



Invitation to subscribe for shares in Catch Me AB (publ)

Subscription period February 5 - 24, 2025

Important information

This memorandum (the "Memorandum") has been prepared by the board of directors of Catch Me AB (publ) ("Catch Me", or the "Company"), corporate registration number 559391-6264, in connection with the Company's offer to subscribe for shares in Catch Me in accordance with the terms of the Memorandum (the "Offer" or the "Rights Issue"). In connection with the Rights Issue, Göteborg Corporate Finance ("GCF") is acting as financial advisor. GCF has assisted Catch Me in the preparation of the Memorandum. The board of directors of Catch Me is responsible for the content, whereby GCF disclaims all liability in relation to shareholders in the Company and other direct or indirect consequences as a result of investment decisions or other decisions based in whole or in part on the information in the Memorandum.

Investors should make their own assessment of whether it is appropriate to invest in the securities referred to in the Memorandum. Any dispute arising out of or in connection with the contents of the Memorandum shall be settled in accordance with Swedish law and before a Swedish court. The Memorandum is available on the Company's website (www.CatchMe.se). In addition, the Memorandum can be accessed via the GCF website (www.gcf.se).

The shares in Catch Me are not subject to trading or application for trading on any regulated or unregulated market. The invitation under the Memorandum is not directed to persons whose participation requires a prospectus, registration measures or other measures than those required by Swedish law. The Memorandum may not be distributed in the United States, Australia, Japan, Canada, New Zealand, South Africa, Hong Kong, South Korea, Switzerland, Singapore, Russia, Belarus or any other country where the distribution or this invitation requires additional measures in accordance with the preceding sentence or is contrary to the rules of such country. Other than as set out in the auditor's report and annual reports incorporated by reference, no information in the Memorandum has been reviewed or audited by the Company's auditor. The Company confirms that information provided by third parties has been accurately reproduced and that, to the best of the Company's knowledge and belief, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Forward-looking statements

The Memorandum contains forward-looking statements that reflect the Company's current views with respect to future events and financial and operational performance. Words that indicate indications or predictions of future developments or trends and that are not based on historical facts are forward-looking statements. Forward-looking statements are not guarantees of future performance or development, and actual results may differ materially from those set forth in the forward-looking statements. The statements about the external environment and future conditions in the Memorandum reflect the Board of Directors' current view of future events and financial development. Forward-looking statements express only the judgments and assumptions made by the Board in preparing the Memorandum. These statements are well thought out, but the reader should be aware that these, like all forward-looking statements, are subject to uncertainty.

Market information

The Memorandum contains market information related to the Company's business and the market in which Catch Me operates. Unless otherwise stated, such information is based on the Company's analysis of several different sources. Potential investors should be aware that financial information, market information, forecasts and estimates of market information contained in the Memorandum are not necessarily reliable indicators of the Company's future performance.

Unlisted shares

Neither the Class A nor Class B shares in Catch Me are subject to trading. Investors who choose to participate in the Offer should be aware that they may hold the shares over a period of several years.

Exemptions from the prospectus obligation

This Memorandum does not meet the requirements of a prospectus and has not been reviewed and approved by the Swedish Financial Supervisory Authority ("FI") and is exempt from the prospectus obligation pursuant to Chapter 2. 4 of the Swedish Financial Instruments Trading Act (1991:980), considering that the total amount paid by the public during a 12-month period corresponds to a maximum of EUR 2.5 million.

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Persons responsible and information from third party

Persons responsible

The Board of Directors of Catch Me is responsible for the contents of the Memorandum. To the best of the board's knowledge, the information given in the Memorandum is in accordance with the facts and does not omit anything likely to affect its import. For more information on the board, see the section "Board of Directors and senior management".

Advisers, interests and conflicts of interest

Göteborg Corporate Finance is acting as the Company's financial advisor in connection with the Offering. Göteborg Corporate Finance has provided, and may in the future provide, various financial, investment, commercial and other services to the Company for which it has received, and may receive, compensation. Other than the above party's interest in the successful completion of the Offer, there are no financial or other interests in the Offer. No conflicts of interest are deemed to exist between the parties who, in accordance with the above, have financial or other interests in the Offer.

