shares made with the Investor Warrants will be collected for the Company’s business operations.	
Name of the multilateral trading facility	The Company’s series A shares (the “ Series A Shares ”) are traded on the multilateral Nasdaq First North Growth Market Finland trading facility (the “ First North marketplace ”) maintained by Nasdaq Helsinki Ltd (“ Nasdaq Helsinki ”) under the trading code CANATU. The Company will apply for the admission of the Investor Warrants to trading on the First North marketplace. The trading code for the Investor Warrants will be CANATUIW29.	
Company’s advisers in applying for the admission to trading of the Investor Warrants	<p><u>Company’s certified adviser</u> Carnegie Investment Bank AB (publ) Regeringsgatan 56, SE-103 38 Stockholm, Sweden</p>	<p><u>Company’s legal adviser</u> Borenus Attorneys Ltd Eteläesplanadi 2, 00130 Helsinki, Finland</p>

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Risks

Key risks specific to the issuer, its business operations and the security which, if materialised, could materially impact the issuer’s operations, financial position or the value of the security	<p><u>Risks related to the Company and its business</u></p> <ul style="list-style-type: none"> • If the Company cannot maintain its existing customers and partnerships, and/or enter into new partnerships or similar business arrangements, the Company’s business could be adversely affected. • The Company might fail to implement its growth strategy, or the growth strategy might not be the best available strategy for the Company’s success. • The Company’s intellectual property rights and proprietary rights may not adequately protect its products, and failure to adequately protect and enforce the intellectual property rights or an infringement of others’ intellectual property rights may have a material adverse effect on the Company’s business.
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- The Company depends on skilled and experienced personnel to operate its business effectively, and if the Company is unable to recruit, hire and retain these employees, its ability to manage and expand its business will be harmed, which could impair the Company's future revenue and profitability.
- The Company's ability to be successful will depend upon the efforts of the Company's Board of Directors and management team, and the loss of such persons could negatively impact the operations and profitability of Company's business.
- The Company may incur losses over the next several years and may not achieve or sustain profitability in the future.
- The Company's actual results of operations may differ materially from its published financial targets, and investors should not place reliance on them or view them as guarantees of future performance.
- The Company has only one production facility, and significant disruptions or interruptions in the Company's production or deliveries, or damage, destruction or closure of the Company's only production facility would materially impair the Company's ability to deliver its products.
- The Company is subject to a variety of regulations, and future regulations might impose additional requirements and other obligations on the Company's business.
- Product liability claims might be brought against the Company due to a defective design, materials or workmanship, or due to the misuse of the Company's products, and these could result in expensive and time-consuming litigation, payment of substantial damages and an increase in the Company's insurance rates.
- Hazardous substances used by the Company in its production and operation of its systems expose the Company to regulatory and reputational risks.
- The Company may not be able to achieve its environmental, social and/or governance objectives or adapt and respond timely to emerging environmental, social and governance expectations and regulations.

Risks related to the financial position and financing of the Company

- Should the market conditions deteriorate, the Company could encounter difficulties in refinancing its debt and financing its operations at competitive terms.
- Fluctuations in interest rates could have a material adverse effect on the Company's business, financial position, results of operations, future prospects and share price.
- The Company is exposed to foreign exchange rate risk.
- The Company may not be able to maintain sufficient liquidity.
- The Company is exposed to credit and counterparty risks through trade receivables and receivables associated with financial intermediaries.
- The Company's actual tax assets or tax liabilities may be materially different from estimates or expectations, and the Company may be unable to fully utilise its deferred tax assets.
- Changes in assumptions underlying the carrying value of certain assets, including as a result of adverse market conditions, could result in impairment of such assets, including goodwill and intangible assets.

