



INVITATION TO SUBSCRIBE FOR SHARES IN STAYBLE THERAPEUTICS AB

Subscription period: March 24th – April 12th 2023

IMPORTANT INFORMATION

This information folder constitutes marketing and is not a prospectus according to Regulation (EU) 2017/1129 of the European Parliament and of the Council. The invitation to subscribe for securities in Stayble Therapeutics AB ("Stayble" or the "Company") only occurs through the prospectus, which was published on March 17th, 2023, and is available on Stayble's webpage (www.staybletherapeutics.com) among others.

Investors are advised not to subscribe for securities referred to in this folder based on other information than what is provided in the prospectus (https://staybletherapeutics.com/wp-content/uploads/2023/03/StaybleTherapeutics_EU-tillvaxtprospekt_2023.pdf). The prospectus has been reviewed and approved by the Swedish Financial Supervisory Authority (the "SFSA"). The approval by the SFSA should not be considered an endorsement of Stayble or of the quality of the securities offered and does not constitute a guarantee by the SFSA that the information in the prospectus (or the information folder) is accurate and complete.

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Please note that this information brochure has been translated from Swedish. The Swedish version shall govern for all purposes and prevail in case of any discrepancy with this English version.

STAYBLE THERAPEUTICS' TREATMENT FOR THE CAUSE OF BACK AND LEG PAIN

Stayble is a clinical stage pharmaceutical company, developing the candidate drug STA363 for the treatment of chronic discogenic backpain. According to the Board of Directors, STA363 has a competitive edge by being based on the endogenous and well documented molecule, lactic acid, combined with a contrast agent in order to provide a safe and reliable injection. The treatment consists of a one-time injection with effects expected to be lifelong and requiring minimal rehabilitation in comparison to surgical procedures.

The Company currently focuses on further clinical development of STA363 and is at present conducting a clinical phase 2b study in the indication degenerative disc disease (DDD). Topline results from the phase 2b study are expected to be presented during Q4, 2023. Dialogues with potential partners for an upcoming phase 3 clinical study are intensifying. In order to broaden the Company's operations, Stayble intends to start a second project using STA363, targeting the indication lumbar disc herniation (LDH).

Treating a global problem

In the markets on which Stayble focuses, the United States, Japan, EU4 (Germany, France, Spain, Italy) and Great Britain, approximately 100 million people suffer from chronic pain related to degenerative disc disease. The Board of Directors estimates that approximately 30 percent of these, or approximately 30 million patients, are treatable with STA363. An additional 3.5 million treatable patients are expected to be added annually.

In the same countries, approximately 2.3 million people suffer from chronic cases of lumbar disc herniation. Additionally, another 10 million patients are diagnosed with LDH annually in the same geographical areas, of which approximately 1.5 million cases are classified as chronic. Stayble estimates that approximately 60 percent of these are treatable with STA363.

Partnership to faster reach the market

Stayble sees an opportunity to a partnership with large and specialized pharmaceutical companies, who can further advance the development

of the DDD project through its clinical phase 3 study and market launch. As STA363 is being developed as a pharmaceutical drug, the segments of large pharmaceutical companies and specialized pharmaceutical companies are, according to the Board of Directors, the most likely segments to find the right partner. It is also in these segments where the Company has been most active thus far in presenting the project and establishing contacts for a future partnership.

Regarding development and clinical studies in the LDH project, the Company's strategy is to follow the same model as in the development of the DDD project. The Company is currently initiating a clinical phase 1b study, to be followed by a clinical phase 2b study. In the Company's opinion, a potential partner for the DDD project is also likely to take over the LDH project, alternatively revenues from a DDD partnership may finance the phase 2b study of the LDH project.