Information from third parties

The Memorandum contains information from third parties. The Company confirms that the information provided by third parties has been accurately reproduced and, so far as the issuer is aware and is able to ascertain from information published by such third parties, no facts have been omitted which would render the reproduced information inaccurate or misleading.



The offer in summary

The offer comprises a maximum of 160,000 shares. The shares will be issued either as A or B shares (see thresholds in the table below under “Minimum subscription amount”). Shares can be subscribed for via an application form during the period February 5 through February 24, 2025. The company is entitled to decide on an extension of the subscription period.

Subscription price	60 SEK per share
Subscription period	February 5 - 24, 2025
Number of shares before the offer	559 250 shares (of which 536 915 A-shares and 22 335 B-shares)
Issue size	The offer consists of up 160 000 issued shares
Issue amount	9.6 MSEK
Minimum subscription amount	6 000 SEK for allotment of B-shares 258 000 SEK for allotment of A-shares
Valuation (pre-money)	About 33.6 MSEK
Dilution	A fully subscribed offer means a dilution of 22 percent

Instructions for participation in the Offer

Investors wishing to participate in the Offer should register their interest on the Company's website under the tab “For investors”. Direct link: www.catchme.se/en/for-investors/

When the expression of interest is completed, an invitation link is received where investors can fill in a digital registration form. This is done in collaboration with Invono AB.

Please note that payment for the shares must be made when the application form is submitted. Instructions for payment can be found on the application form. Receipts will be sent out when the issue has closed.


For questions, please contact investors@catchme.se or CEO Poyan Sandnell (see details below)

NOTE! Please mark your payment with your national identity number (10 digits without hyphen) or organization number (without hyphen)

Poyan Sandnell, CEO Catch Me

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Tel: +46 761 440 939

In collaboration with 



Message from the CEO

It is with great enthusiasm that I want to tell you about Catch Me and the journey we have embarked on. Since our commercial launch in January 2024, we have had a clear vision: to revolutionize the staffing industry through digitalization, efficiency and a customer-focused solution. Our platform has addressed the two most pressing needs of the labor market - speed and fairness.

At Catch Me, we believe that employers should be able to find the right skills without having to deal with time-consuming administration, and that jobseekers should be paid directly after completing a shift. That's why we've created a platform that's not only efficient but also inclusive. By anonymizing jobseekers' profiles, we focus solely on their qualifications, promoting a fair labour market.

We are proud of the progress we have already made. With over 15 major clients, 10,000 registered jobseekers, 140 shifts per month and

secured revenues of over SEK 8 million for 2025 and 2026 through existing customers, we are well on our way to establishing ourselves as a prominent player in digital staffing in Sweden. Our planned expansion into neighboring countries in 2025 opens up new opportunities to grow and reach more customers and users.

But this is just the beginning. Our focus going forward is on strengthening our market presence, developing even better functionality for the platform and attracting more employers and job seekers. The CatchMe app, developed by Bontouch (the same team behind apps for SJ, Swish and others), will now be adapted for the internationalization journey we are facing.

I welcome you as an investor to join us on our growth journey. Together, we are building a new era in staffing - one that is faster, fairer and better for everyone.

Poyan Sandnell
CEO of Catch Me

Bakgrund and motive for the Offer

Background

Catch Me provides a digital platform to connect employers and jobseekers. The platform maintains the anonymity of the job seeker during the recruitment process. It highlights the most qualified people for the job - regardless of their age, gender, ethnicity or background. Salaries are paid out to workers automatically via the instant transaction service, Swish, immediately after the shift is completed.

What makes Catch Me's platform unique is the high degree of automation that allows Catch Me to scale significantly without tying up resources in manual labor. The platform and app have been developed by Bontouch, the same company that has developed apps for SJ, Swish, SEB and many more. It is built with user-friendliness in mind - both for job seekers and for employers.

Motive for the offer

Catch Me believes that the forthcoming new share issue is necessary to intensify the Company's continued growth. Furthermore, the purpose of the issue is to expand the shareholder base ahead of a possible listing of the Company's shares on a marketplace. Such a listing is expected to take place before the end of 2028.

