



Brighter

Supplement to EU growth prospectus concerning invitation to a unit issue in Brighter AB (publ)

N.B. this is an unofficial translation of the EU growth prospectus which has been drawn up by the Company and approved by the Swedish financial supervisory authority on the 5th of February, 2021 (diary number 20-29924). In the event of any discrepancy between this English version of the EU growth prospectus, and the Swedish version thereof, the Swedish version shall prevail.

*The distribution of this supplementary prospectus is subject to restrictions in some jurisdictions:
see the section entitled "Important information" in the prospectus.*

Supplement to prospectus:

This document (hereinafter “the supplementary prospectus”) has been compiled by Brighter AB (publ), co. reg. no. 556736-8591 (hereinafter “Brighter” or “the Company”), and constitutes a supplement to the EU growth prospectus concerning an invitation to a unit issue in the Company that was approved and registered by the Swedish Financial Supervisory Authority on February 5, 2021 (Swedish Financial Supervisory Authority reference number 20-29924) (hereinafter “the prospectus”). The supplementary prospectus is part of the prospectus and must be read together with it. The definitions found in the prospectus are also applicable to the supplementary prospectus.

The supplementary prospectus has been compiled due to the fact that the Company published information on February 7, 2021 stating that the Company’s Board of Directors has decided to dismiss the Company’s regular CEO, Henrik Norström, from his position as CEO at Brighter and that he will be leaving the Company with immediate effect. The Company’s Work has begun on finding a long-term replacement for the position.

The supplementary prospectus has been compiled in accordance with Article 23 of Regulation (EC) No 2017/1129 of the European Parliament and of the Council (“the Prospectus Regulation”) and was approved and registered by the Swedish Financial Supervisory Authority on February 10, 2021 (Swedish Financial Supervisory Authority reference number 21-3011). The supplementary prospectus was published by the Company on the same date.

In accordance with Article 23 of the Prospectus Regulation, investors who submitted an application or otherwise consented to subscription of shares in the offer prior to the publication of the supplementary prospectus are entitled to withdraw their application or consent within two working days of the publication of the supplementary prospectus; that is to say, up to and including February 12, 2021. Withdrawal must take place in writing to Eminova Fondkommission AB, Biblioteksgatan 3, SE-111 46 Stockholm, Sweden or by email to info@eminova.se. Investors who have apply to a subscription of shares through administrators must contact their administrator in respect of withdrawal. Any application that has not been withdrawn within the specified time will remain binding, and no action is needed from investors wishing to continue with their subscription of shares.

The prospectus and the supplementary prospectus are available on the Company’s website (www.brighter.se) and the Eminova Fondkommission AB website (www.eminova.se). Please see the prospectus for full terms and conditions and other information on the offer.

Supplement to the section entitled “Summary”

The Company’s press release that was published on February 7, 2021 requires the section entitled “Summary” to be adjusted as follows.

Adjustment of the heading “Risk of legal sanctions against the Company’s regular CEO” with associated text (page 7 in the prospectus)

The following heading is deleted:

“Risk of legal sanctions against the Company’s regular CEO”

The following wording is deleted:

“As Henrik Norström, the Company’s regular CEO, has taken time out from his job due to the fact that he has been notified by the Swedish Economic Crime Authority that he is under suspicion of abuse of the securities market, there is a risk of a criminal conviction having an impact on the Company, both financially and organizationally.

Brighter considers the probability of this risk being crystallized as medium. The Company assesses that the risk, were it to crystallize, would have a high financial and organizational impact.”

New subheading:

“No regular CEO”

New wording under the heading “No regular CEO”:

“On December 23, 2020, the Company was notified by Henrik Norström, then its regular CEO, that the Swedish Economic Crime Authority had notified him that he was under suspicion of abuse of the securities market. Due to the investigation being carried out by the Swedish Economic Crime Authority, Henrik Norström chose to voluntarily take time out from his position as CEO. On February 7, 2021, the Company’s Board of Directors decided to dismiss the regular Chief Executive Officer on account of the current investigation and reported that Henrik Norström was leaving the Company with immediate effect. Work has begun on finding a long-term replacement for the position.

As the Company does not have a regular CEO at present, there is a risk that the Company will fail to recruit a new regular CEO within the preferred time, which would have an organizational impact on the Company. Brighter considers the probability of this risk being crystallized as medium. The Company assesses that the risk, were it to crystallize, would have a medium organizational impact.”

Supplement to the section entitled “Risk factors”

The Company’s press release that was published on February 7, 2021 requires the section entitled “Risk factors” to be adjusted and supplemented as follows.

Adjustment under the heading “Legal risks – Risk of legal sanctions against the Company’s regular CEO” (page 34 in the prospectus)

The following heading is deleted:

“Risk of legal sanctions against the Company’s regular CEO”

The following wording is deleted:

“As Henrik Norström, the Company’s regular CEO, has taken time out from his job due to the fact that he has been notified by the Swedish Economic Crime Authority that he is under suspicion of abuse of the securities market, there is a risk of a criminal conviction having an impact on the Company, both financially and organizationally.

Brighter considers the probability of this risk being crystallized as medium. The Company assesses that the risk, were it to crystallize, would have a high financial and organizational impact.”

Supplementary information under the heading “Business risk” (page 34 in the prospectus)

New subheading:

“No regular CEO”

New wording under the heading “No regular CEO”:

“On December 23, 2020, the Company was notified by Henrik Norström, then its regular CEO, that the Swedish Economic Crime Authority had notified him that he was under suspicion of abuse of the securities market. Due to the investigation being carried out by the Swedish Economic Crime Authority, Henrik Norström chose to voluntarily take time out from his position as CEO. On February 7, 2021, the Company’s Board of Directors decided to dismiss the regular Chief Executive Officer on account of the current investigation and reported that Henrik Norström was leaving the Company with immediate effect. Work has begun on finding a long-term replacement for the position.

As the Company does not have a regular CEO at present, there is a risk that the Company will fail to recruit a new regular CEO within the preferred time, which would have an organizational impact on the Company. Brighter considers the probability of this risk being crystallized as medium. The Company assesses that the risk, were it to crystallize, would have a medium organizational impact.”

Supplement to the section entitled “Corporate governance”

The Company’s press release that was published on February 7, 2021 requires the section entitled “Corporate governance” to be supplemented as follows.

Supplementary information under the heading “Other information concerning the Board of Directors and senior executives” (page 51 in the prospectus)

The following wording is added at the end of the second paragraph on page 51:
“On February 7, 2021, the Company’s Board of Directors decided to dismiss the regular Chief Executive Officer on account of the current investigation and reported that Henrik Norström was leaving the Company with immediate effect. Work has begun on finding a long-term replacement for the position.”