Risks related to the Investor Warrants

- The Company's Board of Directors has the right to demand the exercise of Investor Warrants within 45 days if the closing price of the Company's Series A shares on the First North marketplace equals or exceeds EUR 18 for 10 consecutive trading days. If the investor does not sell or exercise the Investor Warrants within 45 days of the notice of the Board of Directors, they will expire worthless.
- If the investor does not exercise or sell the Investor Warrants within five years of the beginning of their subscription period, they will expire worthless.
- Investors may not receive a return on their investment.
- Investors may not necessarily be able to sell Investor Warrants whenever they want or at all, and the trading price may fluctuate strongly.
- Future share issues or share sales may adversely affect the trading price of the Investor Warrants.
- Investor Warrants do not carry the same rights as shares, and the investor cannot exercise voting rights in the Company with the Investor Warrants.
- Due to three-month subscription windows, a maximum of approximately three months may pass between the subscription with the Investor Warrant and the delivery of the share, and the share price of the Series A Share may change during that time.
- The shareholder's broker may charge fees for subscribing for shares with the Investor Warrants.
- The Investor Warrants may not necessarily be held on all securities accounts, such as equity savings accounts, in which case the holder of the Investor Warrants may have to sell or exercise the Investor Warrants immediately upon their delivery.

- Certain shareholders now or in the future resident in or with a registered address in certain countries outside Finland may not necessarily be able to subscribe for the Company's shares with the Investor Warrants they hold.

Information about the issuer

Business name, domicile and head office	The name of the company is Canatu Oyj, and its parallel business name is Canatu Plc. The Company is domiciled in Helsinki and has its head office at the address Tiilenlyöjänkuja 9 A, FI-01720 Vantaa, Finland.		
Registration date and country of registration	The Company was registered in the Trade Register maintained by the Finnish Patent and Registration Office (the " Trade Register ") on 18 August 2021.		
Legal form and applicable law	The Company is a Finnish public limited liability company incorporated under and governed by Finnish laws.		
Board of Directors and persons belonging to senior management	Board of Directors		
	Name	Position	
	Timo Ahopelto	Chair	Founding partner of Lifeline Ventures
	Ari Ahola	Vice Chair	Founder and CEO of eFruit International Inc. and Infosto Inc.
	Anthony Cannestra	Member	Director of Corporate Ventures of DENSO International America, Inc. and member of the Boards of quadric.io, Inc., Metaware Corporation and Dellfer, Inc.
	Thomas P. Lantzsch	Member	-
	Scott Sears	Member	Chief Physician Executive of Honest Medical Group and Vice Chair of the Board of Directors of the Senior Resource Alliance
	Kai Seikku	Member	CEO and member of the Board of Directors of Okmetic Oy and Vice General Manager of National Silicon Industry Group Co Ltd
	Tuomo Vähäpassi	Member	-
	Persons belonging to senior management (Management Team)		
	Name	Position	Main duties outside the Company
	Juha Kokkonen	CEO	-
	Timo Suominen	CFO	-
	Jussi Rahomäki	CPO, Conductive Films	-
	Heikki Heinaro	CPO, Free-Standing Films	-
	Ilkka Varjos	CTO	-
	Samuli Kohonen	CSO	Consultant at Kovilta Oy
	Mari Makkonen	VP, Marketing & Communications	-
	Taneli Juntunen	VP, Engineering	-
	Antti Valkola	VP, Manufacturing	-
	Markku Lamberg	VP, Supply Chain Management	-
	Risto Laine	VP, Manufacturing Equipment	-
	Ann-Sofi Reims	VP, HR	-
The business address of the members of the Board of Directors and of the Management Team is Tiilenlyöjänkuja 9 A, FI-01720 Vantaa, Finland.			
The members of the Company's Board of Directors and Management Team and entities controlled by them within the meaning of Chapter 2, Section 4 of the Finnish Securities Markets Act (746/2012, as amended) hold a total of 4,341,473 Company shares, which corresponds to approximately 12.6 per cent of the issued shares of the Company and votes attached thereto.			
The members of the Company's Board of Directors and Management Team and entities controlled by them within the meaning of Chapter 2, Section 4 of the Finnish Securities Markets Act (746/2012, as amended) hold a total of 2,592,422 option rights, which can be exercised to subscribe for a maximum of 2,592,422 Series A shares in the Company.			
The members of the Company's Board of Directors or Management Team do not have any other agreements or other arrangements with the aim of gaining control of the Company.			

