

PROSPECTUS SUMMARY



SOILTECH ASA

(A public limited liability company incorporated under the laws of Norway)

Transfer of listing of the shares in Soiltech ASA from Euronext Expand to Euronext Oslo Børs

The information in this prospectus summary (the "**Prospectus Summary**") relates to the transfer of listing of 8,758,077 shares (the "**Shares**") in Soiltech ASA ("**Soiltech**" or the "**Company**", and together with its subsidiaries, the "**Group**") from Euronext Expand to Euronext Oslo Børs (the "**Transfer of Listing**").

No offering of Shares will be completed in connection with the Transfer of Listing. The first day of trading in the Shares on Euronext Oslo Børs will be 30 April 2026. The Shares will be listed on Euronext Oslo Børs under the Company's current ticker code "STECH".

Investing in the Shares involves risks. See Section 2.2.3 "*What are the key risks specific to the issuer?*" and Section 2.2.3 "*What are the key risks that are specific to the securities?*" for a summary of applicable risk factors.

This Prospectus Summary serves as a transfer of listing document only as required under Norwegian law and regulations, including Article 1 (5) (1) (j) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as amended, and as implemented in Norway in accordance with Section 7-1 of the Norwegian Securities Trading Act.

The Prospectus Summary does not in any jurisdiction constitute an offer to buy, subscribe for or sell any of the securities described herein, and no securities are being offered or sold pursuant to this Prospectus Summary.

The Prospectus Summary is not intended to form the basis for any investment decisions.

The date of this Prospectus Summary is 30 April 2026

1 INTRODUCTION

The information contained in this Prospectus Summary relates to the transfer of listing of the 8,758,077 shares in the Company from Euronext Expand to Euronext Oslo Børs (i.e. the Transfer of Listing), each with a par value of NOK 0.13, together being all the currently issued and outstanding shares of the Company.

The Company's application for the Transfer of Listing was approved by Oslo Børs ASA on 24 April 2026. The last day of listing on Euronext Expand was 29 April 2026, and the first day of listing on Euronext Oslo Børs will be on 30 April 2026. No offering or other sale of Shares will be completed in connection with the Transfer of Listing.

The Shares will be listed on Euronext Oslo Børs under the Company's current ticker code "STECH". All Shares are registered in the Euronext Securities Oslo (i.e. the VPS) in book-entry form, and all Shares rank pari passu and carry one vote each.

This Prospectus Summary has been prepared in reliance upon Article 1 (5) (1) (j) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, as amended, and as implemented in Norway in accordance with Section 7-1 of the Norwegian Securities Trading Act.

This Prospectus Summary is not a prospectus and contains considerably less information than a prospectus. The Prospectus Summary has not been reviewed and approved by the Financial Supervisory Authority of Norway (Nw.: *Finanstilsynet*).

Financial information published by the Company in accordance with the continuing obligations of companies listed on Euronext Expand and Euronext Oslo Børs may be found at www.newsweb.no and www.soiltech.no. The most recent prospectus relating to the Company, dated 10 September 2024, is also available on the Company's website.

The Prospectus Summary has been prepared solely in the English language.

The Prospectus Summary does not constitute and shall not imply in any jurisdiction an offer to buy, subscribe or sell any of the securities described herein, and the information in the Prospectus Summary is not intended to form the basis for any investment decisions. The Prospectus Summary serves as a summary only as required by Norwegian law and regulations, and no securities are being offered or sold pursuant to it. This Prospectus Summary speaks as of 30 April 2026, and the Company assumes no obligation to update it unless required by law.

Any reproduction or redistribution of the Prospectus Summary, in whole or in part, is prohibited.

Investing in the Company involves inherent risks. Please refer to Section 2.2.3 "*What are the key risks specific to the issuer?*" and Section 2.3.3 "*What are the key risks that are specific to the securities?*" for a description of certain material risk factors.

The Prospectus Summary shall be governed by and construed in accordance with Norwegian law. The courts of Norway, with Oslo District Court as legal venue, shall have exclusive jurisdiction to settle any dispute which may arise out of or in connection with the Prospectus Summary.

2 SUMMARY

2.1 Introduction and warnings

2.1.1 The name and international securities identification number (ISIN) of the Shares

This Prospectus Summary relates to the shares of Soiltech ASA with ISIN NO 0010713571.

2.1.2 The identity and contact details of the Company, including its legal entity identifier (LEI)

Soiltech ASA with business registration number 996 819 884, registered office at Koppholen 25, 4313 Sandnes, Norway and LEI code 529900E9W21TGMWZ7430.

2.1.3 The identity and contact details of the person asking for admission to trading on a regulated market

The Company is the same person as the person asking for admission to trading on Euronext Oslo Børs.