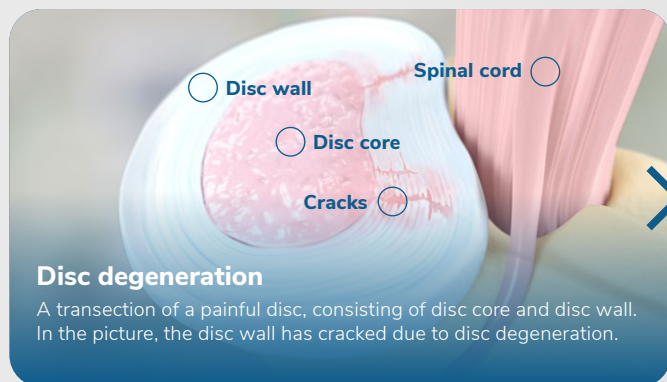
Strong IP portfolio

The Company is dependent on approved patents in order to secure further funding and partnerships as well as implementing a successful commercialization of STA363. The patents connected to DDD are granted in the US, Europe, Japan, China and Mexico and are valid through 2034 and 2035 with the option to extend them to 2040.

The patent application related to LDH is currently under evaluation by the European patent authority EPO, and will, providing it is approved, be valid up to and including 2040, with the option of further extension. The application will also be expanded globally through the international patent system PCT.



STA363 – Two business opportunities with independent mechanism of actions



THE OFFER IN BRIEF

Teckningsperiod: Subscription period: March 24th – April 12th 2023.

Subscription price: SEK 1.78 per share.

Issue volume: The offer includes a maximum of 19,781,320 new shares. If fully subscribed, the rights issue, will provide Stayble with approximately SEK 35.2 million, before deduction of transaction related costs.

Trading in subscription rights: Subscription rights will be traded on Nasdaq First North Growth Market from March 24th, 2023, up to and including April 5th, 2023.

Trading in BTA (Paid Subscribed Share): Trading in BTA takes place on Nasdaq First North Growth Market from March 24th 2023 until the rights issue is registered with the Swedish Companies Registration Office. The last day for trading in BTA till be announced in a separate press release after the conclusion of the Rights Issue.

Preferential rights to subscribe: Those who on the record date of March 21st, 2023 were registered as shareholders in Stayble owns preferential right to subscribe for new shares in relation to the number of shares held on the record date. For each (1) existing share one (1) subscription right is obtained. Seven (7) subscription rights give the holder the right to subscribe for ten (10) new shares.

Pre-subscription and underwriting commitments: Approximately 17,1 percent of the Rights Issue is covered by pre-subscription commitments, approximately 38,3 percent by so-called bottom-up underwriting commitments (not reduced by the additional pre-subscription guarantees), approximately 30,0 percent by so-called top-down underwriting commitments and approximately 5,1 percent by an additional remuneration-free so-called top-down underwriting commitment. In total, approximately 85 percent of the Rights Issue are covered by pre-subscription and underwriting commitments. Pre-subscription and underwriting commitments are not secured by advance transaction, bank guarantee or similar.

Lock-up: A number of members of the Board of Directors and management of the Company have together, through a so-called lock-up agreement, undertaken not to sell any existing shareholdings or such shareholdings that are received through subscription in the Rights Issue during a period of six months from the announcement of the rights issue. Existing shareholdings under lock-up equals approximately 3.42 percent of the total number of shares before the Rights Issue.

USE OF PROCEEDS

With the net proceeds from the rights issue of approximately SEK 28.6 million, the Company intends to finance the following activities, in order of priority:

- Working capital for the Company's operation up to and including the first half of 2024 – approximately 8.8 MSEK (approximately 30 percent)
- Financing a clinical phase 1b trial in the new LDH project and closure of phase 2b study – approximately SEK 15.0 million (approximately 50 percent)
- Preparing the Company and its organization for partnering, including strategic recruitments – approximately SEK 4.8 million (approximately 20 percent)

KEY MILESTONES

Degenerative disc disease (DDD)

2023

Q1 Pre-IND meeting with FDA and scientific advice with Swedish MPA

H1 Expand team with CMO

H2 Intensified partnership discussions

Q4 Top-line results from ongoing phase 2b

2024

Q1 Final trial report phase 2b

H1 In-depth partnering discussions based on phase 2b data

H1 Follow-up meetings with FDA and its European counterpart EMA

H2 Detailed phase 3 planning via partnership

Lumbar disc herniation (LDH)

2023

Q3 First patient enrolled in phase 1b

2024

Q1 Last patient enrolled

H1 Top-line results from phase 1b

H2 Final trial report phase 1b

H2 Regulatory advice with FDA and/or EMA



Andreas Gerward
CEO, Stayble Therapeutics AB

CEO AND CO-FOUNDER ANDREAS GERWARD IN HIS OWN WORDS

What originally attracted me with the concept of Stayble – and still fascinates me – is the simplicity of the treatment. One single injection of our pharmaceutical candidate STA363 is potentially able to not only reduce the symptoms of DDD and LDH but to actually resolve the issue causing the pain. The pain can be unbearable and force people who should be enjoying the best years of their lives to face difficulties going to work and living a normal life. It is also very costly for society, in the form of direct costs for healthcare and societal costs.