Use of the proceeds of the issue

Upon full subscription, the Company will receive proceeds of approximately SEK 9.6 million, before deduction of issue costs. The proceeds are intended to be used approximately in the following areas, in order of priority:

- Customer acquisition, sales and marketing activities: 50%
- Strengthened balance sheet 30%
- Development: 20%



Investment highlights

High level of automation paves the way for scale-up

Catch Me has worked intensively to ensure that the platform has as high a degree of automation as possible. This means that the need for manual intervention is minimal, which makes the business highly scalable as resources can be concentrated on sales and other growth-driving areas.

Proven business model and revenue generated

Catch Me has now been in a commercial environment since its inception in 2024 and has built up a revenue base from both the private and public sectors. The response from customers has been excellent so far and Catch Me has already been able to address some of Sweden's largest retail chains and event organizers.

Quality

Catch Me's platform has been developed by the same team that has developed platforms and apps for Swish, SEB, etc. The interface is characterized by a high degree of user-friendliness, while employers get a full range of functions and services to use in the platform.

Exit plan

Catch Me plans to list the Company's shares on a marketplace before the end of 2028 provided that the market climate is favorable.

Catch Me in brief

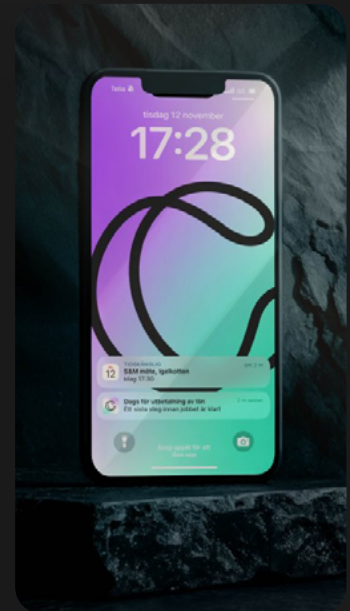
8 MSEK

contracted revenue via public procurement in
2025 and 2026

Customers

15

large employers



Work shifts

140

Work shifts per month in
2024

Competitive edge

15-25%

with around 15-25% lower fees than our competitors,
we have the lowest fees in the market (including all social
charges, pension and insurance)

Users

10 000

registered jobseekers

Company description and market overview

Company description

Overview

Catch Me AB has launched a cutting-edge digital platform that effectively connects employers with job seekers through automated processes, thus eliminating the need for manual input and paving the way for scalability.

The company offers a fast and reliable staffing solution at the lowest fees in the market. The service enables immediate and automatic payment of wages via Swish after the job is completed and ensures anonymity for job seekers, focusing solely on qualifications rather than gender, age, ethnicity or background.

Catch Me was founded in 2022 and operates in Sweden and Finland, with plans to expand to Denmark and Norway by 2025. The company has secured approximately 8 MSEK in revenue through customers as well as public procurement for 2025 and 2026 and is in discussions with many more employers for onboarding in the near future. Currently, Catch Me has around 15 major customers, around 10,000 registered jobseekers and handles around 140 work shifts per month.

Business idea

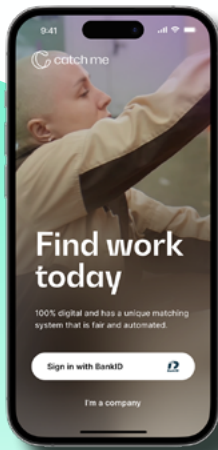
Catch Me offers a digital staffing solution that makes it easier for companies to find the right skills quickly and for job seekers to find jobs without hassle. Through the platform, employers can publish work shifts that are automatically matched with relevant job seekers who have completed digital knowledge and aptitude tests. Everything is done through Catch Me's user-friendly app, where salary is also paid automatically and directly after the work is completed. This reduces the administrative burden for both employers and employees.



