

23 June 2022

**ASX and Media Announcement**

## ***Fatfish's Swedish Investee Abelco's RightBridge Ventures to be Acquired at A\$25.5M***

**Highlights:**

- **RightBridge Ventures AB enters reverse takeover deal (RTO) with Agilit Holding AB, a public company listed on the Nasdaq First North Growth Market in Sweden for Rightbridge to be acquired at a A\$25.5 million (SEK180 million)**
- **Post the transaction, RightBridge shareholders will own 93.5% of Agilit and Abelco will hold 38% of Agilit worth approximately A\$10.4 million (SEK73.1 million)**
- **FFG owns 40% of Abelco, which implies an eventual effective indirect holding of A\$4.1 million (SEK29.2 million) in Agilit, held via Abelco**

Fatfish Group Ltd ("**FFG**" or the "**C ompany**") is pleased to announce that its Swedish subsidiary Abelco Investment Group AB's investee company, RightBridge Ventures AB ("**RightBridge**") has entered into a reverse takeover agreement with Agilit Holding AB ("**Agilit**"), a public Swedish company listed on Nasdaq First North Growth Market ("**NASDAQ First North**"). The reverse takeover agreement sees RightBridge being acquired at valuation of A\$25.5 million (SEK180 million).

FFG currently owns approximately 40% of Swedish subsidiary, Abelco Investment Group AB ("**Abelco**"). Under the reverse takeover deal, Agilit will acquire 100% of RightBridge from FFG and other shareholders of Rightbridge for a total consideration of approximately SEK180 million (A\$25.5 million), to be settled via the issuance of 2,999,487,967 new shares in Agilit at an issue price of SEK0.06 each.

Post the transaction, Rightbridge shareholders will hold approximately 93.5% of the total share capital of Agilit. Abelco will effectively owns 38% of Agilit worth SEK73.1 million (A\$ 10.4 million).

Via Abelco, this means FFG will have an effective indirect stake in Agilit worth approximately SEK29.2 million (A\$4.1 million).

The completion of the reverse takeover is conditional upon:

- (i) the approval of the existing shareholders of Agilit to undertake the reverse takeover via an extraordinary general meeting;
- (ii) the approval of NASDAQ First North for the reverse takeover;
- (iii) Abelco obtaining an exemption from the Swedish Securities Market Board to extend



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a mandatory general offer to acquire all the outstanding shares of Agilit; and

- (iv) the transfer of Agilit's current operations to a wholly owned subsidiary, which will then be distributed to Agilit's existing shareholders.

As part of the reverse takeover deal, Abelco has entered into a voluntary moratorium agreement to not sell its shares in Agilit for a period of 12 months.

This announcement has been authorised by the Board of Directors of FFG.

**— END —**

### **About Fatfish Group Limited**

Fatfish Group Limited (**ASX: FFG**) ("**FFG**" or the "**Company**") is a publicly traded tech venture firm with businesses in the Southeast Asia and internationally, with interests in building ventures across fintech, gaming and other tech-related entities.

FFG owns a majority stake in Abelco Investment Group AB (NGM: ABIG), which is traded on the Swedish exchange, Nordic Growth Market. FFG and Abelco operate from innovation hubs located in Kuala Lumpur, Singapore and Stockholm.

For more details, email [ir@fatfish.co](mailto:ir@fatfish.co) or visit [www.fatfish.co](http://www.fatfish.co).

### **About RightBridge**

Founded in mid 2020, RightBridge is an investment company that invests in, and acquires companies in the esports and gaming industry. RightBridge unites entrepreneurial talent across the esports and gaming industry, with a vision of creating an esports ecosystem, driven by synergies around revenue, marketing, sales, customer acquisition and technology.