The average patient is between 30 and 50 years of age. To help them recover their quality of life and to once again become part of the workforce ought to be a concern for all of society. The current non-surgical treatments can at best alleviate the pain, but are unable to address the issue itself. At worst, stronger opioids are prescribed, risking addiction, abuse and death.

By broadening the use of STA363 as a treatment of LDH, we will not only be able to help even more people, but also achieve an even greater market potential and spread the risk for our investors. With an increased market potential and positive results from earlier studies, we see several possibilities to increase the value for our shareholders when our treatments are developed to reach the market and the patients. Broadening our operations also spread the risk, as the treatments of DDD and LDH are based on separate mechanisms of action, acting independently of each other.

The pharmaceutical candidate is as simple as the treatment itself. Being based on a well-known, endogenous small molecule, it is cheap to manufacture, easy to handle and stable for long periods. Each dose lasts at least three years in room temperature. Using a

well-known substance also significantly reduces numerous risks associated with developing medical treatments, including possible side effects, pharmacological characteristics and manufacturing challenges. With a strong patent protection granting us exclusivity in all relevant markets up to 2040, we are now getting ready to enter a commercial partnership to take our breakthrough treatment all the way to the patient.

This partnership may consist of a purchase of the company, entering licensing deals and/or starting joint ventures. We are now getting ready to find the partner who can Stayble's new pharmaceutical candidates to market and to create the best possible future for our shareholders.

At this crucial stage of Stayble's development, we welcome you to invest in the future of injection-based treatments for chronic back and leg pain. With this funding, we will be able to finance the phase 1b trial in LDH, finish our ongoing phase 2b trial in DDD, prepare the company for a successful partnership and extend the runway of operating costs to include the first half of 2024. As an investor, you can join us on our mission to make millions of lives better.

TERMS AND CONDITIONS OF THE OFFER

NB: This is an English convenience translation of Nordic Issuing AB's original general terms and conditions in Swedish. In case of any discrepancy, the binding version is the Swedish original "Villkor och anvisningar".

PREFERENTIAL RIGHT TO SUBSCRIPTION

Parties who on the record date den 21 mars 2023 were shareholders in the Company, have preferential right to subscribe for shares in the Rights Issue in relation to their shareholdings, whereby each existing share entitles to one (1) subscription right. Seven (7) subscription rights entitles to subscription of ten (10) new shares.

ISSUE VOLUME

The offer comprises a maximum of 19 781 320 shares. The total issue volume amounts to a maximum of 35.2 MSEK before issue costs.

SUBSCRIPTION PRICE

The subscription price is 1.78 SEK per unit. No brokerage fee will be charged.

RECORD DATE

Record date in Euroclear Sweden AB ("Euroclear") for participation with preferential right was on March 21st, 2023. The last day for trading with shares in the Company including preferential right was on March 17th, 2023. The first day of trading with shares in the Company without preferential right was on March 20th 2023.

SUBSCRIPTION PERIOD

Subscription of new shares with the support of subscription rights must take place during the period from and including March 24th, 2023, to and including April 12th, 2023. The Board of Directors of the Company reserves the right to extend the subscription period. A possible extension will be announced by the Company through a press release no later than April 12th, 2023.

SUBSCRIPTION RIGHTS

For every one (1) existing share held on the record date, one (1) subscription right is obtained. The subscription rights entitle the holder to subscribe for new share with preferential rights, whereby seven (7) subscription rights give the right to subscribe for ten (10) new shares.

TRADING WITH SUBSCRIPTION RIGHTS

Trading in subscription rights will take place on Nasdaq First North Growth Market from March 24th, 2023, until April 5th, 2023. Shareholders shall contact their bank or other nominee with the necessary authority to carry out the purchase and sale of subscription rights directly. Subscription rights that are acquired during the above-mentioned trading period provide the same right to subscribe for new shares as shareholders with subscription rights based on their shareholdings in the Company on the record date. Subscription rights must be exercised no later than on April 12th, 2023, or sold no later than April 5th, 2023, in order to not become void or lose their value.