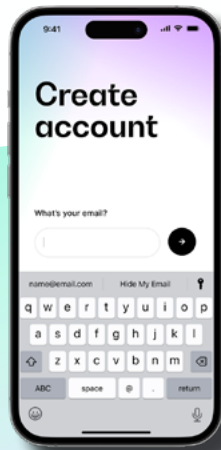
How it works

1. **Job registration:** Employers post vacancies with required qualifications.
2. **Automatic matching:** Candidates, who are verified with BankID and have completed knowledge tests, are matched with jobs, replacing traditional interviews.
3. **Work and compensation:** Employees work their shifts and get paid the same day via Swish.
4. **Performance feedback:** Grades are given at the end of the session which affects future job opportunities.
5. **Digital efficiency:** A simplified recruitment process that is fast, fair and flexible

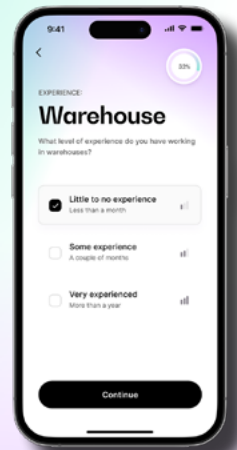
1. Register & confirm your identity



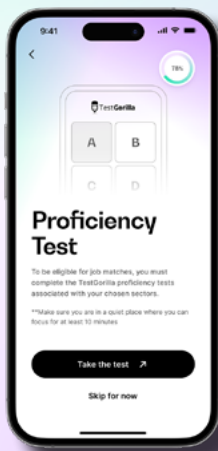
2. Create an account



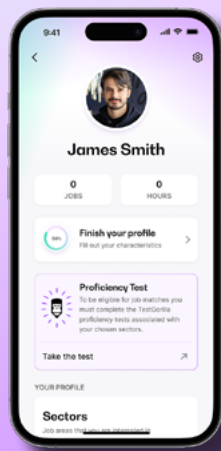
3. Select the jobs that interest you



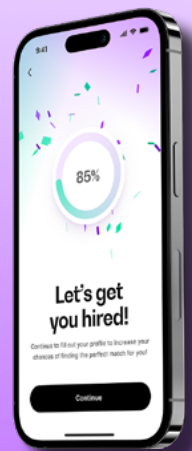
4. Take our proficiency tests



5. Wait for matches...



6. Receive job offers!



For employers

- 1. Registration:** Employers fill in details and industry to ensure matching with the right skills.
- 2. Signing:** After registration, a digital contract is signed activating the employer's account.
- 3. Easy recruitment:** post available jobs, specify tasks, how many workers are needed and hourly wage.
- 4. Time and place:** Employers enter times/schedule, location and other necessary information such as certificate, driving license or license requirements.
- 5. Matching:** Add a contact person and fill in invoice information. The automatic matching process will then begin.

