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## **Saxo Bank, a leading global digital trading and investment platform, and Disruptive Capital Acquisition Company agree to explore a combination and listing of Saxo Bank on Euronext Amsterdam**

Saxo Bank A/S (Saxo Bank) and Disruptive Capital Acquisition Company Limited (DCAC) have confirmed their intent to explore a listing of Saxo Bank on Euronext Amsterdam in connection with a business combination with DCAC (the Business Combination).

Saxo Bank is well capitalised, so there will be no primary issue of shares by Saxo Bank. The proposed Business Combination would comprise a secondary sale of existing Saxo Bank shares to DCAC for distribution to DCAC's shareholders; and the subsequent delisting and liquidation of DCAC, with Saxo being the ongoing Euronext listed entity.

DCAC is soliciting interest from its existing shareholders and other investors in the secondary offer.

The purpose of the potential listing of Saxo Bank is to diversify its shareholder base, raise its profile and so further accelerate its growth strategy.

Saxo Bank shareholders Geely Financials Denmark A/S and Sampo Plc intend to sell a limited proportion of their shareholding. Certain members of Saxo Bank's board and senior management team, including its founder and CEO Kim Fournais, intend to acquire additional shares alongside DCAC, should the Business Combination proceed.

The potential transaction values the outstanding shares of Saxo Bank (before a Business Combination) at a pro forma aggregate amount of at least € 2 billion.

No binding agreement has been entered into, and there can be no assurance that a Business Combination nor listing of Saxo Bank shares will be achieved.

Kim Fournais, CEO & Founder, comments:

*“We have a strong ownership, which we hope to strengthen and diversify even further, with full confidence that Saxo Bank is heading in the right strategic direction. We are building a prudent financial institution that is part of the solutions needed in the future – and we remain committed to delivering on our ambitious growth strategy. With this, I am proud to invite new shareholders into Saxo and the exciting growth journey ahead of us.”*

DCAC co-founder, Edi Truell, comments:

*“We are thrilled to have identified Saxo Bank as a high quality financial services combination for DCAC shareholders. We look forward to bringing our shareholders aboard on Saxo’s exciting journey, which we believe should provide a very attractive investment”*

JP Morgan is acting as placement agent in connection with the proposed Business Combination.

## **About Disruptive Capital Acquisition Company**

Disruptive Capital Acquisition Company (ticker DCACS and DCACW) is a special purpose acquisition company listed on Euronext Amsterdam, which successfully raised GBP 125 million of proceeds in October 2021. It is sponsored by a high-quality team which has a long and successful track record in European financial services.

DCAC was formed to combine with a high quality European financial services business which would benefit from the sponsor team's network, expertise and a public listing.

It should be noted that Kari Stadigh is an indirect shareholder of, and Senior Adviser to, DCAC. He is also Chair of Saxo Bank Group.

For more information, please visit:

<https://disruptivecapitalac.com/>

## **About Saxo Bank**

Saxo Bank is a leading Fintech specialist that connects people to investment opportunities in global capital markets. As a provider of multi-asset trading and investment platforms, Saxo Bank's purpose is to get curious people invested in the world. Today, more than 850,000 clients have entrusted Saxo with €85 bn in client assets.

We work to inspire people to navigate financial markets through our global multi-asset, investment platforms. The platforms not only give clients access to global investment opportunities but also provides clients with insights and tools to navigate them.

Founded in 1992, Saxo Bank was one of the first financial institutions to develop an online trading platform that provide private traders and investors with the same tools and market access as professional traders, large institutions, and fund managers. Saxo Bank combines an agile fintech mindset with 30 years of experience in global capital markets to deliver state-of-the-art platforms to clients trading or investing from one single account, available in 28 languages.

Saxo Bank further powers more than 200 financial institutions as partners. Our partners leverage Saxo's platforms, technology, regulatory services, and processes to offer their end clients access to global capital markets, allowing our partners to focus on servicing their clients (Banking as a Service). Our partners are serviced via dedicated partner tools and through all our platforms, including Open API and FIX API.

Headquartered in Copenhagen, Saxo Bank has more than 2,500 financial and technology professionals in financial centers around the world including London, Singapore, Amsterdam, Shanghai, Hong Kong, Paris, Zurich, Dubai, and Tokyo. Saxo Bank holds three banking licenses and is regulated across several other jurisdictions.

For more information, please visit: <http://www.home.saxo>.

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This announcement does not constitute a prospectus for the purposes of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 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. With respect to any Member State of the European Economic Area (each a "Relevant Member State"), no action has been undertaken to make an offer to the public of securities requiring publication of a prospectus in any Relevant Member State. This announcement is only addressed to and directed at persons in member states of the European Economic Area (the "EEA") who are "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation ("Qualified Investors") or in any other circumstances falling within Article 1(4) of the Prospectus Regulation. For the purpose of this paragraph, the expression "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the securities to be offered so as to enable the investor to decide to purchase or subscribe for the securities.

In addition, in the United Kingdom, this announcement is only being distributed to and is directed only at "qualified investors" within the meaning of Article 2(e) of the UK version of the Prospectus Regulation, which is part of UK law by virtue of the European Union (Withdrawal) Act 2018, as amended, who also (i) have professional experience in matters relating to investments who fall within the definition of "investment professionals" under Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) are

high net worth entities and fall within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "Relevant Persons"). The securities are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with, Relevant Persons. Any person who is not a Relevant Person should not act or rely on this announcement or any of its contents.

This release may contain forward-looking statements. Forward-looking statements are statements that are not historical facts and may be identified by words such as "plans", "targets", "aims", "believes", "expects", "anticipates", "intends", "estimates", "will", "may", "continues", "should" and similar expressions. These forward-looking statements reflect, at the time made, Saxo Bank's or DCAC's beliefs, intentions and current targets/aims concerning, among other things, Saxo Bank or DCAC or their respective groups' results of operations, financial condition, liquidity, prospects, growth and strategies. Forward-looking statements include statements regarding: objectives, goals, strategies, outlook and growth prospects; future plans, events or performance and potential for future growth; lease-up potentials; economic outlook and industry trends; developments of Saxo Bank's or DCAC's or their respective groups' markets; the impact of regulatory initiatives; and the strength of Saxo Bank or DCAC or any other member of their respective groups' competitors. Forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. The forward-looking statements in this release are based upon various assumptions, many of which are based, in turn, upon further assumptions, including without limitation, management's examination of historical operating trends, data contained in Saxo Bank's or DCAC's records (and those of other members of its group) and other data available from third parties. Although Saxo Bank or DCAC believe that these assumptions were reasonable when made, these assumptions are inherently subject to significant known and unknown risks, uncertainties, contingencies and other important factors which are difficult or impossible to predict and are beyond Saxo Bank's or DCAC's control.

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