Auditor	At the Company's Annual General Meeting held on 19 June 2024, KPMG Oy Ab, Authorised Public Accountants, which acted as the Company's auditor for the financial year ended on 31 December 2023 and whose postal address is Töölönlahdenkatu 3 A, FI-00100 Helsinki, Finland, was re-elected as the Company's auditor, with authorised public accountant Jussi Paski as the auditor with principal responsibility. The term of office of the auditor ends at the closing of the next Annual General Meeting.
Group structure	The Company is the parent company in a corporate group that also includes its wholly-owned subsidiary Canatu Finland Oy and Canatu Finland Oy's wholly-owned subsidiary Canatu Inc. Orlando established in the United States.
Line of business according to the Articles of Association	The Company's line of business is research, development, enhancement, manufacturing and utilization of and trading in nanotechnological materials, applications, equipment and methods, as well as engaging in other business related to the field and its applications, such as offering consulting and other services. The business operations may be conducted either directly or via affiliated companies or other group companies. In addition, the Company may engage in other business activities as well as own and hold real estate, securities and other movable property.
Register in which the issuer is registered, Business ID and the contact information of the registered office	The Company is registered in the Trade Register under business identity code 3229349-3. The address of the Company's registered office is Tiilenlyöjankuja 9 A, FI-01720 Vantaa, Finland.
Locations where the documents mentioned in the listing document are available for review	This listing document and documents referred to in this listing document are available on the Company's website at https://canatu.com/investors/share-information/warrants-and-option-plans/ .
Significant recent events	<ul style="list-style-type: none"> • On 5 July 2024, the Company signed a share exchange agreement to combine with Canatu Oy. • On 5 July 2024, the Company resolved on a directed share issue of 94,995 Series A Shares to the Company's sponsors Timo Ahopelto, Petteri Koponen and Juha Lindfors for a subscription price of EUR 10 per share to ensure sufficient working capital to complete the Acquisition. • The Extraordinary General Meeting of the Company held on 23 August 2024 resolved: <ul style="list-style-type: none"> ○ to approve the Acquisition of Canatu Oy; ○ to authorise the Board of Directors to resolve on the issuance of a maximum of 21,791,821 series C shares or a maximum of 8,676,657 Series A Shares or option rights entitling to Series A Shares to pay the purchase price; ○ to amend the Company's Articles of Association; ○ to authorise the Board of Directors to resolve on the redemption of a maximum of 3,333,333 Series A Shares; ○ to authorise the Board of Directors to decide on the issuance of a maximum of 2,225,428 Series A Shares or option rights entitling to shares for the implementation of the Company's incentive programs; ○ on the remuneration of the members of the Board of Directors; ○ on the number of the members in the Board of Directors; ○ to elect Ari Ahola, Anthony Cannestra, Thomas P. Lantzsch, Scott Sears and Kai Seikku as members of the Board of Directors (in accordance with the Company's Articles of Association, the Company's sponsors and the CEO had appointed Timo Ahopelto and Tuomo Vähäpassi in the Board of Directors); and ○ to establish a Shareholders' Nomination Board.
Description of business operations	<p>The Company develops advanced CNT-based materials and CNT reactors for products that transform industries. The Company's carbon nanotube technology, Canatu CNT, is based on a special process that aims to ensure the required versatility and reliability of CNT material for advanced engineered solutions. The Company partners with forerunner companies, developing new kinds of CNT-based product solutions. The Company's focus is on the semiconductor industry, the automotive industry and medical diagnostics, with the portfolio covering CNT membranes, CNT-based film heaters for LiDARs and cameras, and CNT reactors.</p> <p>Canatu's development work for Canatu CNT has created an advanced Dry Deposition™ process that yields high-purity and strong CNTs. The Company also sells manufacturing equipment, i.e. reactors, that uses the Dry Deposition methodology. The Company's CNTs are applied in membrane applications, such as EUV pellicles, debris filters and optical filters, as well as in CNT-based film heater applications, such as LiDAR sensors and cameras. Canatu's CNTs may also be used in electrochemical sensing applications for diagnostics, such as biosensors, water quality testing and testing of animals.</p> <p>The Company operates through two business models. First, it conducts in-house development, manufacturing, and selling of CNT membranes and CNT-based film heaters</p>