**FAST & SMOOTH
RECRUITMENT**



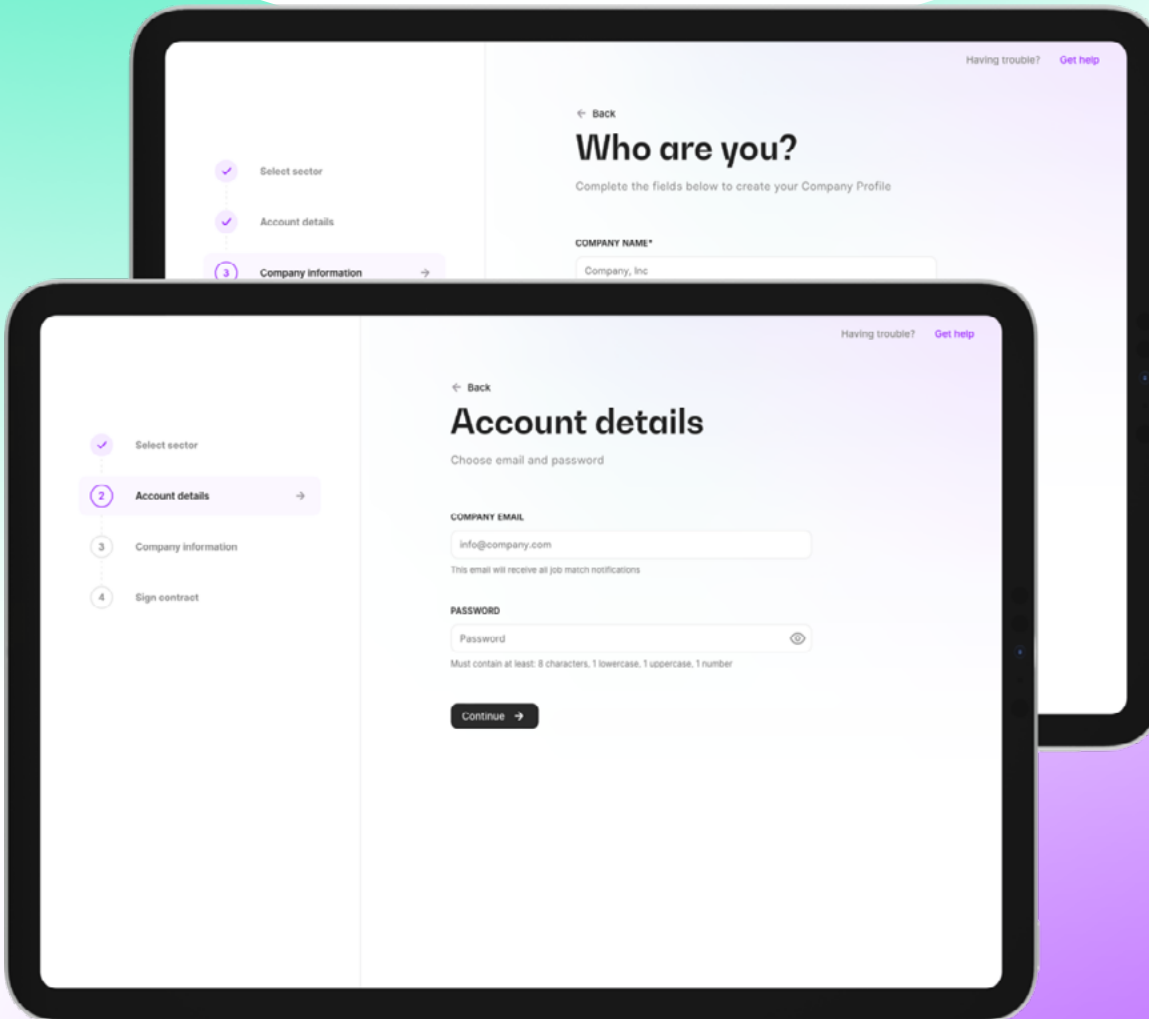
LOWER STAFF COSTS



**MORE EQUALITY IN THE
WORKPLACE**



**COLLECTIVE
AGREEMENTS**



A selection of Catch Me's customers



... and many more during 2025

Market overview

The Nordic staffing market

The Nordic staffing market has undergone rapid digitization in recent years, and it is expected to continue growing at a rate of 6-8% annually over the next five years, according to reports from Branschföreningen Bemanningsföretagen. In Sweden, which is the largest market in the Nordic region, the value of the staffing industry is estimated at around SEK 60 billion annually, with an annual growth rate of 6-7% over the past three years.

Temporary jobs and short-term assignments account for a growing share of the market. According to Statistics Sweden, the temporary workforce accounted for 15% of the total workforce in Sweden in 2023, and this share is expected to increase to 20% by 2025. This means that the demand for flexible staffing solutions, like those Catch Me offers, will accelerate.

Trends in the market

1. Flexibility and speed as competitive advantages:

The growing demand for flexibility means that employers are looking for solutions that can quickly staff workers at short notice. According to a PwC survey, 74% of Swedish employers say they plan to increase their use of flexible staffing solutions in the next two years. This creates an opportunity for digital platforms like Catch Me to capitalize on the need for fast and flexible staffing.

2. Direct payment of salaries:

According to a report by Kantar, 60% of Swedish workers have expressed a desire to receive their salary faster, preferably immediately after a completed shift. This trend is reinforced by the growing need for on-demand solutions, where workers don't want to wait until the end of the month to get paid. This is where Catch Me's business model is in line with workers' preferences and meets a market where speed and transparency in salary payment are critical factors for both job seekers and employers.

3. Automation and AI:

Automation of staffing processes is one of the fastest growing trends in HR technology. According to McKinsey & Company, the use of AI and automation in the HR sector has increased by 34% since 2020. Platforms like Catch Me, which use advanced algorithms to automatically match job seekers with employers, are capitalizing on this trend by offering faster and more efficient solutions for both parties.