2.1.4 The identity and contact details of the competent authority approving the Prospectus

Not applicable. The Prospectus Summary has not been approved by any competent authority.

2.1.5 The date of approval of the Prospectus Summary

Not applicable. The Prospectus Summary is not subject to approval by any competent authority.

2.1.6 Applicable warnings

- (i) An investment in the Shares involves inherent risk. An investment in the Shares is suitable only for investors who understand the risks associated with this type of investment and who can afford to lose all or part of their investment, as all the invested capital can be lost;
- (ii) Where a claim relating to the Shares or the Prospectus Summary is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the Prospectus Summary before the legal proceedings are initiated;
- (iii) Civil liability attaches only to those persons who have tabled the Prospectus Summary including any translation thereof, but only where the Prospectus Summary is misleading, inaccurate or inconsistent or where it does not provide key information in order to aid investors when considering whether to invest in the Shares.
- (iv) The Prospectus Summary does not in any jurisdiction constitute an offer to buy, subscribe for or sell any of the securities described herein, and no securities are being offered or sold pursuant to this Prospectus Summary.

2.2 Key information on the Company

2.2.1 Who is the issuer of the Shares?

The Company is a public limited liability company organised and existing under the laws of Norway pursuant to the Norwegian Public Limited Companies Act with registration number 996 819 884 and LEI code 529900E9W21TGMWZ7430. The Company was incorporated on 24 March 2011.

The Group is a waste management service provider specializing in treating, recycling and sustainable handling of contaminated water and solid industrial waste streams. The Group's customers are companies from the oil and gas sector, and include companies such as Equinor, Transocean, OMV Petrom, Odfjell Drilling, etc. The Group currently generates revenues in the following main geo-markets: Norway, Europe (excluding Norway) and rest of the world. The Group's Europe segment primarily consists of the United Kingdom, Netherlands and Romania.

The Group's waste management solutions and services include treatment of contaminated water, cuttings handling, cuttings transfer, cleaning services and associated services. The Group designs, builds, owns and operates its operative units in close co-operation with the customer on the respective customer's site.

2.2.1.1 The Company's major shareholders

Set out below is an overview of shareholders owning 5% or more of the shares in the Company as of 28 April 2026:

#	Name of shareholder	Number of Shares	%
1	BNP PARIBAS	1,065,228	12.16%
2	DNB CARNEGIE INVESTMENT BANK AB	649,816	7.42%
3	KNATTEN I AS	622,500	7.11%
4	SKAGENKAIEN INVESTERING AS	591,000	6.75%
5	TVETERAAS INVEST AS	521,710	5.96%
6	KRISTIANRO AS	506,676	5.79%
	Total top 6 shareholders:	3,956,930	45.19%
	Other:	4,801,147	54.81%
	Total shareholders:		100.00%

2.2.1.2 The identity of the Company's key managing directors

As at the date of this Prospectus Summary, the Company's corporate management team consists of the following four individuals:

Name	Position	Served since
Jan Erik Tveteraas	CEO	2012
Tove Vestlie	CFO	2022
Glenn Åsland	COO	2012
Michael Olsen	CCO	2026

2.2.1.3 The identity of the Company's statutory auditors

The Company's independent auditor is PricewaterhouseCoopers AS ("**PwC**"), with business registration number 987 009 713, and registered address at Dronning Eufemias gate 71, 0194 Oslo. PwC is a member of the Norwegian Institute of Public Accountants (NW.: *Den Norske Revisorforeningen*).

2.2.2 What is the key financial information regarding the issuer?

The summary of selected consolidated financial data below presents data extracted from the Group's consolidated audited annual financial statements for 2025, 2024 and 2023. The annual financial statements of the Group have been prepared in accordance with IFRS as adopted by the European Union.

Consolidated income statement:

(NOK 1 000)	Year ended 31 December 2025 (audited)	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)
Total operating income	400 986	274 020	229 279
Operating profit/loss	59 689	23 803	40 170
Profit/loss before income tax	41 324	11 003	32 280
Profit/loss for the year	32 044	7 494	27 411

Consolidated balance sheet:

(NOK 1 000)	Year ended 31 December 2025 (audited)	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)
Total assets	591 202	434 234	350 681
Total equity	246 279	204 505	170 565
Total liabilities	344 923	229 730	180 116
Total equity and liabilities	591 202	434 234	350 681

Consolidated cash flow statement

(NOK 1 000)	Year ended 31 December 2025 (audited)	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)
Net cash flow from operating activities	109 948	38 943	36 748
Net cash flow from investing activities	(95 425)	(38 993)	(64 028)
Net cash flow from financing activities	8 541	7 546	15 231
Cash balance start of period	34 695	26 783	38 832
Cash balance end of period	57 525	34 695	26 783