	to end customers. Second, it licences its technology and sells reactors so customers can make CNT products themselves under limited licenses, generating a continuous revenue stream for the Company through royalties from products made and the consumables needed to run the reactors.
Further information on the use of proceeds to be raised	Not applicable.
Description of the financial position for the last financial year	<p>The information below is derived from the Company's audited financial statements for the financial year ended on 31 December 2023 and the audited comparative information included therein for the financial year ended on 31 December 2022 (information for the financial year 2022 is shown in brackets). The financial information presented below has been prepared in accordance with the IFRS standard.</p> <p>The Company did not generate any revenue for the financial years ended 31 December 2023 and 31 December 2022, which is typical for a SPAC in the search phase. Operating profit (loss) for the financial year 2023 was EUR -1,429 thousand (EUR -663 thousand). The financial income and expenses for the financial year 2023 were EUR 2,848 thousand (EUR -889 thousand). The result for the financial period 2023 was EUR 1,419 thousand (EUR -1,552 thousand).</p> <p>The Company had no non-current assets on 31 December 2023 or 31 December 2022. The Company's current assets were EUR 103,992 thousand (EUR 101,696 thousand). The current assets consisted of proceeds of the Initial Listing deposited on an escrow account and the interest accrued thereon, which amounted to EUR 103,544 thousand (EUR 100,080 thousand), accrued income, which amounted to EUR 30 thousand (EUR 35 thousand), and cash and cash equivalents, which amounted to EUR 418 thousand (EUR 1,581 thousand).</p> <p>The Company's equity was EUR 3,797 thousand (EUR 2,378 thousand), and it consisted mainly of funds in the reserve for invested unrestricted equity, which amounted to EUR 4,285 thousand (EUR 4,285 thousand), and of retained earnings, which amounted to EUR -568 thousand (EUR -1,986 thousand).</p> <p>The Company had no non-current liabilities. The Company's current liabilities were EUR 100,195 thousand (EUR 99,318 thousand). The current liabilities consisted mainly of the Company's redeemable Series A Shares that were recorded as other financial liabilities.</p> <p>The Company's cash flow from operating activities was EUR -1,163 thousand (EUR -453 thousand). The Company had no cash flow from investment activities or financing activities.</p> <p>On 5 July 2024, the Company signed a share exchange agreement to combine with Canatu Oy. The information presented below is derived from Canatu Oy's audited financial statements for the financial year ended on 31 December 2023 and the audited comparative information included therein for the financial year ended on 31 December 2022 (information for the financial year 2022 is shown in brackets). The financial information presented below has been prepared in accordance with the Finnish Accounting Standards.</p> <p>Canatu Oy's net turnover was EUR 13,591 thousand (EUR 8,382 thousand). Canatu Oy's operating loss was EUR -640 thousand (EUR -2,440 thousand). Canatu Oy's financial income and expenses were -678 thousand (EUR -534 thousand). Canatu Oy's loss for the financial year was EUR -1,318 thousand (EUR -2,974 thousand).</p> <p>Canatu Oy's non-current assets consisted of intangible assets, which were EUR 1,101 thousand (EUR 918 thousand), and of tangible assets, which were EUR 9,362 thousand (EUR 5,775 thousand). Canatu Oy's receivables consisted of inventories: EUR 435 thousand (0), receivables: EUR 2,942 thousand (EUR 1,754 thousand), other investments: EUR 1,344 thousand (EUR 1,344 thousand), and cash and cash equivalents: EUR 5,895 thousand (EUR 14,764 thousand).</p> <p>Canatu Oy's equity was EUR 5,930 thousand (EUR 7,245 thousand), and it consisted mainly of funds deposited in the fund for invested unrestricted equity: EUR 58,053 thousand (EUR 58,050 thousand), retained loss EUR -50,813 thousand (EUR -47,839 thousand) and net loss: EUR -1,318 thousand (EUR -2,974 thousand).</p> <p>Canatu Oy's long-term liabilities were EUR 6,080 thousand (EUR 13,518 thousand) and short-term liabilities EUR 9,069 thousand (EUR 3,793 thousand).</p>