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1. Branschföreningen Bemanningsföretagen (2023) Bemanningsbranschen i siffror 2023. Available at: <https://www.bemanningsforetagen.se/rapporter>
 2. PwC (2022) Bemanningsens framtid i Sverige: En studie om arbetsgivares behov. Available at: <https://www.pwc.se/rapporter/bemanningsframtid>
 3. Kantar (2023) Arbetstagarnas framtid: Löner och arbetsvillkor 2023. Available at: <https://www.kantar.com/sverige>
 4. McKinsey & Company (2022) The Future of HR: AI and Automation in Staffing. Available at: <https://www.mckinsey.com>

Competitive landscape

The digital staffing market is still relatively young but growing rapidly. In Sweden, there are currently over 100 active digital staffing platforms, according to a report from Företagarna. Despite the fragmented market, competition is strong, with the largest players being established staffing agencies that are now integrating digital solutions into their services.

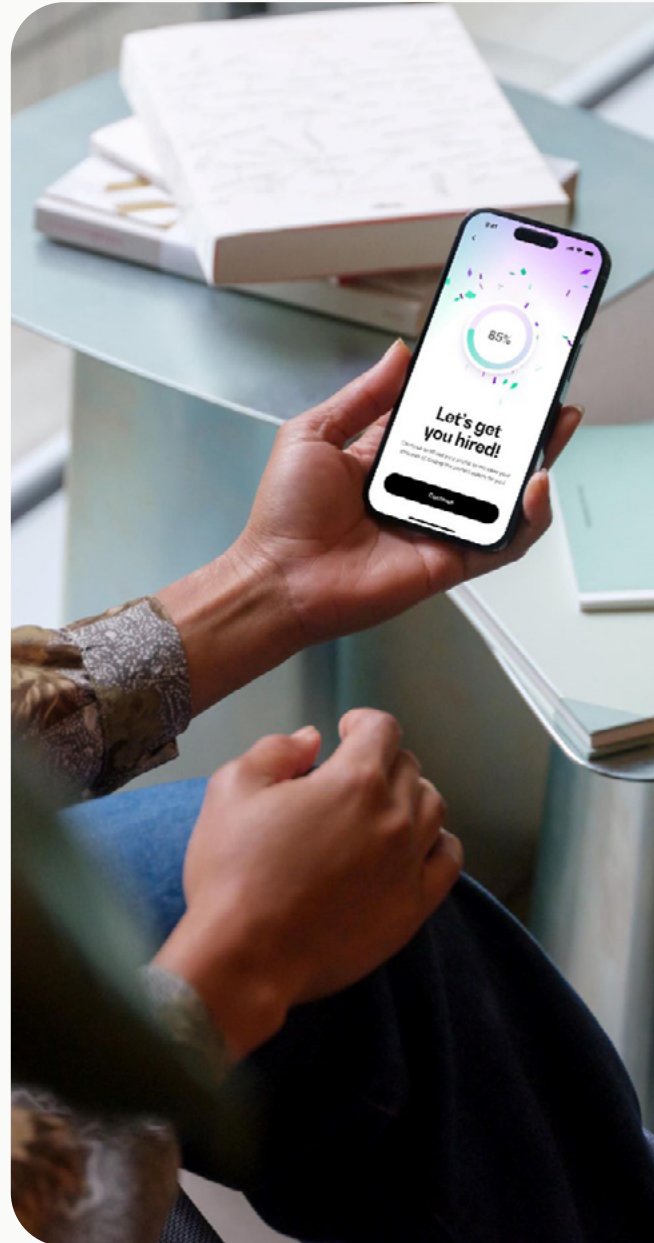
According to Branschföreningen Bemanningsföretagen, the largest staffing companies, such as Adecco and Manpower, have a market share of around 40% in Sweden, but these actors are struggling to meet the rapidly growing demand for flexible and digital solutions. Traditional staffing agencies report that it takes an average of 5-10 working days to staff a service, while digital platforms such as Catch Me are estimated to deliver a solution in a few hours.