2.2.3 *What are the key risks that are specific to the issuer?*

Below is a brief description of the most material risk factors specific to the Company:

- Clients may terminate purchase orders and work orders for convenience, implying that future revenues may be uncertain and/or may change substantially from initial expectations or estimates.
- The Company's client concentration exposes the Group to the risk of a significant drop in revenues if one or more of its major clients are lost.
- Fluctuations in the Company's order backlog can significantly affect the Group's financial performance and operational stability.
- Unexpected malfunctions of the Group's equipment and components may significantly affect the intended operational efficiency of the equipment.
- Any failures, material delays or unexpected costs related to the implementation of the Group's strategies could have a material adverse effect on the Group's business, results of operations, cash flows, financial condition and/or prospects.
- Negative publicity related to the Group could, regardless of its truthfulness, adversely affect the Group's reputation and goodwill.
- Some of the Group's competitors have more resources which could allow them to better withstand industry downturns.
- Unexpected capital investment requirements and downtime in relation to the Group's assets, e.g. related to maintenance, replacements or upgrades, could negatively impact the net earnings and financial position of the Group.
- Changes in oil and gas market conditions (incl. oil prices, investments, regulatory changes, natural disasters, regulatory environment (ESG), the invasion of Ukraine, the unrest in the Middle East, and other macro factors could have negative impact on the Group's operation and financial results.
- Changes in the tax legislation of the jurisdictions in which the Group operates, or in the interpretation thereof, could negatively affect the Group's financial position.
- Failure to comply with covenants under the Group's financing agreements could trigger claims for immediate repayment.

2.3 **Key information on the Shares**

2.3.1 *What are the main features of the Shares?*

The Shares are governed by the Norwegian Public Limited Liability Companies Acts and are registered in the Euronext Securities Oslo (i.e. the VPS) with ISIN NO 0010713571.

The Shares are denominated in Norwegian Kroner (NOK). As of the date of this Prospectus Summary, the Company's share capital is NOK 1,138,550.01, divided into 8,758,077 shares, each with a par value of NOK 0.13.

The Company has one class of shares and each share carries one vote. All the Shares are validly issued and fully paid. All shareholders have equal voting rights in the Company. Pursuant to the Norwegian Public Limited Liability Companies Act, the Shares have equal rights to the Company's profits, in the event of liquidation and to receive dividend, unless all the shareholders agree otherwise. In the event of insolvency, the Shares will be subordinated all debt.

Neither the Norwegian Public Limited Liability Companies Act nor the Articles of Associations provide for any restrictions on the transfer of Shares or a right of first refusal for the Company or its shareholders. Share transfers are not subject to approval by the Board of Directors. The transferability of the Shares may, however, be restricted in certain jurisdictions, and each investor in the Company should inform themselves about and observe such restrictions.

The Company is a growth company and is aiming at a continued growth and plans to take advantage of market opportunities and reinvest the generated cash in profitable projects and enhanced service capacity. Any decision to distribute dividends will be based on the financial development of the Company and its financial position at the time a proposal to distribute dividend is put forward.

2.3.2 *Where will the securities be traded?*

The Shares are listed and tradable on Euronext Expand, under ticker "STECH". The Oslo Børs ASA approved the Transfer of Listing of the Shares on 24 April 2026, and the first day of trading on Euronext Oslo Børs will be 30 April 2026. The Shares of the Company will trade on Euronext Oslo Børs under the Company's current ticker, "STECH".

The Company has not applied for admission to trading of the Shares on any other stock exchange or regulated market.

2.3.3 *What are the key risks that are specific to the Shares?*

Below is a brief description of the most material risk factors specific to the Shares:

- There may not be an active and liquid market for the Shares and the Share price could fluctuate significantly.
- Future issuances of Shares or other securities, including through exercise of financial instruments, could dilute the holdings of shareholders and materially affect the price of the Shares.
- Laws and regulations as well as the Company's existing or future debt arrangements could limit its ability to declare and distribute dividends.

2.4 **Key information on the admission to trading on a regulated market**

2.4.1 *Under which conditions and timetable can I invest in the Shares?*

Not applicable. No Shares are being offered or sold pursuant to this Prospectus Summary.

2.4.2 *Who is the offeror and/or the person asking for admission to trading?*

The Company is the person asking for admission to trading of the Shares.

2.4.3 *Why is this prospectus summary being produced?*

This Prospectus Summary has been produced in connection with the Transfer of Listing.

- (i) The use and estimated net amount of the proceeds

Not applicable. No Shares are being offered or sold pursuant to this Prospectus Summary.

- (ii) An indication of the most material conflicts of interest pertaining to the admission to trading

There are no material conflicts of interests pertaining to the Transfer of Listing.