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Information on the security and on seeking its admission to trading

Principal rights, obligations, restrictions	One Investor Warrant is issued for each three Series A Shares. Each Investor Warrant entitles its holder to subscribe for one (1) new Series A Share of the Company at a
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<p>and features related to the security</p>	<p>subscription price of EUR 11.50 per share. Investor Warrants will be offered to the shareholders who have not voted against the Acquisition in the General Meeting and submitted a redemption request related to their shares to the Board of Directors of the Company. The Investor Warrants are issued on the basis of ownership as at the record date, which is 30 days from the General Meeting deciding on the Acquisition, i.e. 23 September 2024 (the "Record Date"). The shareholder does not need to take any measures in order to receive the Investor Warrants.</p> <p>Shares in the Company can be subscribed for during the subscription period of the Investor Warrants. The subscription period of the Investor Warrants will begin 30 days after the Series A Shares of the Company are admitted to trading on the First North marketplace, i.e. on or about 17 October 2024, and continue for five years from the beginning of the subscription period, after which the Investor Warrants will expire worthless. Once the subscription period has begun, the Investor Warrants can be freely transferred and assigned. The Company's Board of Directors have the right to demand the exercise of Investor Warrants within 45 days if the closing price of the Company's Series A Shares on First North marketplace equals or exceeds EUR 18 for 10 consecutive trading days. If the Investor Warrants are not exercised within 45 days of the notice of the Board of Directors, they will expire worthless. The Investor Warrants do not carry voting rights in the Company.</p> <p>The rights of the holder of the Investor Warrant in certain situations:</p> <ul style="list-style-type: none"> - The holders of the Investor Warrant have the same or equal right as the shareholder if the Company resolves on issuing shares or new option rights or other special rights entitling to shares in accordance with the shareholders' pre-emptive subscription right. - If the Company decides to split or combine its shares, the terms and conditions of the Investor Warrants will be amended so that the aggregate relative share of Series A Shares to be subscribed for on the basis of the Investor Warrants of all issued shares of the Company and the total subscription price remain unchanged. - If the Company distributes dividends or funds from the unrestricted equity fund or reduces its share capital by distributing the share capital to shareholders, the subscription price of a share subscribed for with an Investor Warrant is decreased by the amount of dividends or unrestricted equity to be decided before the share subscription on the record date of each dividend distribution or equity repayment and by the amount of distributed share capital to be decided before the share subscription on the record date. - If the Company prior to the share subscription acquires or redeems its own shares in accordance with Chapters 3 or 15 of the Limited Liability Companies Act, or if the Company acquires or redeems special rights entitling to the Company's shares in accordance with Chapter 10 of the Limited Liability Companies Act, this does not require the Company (or Investor Warrant holders) to take any action regarding the Investor Warrants nor does it have any effect on the terms of the Investor Warrants. - If, prior to the share subscription, the Company decides to merge as a merging company into another company or a new company formed in a combination merger or to demerge in a full demerger, the Investor Warrant holder is entitled to subscribe for shares on the basis of Investor Warrants within the time limit determined by the Company's Board of Directors (which must be at least 30 days) before the execution of the merger or demerger is registered (regardless of the provisions on the subscription period, but otherwise in accordance with these conditions). The subscription right ceases to exist thereafter. The Board of Directors of the Company will decide whether any possible partial demerger will affect the Investor Warrants. The Investor Warrant holder has no right to demand redemption of the Investor Warrants at the current price (or otherwise). - If, prior to the share subscription, a public tender offer pursuant to the Securities Markets Act is published for the shares and option rights and other special rights issued by the Company or if a shareholder has an obligation under the Securities Markets Act to make a tender offer for the Company's other shareholders' shares and option rights or other special rights or if the Company's shareholder's ownership of the Company's shares and votes exceeds 90 per cent and this results in the shareholder's redemption right and obligation pursuant to Chapter 18, Section 1 of the Limited Liability Companies Act, the Investor Warrant holder has the right to subscribe for shares with the Investor Warrants during the time period determined by the Company's Board of Directors (which must be at least 30 days) (regardless of the provisions on the subscription period, but otherwise in accordance with these terms and conditions). The subscription right ceases to exist thereafter. However, the above-mentioned right does not exist if the redemption right and obligation arises solely due to the fact that the Company has redeemed its Series A Shares in accordance with Article 5 of the Articles of Association (Redemption of series A shares).