The main competitive advantages for Catch Me in this market are:

Speed: With our automated matching, we can connect employers and jobseekers in a couple of hours, unlike the traditional players that often take several working days.

Flexibility: Catch Me's platform offers the opportunity for employers to quickly adapt their workforce to changing needs without slow administrative processes.

Direct pay: The immediate payment of wages to workers is a strong differentiator that matches the growing demand for fast and transparent pay.



Risk factors

An investment in securities is associated with risk. This section describes the risk factors and important circumstances that are considered material to Catch Me's operations and future development. The risk factors set out in this section are limited to those risks that are deemed to be specific to the Company and/or the Company's shares and that are deemed to be material for an investor to be able to make an informed investment decision.

The risk factors are presented in a limited number of categories, which include Catch Me's business and operational risks, financial risks, legal and regulatory risks and risks related to the Company's shares and the Rights Issue. The risk factors presented below are based on the Company's assessment and available information as of the date of the Memorandum. The risk factors that as of the date of the Memorandum are deemed to be most material are presented first within each category, while the risk factors are then presented in no particular order.

Business and operational risks

The ability to manage acquisitions and growth

The Company is a growth company with a recently commercialized digital staffing platform. As the business grows, the Company needs to continuously have effective planning and management processes in place to execute the business plan in a rapidly evolving market. A sudden increase in service offerings and/or growth can lead to increased risks related to the complexity of the Company and its operations, which in turn opens up risks related to management responsibilities, resources and organizational issues. Managing growth well also requires investments and allocations of valuable management resources. If the Company's acquisitions and/or growth are not managed effectively, it may affect the Company's ability to realize its business plan, contribute to increased costs and reduced profitability.

Competition and market acceptance

Catch Me operates in a mature market where competition is high. Competition differs between the physical staffing industry, which is considered a saturated market, as opposed to the more immature market for digital staffing solutions. The Company's ability to manage competition may be limited by increasing competition in several markets over a shorter period of time. It cannot be ruled out that alternative technologies will be developed in the Company's area of operations and that future competition may come from well-established players in the global market with a greater ability to quickly gain large market shares. If the Company is unable to meet the competition, its ability to sell its products may be hampered and the Company's market value and operations may be adversely affected. As a result, the Company may be forced to make costly investments, restructuring or price reductions to adapt to a new competitive situation.

Brand and reputation

Reputation linked to the Company's brand is very important in the early stage of the Company's operations. The relationship with employers (customers) can be controlled by the Company. However, there is always a risk that employees who have been hired through the Company's platform may act in a way towards the Company's customers that damages the Company's reputation and customer relationships. To counteract this, the Company has introduced a number of security and control measures in connection with the recruitment process. Despite this, it cannot be ruled out that situations as described above may arise.

Financial risks and risks related to the Company's securities

Financing needs

The Company's ability to achieve positive cash flows and maintain a strong financial position is critical to its future and growth. The Company's limited number of customers poses financial risks to the Company. There is a risk that the Company may need to raise additional capital in the future and there is a risk that any additional capital cannot be raised. This could result in development being temporarily halted or the Company being forced to operate at a slower pace than desired, which could lead to delayed or lost revenue.

Trading in the share

At the date of this Memorandum, the Company's shares are not traded. Investors acquiring shares in the Company should be prepared to have a long investment horizon. If an investor wishes to dispose of shares in the Company for any reason, there is no guarantee that a buyer will come forward. The responsibility for identifying a buyer always rests with the individual shareholder.

Dilution

The Company may in the future issue new shares and equity-related instruments in order to raise capital. Such issues may reduce the proportional ownership and voting rights in terms of dilution, as well as earnings per share for holders of the Company's shares. Any new issues may have negative effects on the share price.

Terms and conditions of the securities

General information

The shares in the Company are denominated in Swedish kronor and have been issued in accordance with the Swedish Companies Act (2005:551). The Company has 536,915 Class A shares entitling to 1 vote per share and 22,335 Class B shares entitling to 0.1 vote per share. All shares are fully paid and freely transferable. Prior to the Offer, the total number of outstanding shares amounts to 559,250. Each share has a quota value of SEK 1 and the share capital amounts to SEK 559,250. The Articles of Association stipulate that the share capital shall be a minimum of SEK 500,000 and a maximum of SEK 2,000,000. The number of shares shall be not less than 500 000 and not more than 2 000 000. The company's shares are not subject to organized trading.