UNEXERCISED SUBSCRIPTION RIGHTS

After the subscription period, all unexercised subscription rights will be void and lose their value. Unexercised subscription rights are removed from the respective shareholder's securities depository account, without specific notification from Euroclear.

PREPRINTED PAYING SLIPS AND SUBSCRIPTION FORMS

SHAREHOLDERS DIRECTLY REGISTERED IN EUROCLEAR

Shareholders or representatives of shareholders, who on the record date, March 21st, 2023, were registered in the Euroclear system, receives a preprinted paying slip (account statement). The information can be downloaded at Nordic Issuing AB's web page (www.nordic-issuing.se), Sedermera Corporate Finance AB's web page (www.sedermera.se) and at the Company's web page (www.staybletherapeutics.com). Shareholders who are included in the separate list of pledgees and others in relation to the Euroclear system do not receive information and will be notified separately. An account notice, which declares the delivery of subscription rights on the shareholders' book-entry account, are not distributed.

SUBSCRIPTION WITH SUPPORT OF PREFERENTIAL RIGHT

Subscription with preferential right shall be made by simultaneous cash payment no later than April 12th, 2023. Subscription by cash payment must be made either with the prepaid payment slip attached to the account statement or by payment instructions on the subscription form with support of subscription rights in accordance with the following two options:

PREPRINTED PAYING SLIP (ACCOUNT STATEMENT)

If all subscription rights allotted on the record date are exercised, only the preprinted paying slip shall be used as documentation for subscription by way of cash payment. The subscription form "Subscription with subscription rights" shall not be used in this case.

SUBSCRIPTION FORM WITH SUPPORT OF SUBSCRIPTION RIGHTS

If a different number of subscription rights than what is stated on the pre-printed paying slip shall be exercised, for example, if subscription rights are acquired or sold, subscription with subscription rights should be made on Nordic Issuing's platform on the following website; <https://minasidor.nordic-issuing.se/> and be used as basis for subscription through cash payment. The shareholder must log in on the platform and state the total number of Subscription Rights to be exercised, the number of shares to be subscribed for, and the amount that is being paid. The subscription is binding. Nordic Issuing reserves the right to disregard subscription forms sent by regular mail, as it cannot be guaranteed that the subscription form will be Nordic Issuing at hand before the subscription period is has ended.

NOMINEE REGISTERED SHAREHOLDERS

Shareholders whose holdings of shares in the Company are nominee registered with a bank or other nominee do not receive a preprinted paying slip or subscription form. Subscription and payment should instead be made in accordance with instructions from the respective bank or nominee. Please note that if the use of subscription rights takes place via a bank or a nominee, this should be done early in the subscription period, as the respective bank/nominee may set different deadlines for the last subscription date.

SUBSCRIPTION WITHOUT PREFERENTIAL RIGHTS

Subscription of shares without Subscription Rights shall be made during the same period as subscription of shares with Subscription Rights, hence from and including March 24th, 2023 up to and including April 12th, 2023. The board of directors of the Company reserves the right during all circumstances to extend the subscription period and the period for payment. Such extension shall be communicated no later than the last day in the subscription period and shall be published through a press release by the Company.

An application for subscription of shares without preferential rights shall be made through Nordic Issuing's platform on the following website, <https://minasidor.nordic-issuing.se/>.

Nominee-registered shareholders, requesting subscription of shares without preferential right, must coordinate such a subscription with the account-holding bank or nominee in accordance with instructions from the respective account-holding bank or nominee, or if shares are registered at several different nominee-registered accounts, from each of these account-holding banks or nominees. In order to be able to invoke subsidiary preferential rights, it is required that the subscription is carried out via the nominee, otherwise there is no possibility of identifying a particular subscriber who has subscribed for shares both with and without the support of subscription rights.