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	<p>- If, prior to the share subscription and after the completion of the Acquisition, the Company is placed into voluntary liquidation, the Investor Warrant holder will be given the opportunity to exercise its subscription right within the time period set by the Company's Board of Directors (which must be at least 14 days) before the liquidation starts (regardless of the provisions on the subscription period, but otherwise in accordance with these terms). If the Company is removed from the Trade Register before the start of the subscription period for Series A Shares, the holders of the Investor Warrant must have the same or equivalent rights as the shareholders.</p> <p>The Investor Warrants will be incorporated into the book-entry system maintained by Euroclear Finland Oy at the latest on 17 October 2024 before the subscription period begins.</p>
Total number of Investor Warrants and information on the resolutions and authorisations based on which the securities are being offered	<p>A maximum total of 3,364,998 Investor Warrants will be issued.</p> <p>On 30 September 2021, the Company's Board of Directors resolved on the issuance of Investor Warrants by virtue of the authorisation given by shareholders on 28 September 2021. On 5 July 2024, the Company's Board of Directors resolved to raise the maximum number of Investor Warrants to be issued from 3,333,333 Investor Warrants to 3,364,998 Investor Warrants in order to ensure that there will be enough available Investor Warrants to all holders of Series A Shares.</p>
Subscription price and the criteria for its determination	<p>The Investor Warrants are issued free of charge.</p> <p>The subscription price of shares subscribed for with the Investor Warrants is EUR 11.50 per subscribed share. The subscription price has been determined in the terms and conditions of the Investor Warrants.</p>
Costs charged from the investor	<p>No transfer tax will be charged for the issuance of Investor Warrants or a subscription made with the Investor Warrants, and the Company does not charge any service fees for the subscriptions. Account operators, asset managers and securities intermediaries may charge a brokerage fee for trading in the securities in accordance with their price lists. Account operators and asset managers may also charge a fee for the maintenance of the book-entry or equity savings account and for the custody of shares or Investor Warrants in accordance with their price lists. Account operators and asset managers may also charge a fee for share subscriptions made with Investor Warrants in accordance with their price lists.</p>
Terms and conditions for subscription and payment	<p>Shareholders who on the Record Date of 23 September 2024 are entered in the Company's shareholders' register or, in the case of existing nominee-registered Series A Shares, on behalf of whom Series A Shares are entered in the Company's shareholders' register on the Record Date, will automatically receive one (1) freely transferable Investor Warrant in the form of a book-entry security for each three (3) existing Series A Shares they hold on the Record Date. The Investor Warrants will be issued on 24 September 2024. A shareholder or other investor who is entered in the shareholders' register after the Record Date will no longer receive any Investor Warrants on the basis of such Series A Shares.</p> <p>The Investor Warrants will be recorded on the book-entry accounts of the shareholders on 17 October 2024 at the latest. Each Investor Warrant entitles its holder to subscribe for one (1) new Series A Share in the Company. The subscription period begins on 17 October 2024 at 10:00 a.m. Finnish time and continues for five years from the beginning of the subscription period.</p> <p>The Company's Board of Directors has the right to demand the holder of an Investor Warrant to subscribe for the Company's Series A Shares with Investor Warrants after the trading day on which the closing price of the Series A Shares on First North marketplace equals or exceeds EUR 18 for ten consecutive trading days. The Company submits the demand in the same way as the Company's notices to the General Meeting are delivered to shareholders. The holders of Investor Warrants have forty-five (45) days from and including the notice day to subscribe for Series A Shares of the Company. Thereafter, unexercised Investor Warrants will expire worthless.</p> <p>In order not to lose the value of an Investor Warrant, the Investor Warrant holder should either subscribe for new Series A Shares before the end of the subscription period or sell the unexercised Investor Warrants at the latest on the last trading day of the Investor Warrants, which is 11 October 2029 or another trading date decided by Nasdaq Helsinki, unless the Board of Directors of the Company decides to demand for the subscription of the Investor Warrants as described above.</p> <p>The subscription of shares with Investor Warrants takes place through the Investor Warrant holder's account management organisation. The subscription price of the shares must be paid in connection with the subscription to the bank account indicated by the Company. The holder of an Investor Warrant must request its account management organisation for more detailed instructions on the subscription procedure and the payment of the subscription price.</p>

	<p>The Investor Warrants will be subject to trading on the First North marketplace from 10:00 a.m. on 17 October 2024 to 6:30 p.m. on 11 October 2029, unless the Board of Directors decides to demand for the subscription of the Investor Warrants as described above. The last date of subscription of the Investor Warrants is 17 October 2029, after which any unexercised Investor Warrants will expire worthless. The Board of Directors of the Company will approve the last share subscriptions made with the Investor Warrants as soon as possible after the last date of subscription, 17 October 2029.</p>
Approval of subscriptions and delivery of securities to investors	<p>The Investor Warrants will be automatically delivered to the book-entry accounts of the holders of Series A Shares as per their holdings on the Record Date.</p> <p>The Company's Board of Directors approves all subscriptions that have been made with the Investor Warrants in accordance with the terms and conditions of the Investor Warrants and the applicable laws and regulations. The subscriptions will be made in the order decided by the Company's Board of Directors so that the holder of an Investor Warrant notifies the Company of the share subscription and pays the subscription price to a bank account specified by the Company's Board of Directors and the Company's Board of Directors will register the share subscriptions in the Trade Register as soon as possible at the end of the subscription window. There are subscription windows four times a year, from 1 January to 31 March, 1 April to 30 June, 1 July to 30 September and 1 October to 31 December. Subscribed, fully paid and registered shares are recorded in the subscriber's book-entry account. If the holder of the Investor Warrant subscribes for more than 50,000 Series A Shares at a time and pays the subscription price for the corresponding subscriptions, the Company may decide to register the notification of change for the respective Series A Shares in the Trade Register on a faster schedule.</p>
Other specific terms and conditions of the offering	<p>The subscription of a new Series A Share made with an Investor Warrant is binding and irrevocable, and it cannot be changed or revoked. The holders of Investor Warrants should acquaint themselves with the terms and conditions of the Investor Warrants that contain more detailed information on the terms and conditions of the Investor Warrants and the subscriptions made with them than this listing document.</p>
Information on the management of client funds	<p>Not applicable.</p>
Withholding tax, if any, on the security and an account of whether the issuer is responsible for the collection of the withholding tax	<p>Under valid Finnish legislation, the Company is liable to collect withholding tax in connection with the payment of the dividend if the Company pays dividend to a shareholder who is a non-resident taxpayer in Finland. As a rule, the withholding tax rate is 20 per cent for dividends paid to non-resident corporate entities and 30 per cent for dividends paid to other non-residents. If the Company's shares belong to the investment assets of the recipient of the dividend, the withholding tax rate applicable to the dividends paid by the Company to such a non-resident is, under certain conditions, 15 per cent. Depending on the applicable tax treaty, the applicable withholding tax may also be smaller than the aforementioned percentages based on legislation.</p> <p>Withholding tax will not, however, be levied on dividends paid by the Company to companies that reside in an EU member state as specified in Article 2 of the Parent Subsidiary Directive (2011/96/EU, as amended) and that directly hold at least 10 per cent of the capital in the Company. Neither is withholding tax levied on dividends paid by the Company to a non-resident corporate entity provided that (a) the company receiving the dividend is resident in a country within the EEA; (b) exchange of information in tax matters takes place between Finland and the home country of the recipient of the dividend; (c) the recipient of the dividend corresponds to a Finnish corporate entity as defined in Finnish legislation; (d) the dividend would be fully tax exempt if paid to such corresponding Finnish company or entity; and (e) the company receiving the dividend provides evidence that the paid withholding tax could not de facto be fully credited in the recipient's home country.</p> <p>The amount of withholding tax on dividends paid on nominee-registered Series A shares is, contrary to what is stated above, generally 35 percent, unless the identification details of the dividend recipient have been provided to the dividend distributor or to a custodian registered in the Tax Administration's custodian register, and the dividend recipient cannot thus be identified, and the payer or registered custodian is therefore unable to provide the identification details of the dividend recipient to the Tax Administration as part of their annual report. If the dividend recipient can be identified but there is uncertainty about the applicable withholding tax rate, a 30 percent withholding tax rate is applied. However, in such a case, the withholding tax rate is 20 percent if the dividend recipient is identified as a corporation. For dividends paid to nominee-registered shareholders, the application of the withholding tax rate based on a tax treaty requires that the dividend payer or the custodian closest to the dividend recipient, who is registered in the Tax Administration's custodian register, has carefully verified the residence country of the dividend recipient at the time of the dividend</p>