Note that shareholders or other investors who have an account with specific rules for securities transactions, such as an investment savings account (Swedish: Investeringssparkonto) or endowment account (Swedish: Kapitalförsäkring), must check with the account holding bank or nominee, whether, and if so, the subscription of securities in the rights issue is possible. The subscription shall in that case be made in accordance with instructions received from the account-holding bank or nominee.

Incomplete or incorrectly filled out subscription forms may be disregarded. It is only permissible to submit one (1) subscription form "Subscription without subscription rights." If more than one such subscription form is submitted, only the one last received will be considered, and other such subscription forms will be disregarded. The subscription form must be Nordic Issuing at hand no later than April 12th, 2023. The subscription is binding. Nordic Issuing reserves the right to disregard subscription forms sent by regular mail, as it cannot be guaranteed that the subscription form will be Nordic Issuing at hand before the subscription period is has ended.

SUBSCRIPTION ABOVE EUR 15,000

If the subscription amounts to, or exceeds, 15,000.00 EUR a money laundering form shall be completed and sent to Nordic Issuing in accordance with the Swedish Act (2017:630) on measures against money laundering and terrorist financing. The form is found on Nordic Issuing's platform on the following website, <https://minasidor.nordic-issuing.se>. Please observe that Nordic Issuing cannot distribute any securities, even if payment have been received, before the money laundering form has been received by Nordic Issuing.

SHAREHOLDERS RESIDING OUTSIDE OF SWEDEN

Shareholders who reside outside of Sweden (with the exception of shareholders residing in USA, Australia, Japan, Canada, New Zealand, South Africa, Hong Kong, Switzerland, Singapore, South Korea, Russia, Belarus and other countries in which participation in the rights issue may require supplementary prospectus, further registration or other measurements than those which are required by Swedish legislation) who have preferential right in the rights issue can contact Nordic Issuing for further information about subscription and payment.

Due to restrictions in the legislation regarding securities in USA, Australia, Japan, Canada, New Zealand, South Africa, Hong Kong, Switzerland, Singapore, South Korea, Russia, Belarus and other countries in which participation may require supplementary prospectus, further registration or other measurements than those which are required by Swedish legislation, subscription rights through Euroclear will not be issued to shareholders with registered addresses in any of these countries. Accordingly, no offer is made to subscribe for shares in the Company to shareholders residing in these countries.

Notwithstanding any other provision of this document, the Pre-Printed Issue Account Statements or the subscription forms, the Company reserves the right to permit any person to subscribe in the Rights Issue if the Company, in its sole and absolute discretion, is satisfied that the transaction in question is exempt from, or not subject to, the legislation or regulations giving rise to the restrictions in question.

ALLOCATION IN CASE OF SUBSCRIPTION WITHOUT SUBSCRIPTION RIGHTS

If not all shares in the rights issue are subscribed for with preferential right, the Board of Directors shall decide on allocation of shares within the limits of the maximum amount of the rights issue to shareholders or other investors that have subscribed for shares without preferential right.

Firstly, allocation of shares which are subscribed for without preferential right shall be made to shareholders or other investors who have also subscribed for shares by exercising subscription rights, regardless if the subscriber was a registered shareholder on the record date or not. In case that allocation of shares cannot be fully provided, allocation shall be made in relation (pro rata) to the quantity of subscription rights exercised for subscription of shares in the rights issue, and to the extent this is not possible, by drawing of lots.

Secondly, allocation of shares which are subscribed for without preferential right shall be made to other investors than the above mentioned, who have subscribed for shares without unit subscription rights. In case that allocation of shares cannot be fully provided allocation shall be made in relation (pro rata) to the number of subscribed shares without subscription rights in the rights issue, and to the extent this is not possible, by drawing of lots.

Thirdly, the allocation of shares shall be made to the guarantors in proportion to the size of the guarantee commitments made, and in case this is not possible, by drawing lots.

NOTIFICATION OF ALLOTMENT OF SHARES SUBSCRIBED WITHOUT PREFERENTIAL RIGHTS

Notification of allotment of units/shares without preferential rights will be made via a settlement note via email. Settlement notes are expected to be sent out as soon as possible after the subscription period, and payment must be made in accordance with the payment instructions on the settlement note. Payment is due within four (4) Swedish business days from the date the settlement note was distributed. Note that payment for any allotted shares will not be drawn from the specified book-entry account. If payment is not received in due time, the subscribed shares may be assigned to another party. Should the price by such an assignment be lower than the subscription price of the rights issue, the subscriber who initially was allocated these shares may have to pay for all or a part of the difference. Shareholders or other investors that are not allotted any shares will not receive any notification.