	<p>distribution and that the dividend recipient can be subject to the tax treaty provisions concerning dividends unless the custodian meets certain requirements and is willing to undertake certain obligations (e.g., registration in the Tax Administration's custodian register, identification of the actual beneficiary of the dividend, and collection and reporting of the dividend recipient's information to the Tax Administration in specified procedures). Additionally, the application of the reduced withholding tax rate requires that the custodian and the dividend payer are responsible for any incorrectly withheld tax. If the custodian only registers with the Tax Administration and provides (or commits to providing) detailed information about the dividend recipient to the Tax Administration, a 30 percent withholding tax rate can be applied instead of the 35 percent withholding tax rate.</p> <p>There are also other tax consequences related to the ownership and sale of securities that the investor must take into account and, if necessary, consult its own tax adviser.</p>
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Other information

This listing document was published on 23 September 2024, and the information presented in this listing document is valid on the date of publication. Further information about the issuer is available free of charge on the Company's website at <https://canatu.com/investors/>.

Documents available for review

Copies of the following documents are available on the Company's website at <https://canatu.com/investors/share-information/warrants-and-option-plans/>:

- This listing document
- Terms and conditions of the Investor Warrants
- The Articles of Association of the Company as in force on the date of this listing document
- The Trade Register extract of the Company, including the information registered in the Trade Register on the date of this listing document