PUBLICATION OF THE OUTCOME OF THE RIGHTS ISSUE

Publication of the outcome in the rights issue is planned for around April the 13th – 17th, or as soon as possible after the subscription period ends. The Company will publish the result of the rights issue through a press release.

PAID AND SUBSCRIBED FOR SHARE (BTA)

Subscription with support of subscription rights is registered with Euroclear as soon as feasible, which normally means a few banking days after payment is made. Thereafter, the subscriber will receive a securities depository account notification confirming that the registration of Paid Subscribed shares has occurred in the subscriber's securities depository account. Subscribed for units/shares are entered as BTA:s in the securities account until the new shares in the rights issue has been registered with the Swedish Companies Registration Office.

Shareholders who have their holdings in a custodian account at a bank or nominee will receive information from their respective bank/nominee.

PARTIAL REGISTRATION

The rights issue may be partially registered at the Swedish Companies Registration Office. If partial registration is used, several series of BTA will be issued, the first series being named "BTA 1" in the VPC system. BTA will be converted into shares as soon as a first possible partial registration has taken place. A second series of BTA ("BTA 2") will be issued if shares could not be included in the first partial registration and will be converted into shares as soon as the second part of the rights issue is registered with the Swedish Companies Registration Office. Only BTU 1 will be admitted to trading on Nasdaq First North Growth Market.

TRADING IN BTA

Trading in BTA:s will take place on Nasdaq First North Growth Market from March 24th, 2023, until the rights issue is registered at the Swedish Companies Registration Office. Subscribed for shares are entered as BTA in the securities depository account until the rights issue has been registered with the Companies Registration Office, which is expected to take place in week 18, 2023.

DELIVERY OF SHARES

As soon as the rights issue has been registered with the Swedish Companies Registration Office, BTA is converted into shares without special notification from Euroclear.

Please note that the issue may be partially registered at the Swedish Companies Registration Office.

TRADING IN THE SHARE

The shares of The Company are listed on Nasdaq First North Growth Market. The shares are traded under the short name "STABL" and have the ISIN code SE0013513652. The new shares are admitted to trading in connection with the conversion of BTA into shares.

RIGHT TO DIVIDEND

The new shares give right to dividend on the first record date for dividend, appearing after the new shares have been registered with the Swedish Company Registration Office. The new shares give the same right to dividend as the existing shares.

DILUTION

Through the rights issue, the Company's share capital can increase with a maximum of SEK 2 571 571,60 through the issuing of a maximum of 19 781 320 shares. This equals about 58.8 percent of the votes and capital in the Company. The dilution is based on the total amount of shares issued provided that the Rights Issue will be fully subscribed.

In case the guarantors choose renunciation in the form of shares, the following offset issue may lead to further dilution of a maximum of 6.46 percent of the votes and capital in the Company, provided that the Rights Issue will be fully subscribed.

OTHER

The Board of Directors for the Company does not have the right to cancel, revoke or temporarily withdraw the offer to subscribe for new shares in the Company in accordance with the terms of the Prospectus/Memorandum.

In the event that an excessive amount has been paid in by a subscriber for subscribed shares, Nordic Issuing will see to it that the excess amount is refunded. In such a case, Nordic Issuing will contact the subscriber for information about a bank account to which Nordic Issuing can repay the amount. No interest will be paid on excess amounts. Amounts below SEK 100 are only refunded on request.

Subscription of new shares is binding, and the subscriber cannot cancel or modify a subscription of new shares. An incomplete or incorrectly completed subscription form may be left without consideration. If the payment for subscribed shares is paid in late, is insufficient or is paid incorrectly, the notification of subscription may be left without consideration or subscription may take place with a lower amount. Cash paid that has not been used will be refunded.

If several subscription forms of the same category are submitted, only the subscription form that was last received by Nordic Issuing will be considered. Late payments of amounts less than SEK 100 will only be refunded on request.

ISSUING AGENT

Nordic Issuing AB is acting as an issuing agent in connection to the Offer.