Authorization to issue new shares

The Annual General Meeting of Catch Me resolved on 22 March 2024 to authorize the Board of Directors, during the period until the next Annual General Meeting in 2025, to resolve on the issue of a maximum number of shares that entitle to subscription of, or entail the issue of, a maximum number of shares that fit within the limits of the Articles of Association, with or without deviation from the shareholders' preferential rights.

Certain rights attached to the shares

The rights attached to shares issued by the Company, including those arising from the Articles of Association, may only be amended in accordance with the procedures set out in the Companies Act (2005:551). Each share entitles the holder to one vote at the general meeting of the Company. Each shareholder entitled to vote may vote at the General Meeting for the full number of shares owned and represented by him. There is only one class of shares and all shares carry equal rights to participate in the Company's assets and profits. In the event of liquidation of the Company, shareholders are entitled to a share of the surplus in proportion to the number of shares held by the shareholder. There are no restrictions on the transferability of shares. Shareholders normally have preferential rights to subscribe for new shares, warrants and convertibles in accordance with the Swedish Companies Act (2005:551), unless the General Meeting or the Board of Directors, with the support of the General Meeting's authorization, decides to deviate from the shareholders' preferential rights. The Articles of Association contain no provisions on redemption or conversion.

Tax-related issues

The tax laws of the investor's home country and of Sweden may have an impact on any income received from the shares offered under the Offer. Taxation of any dividends, as well as capital gains taxation and rules on capital losses on the disposal of securities, will depend on the specific situation of each shareholder. Specific tax rules apply to certain types of taxpayers and certain types of investments. Each holder of shares should therefore consult a tax advisor for information on the specific consequences that may arise in the individual case, including the applicability and effect of foreign tax rules and tax treaties.

Board of Directors and senior management

According to Catch Me's articles of association, the board of directors shall consist of not less than three and not more than seven ordinary board members with not more than three deputies. Currently, the Company's board of directors consists of three (3) ordinary board members, including the chairman of the board. The current Board of Directors is elected by the General Meeting of Shareholders for the period until the end of the 2025 Annual General Meeting.



Carolina Engström Lökken

Board member

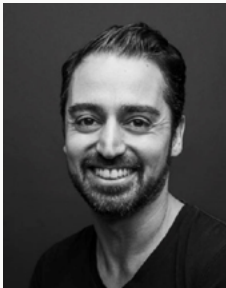
Carolina has a degree in Political Science from Stockholm University. She has previously worked as Secretary General of the Friends Foundation and as Business Area Manager at Alumni before taking on the role of CEO at Wes in November 2021. She combines her role as CEO with headhunting for company owners.



Patrik Anderbro

Chairman of the board

With over 25 years of experience as an auditor, Patrik has worked with owner-managed companies and listed companies in various industries. Patrik has held several leading roles at KPMG and was CEO during his last four years there. He also has a background as an elite bandy player.



Poyan Sandnell

Board member and CEO

Poyan has had a career in technology and business development, including at Ericsson, where he ended as Logistics Manager in Katrineholm. From 2016, he was CEO and co-founder of the Sandnell and Lundborg Group. In 2022, he made a successful exit from the company and then founded Catch Me.



Malin Engström

Communications officer

Malin is responsible for the company's communication and production. Malin has a background in administration.

Financial information

The information in this section should be read in conjunction with Catch Me's audited annual reports for the financial year 2023, including related notes and audit reports, and the Company's unaudited interim report for the period January - December 2024. The Company's historical financial information has been incorporated into the Memorandum by reference, see the section "Documents incorporated by reference". The Memorandum includes historical financial information of the Company for the extended financial year 2023, as well as the full year financial statements for the period January 1 - December 31, 2024. The Company's annual report for the financial year 2023 has been audited by the Company's auditor. The Company's full-year report for the period January 1 - December 31, 2024 has not been audited by the Company's auditor. No other information in the Memorandum has been audited unless expressly stated. All financial information has been prepared in accordance with the Swedish Annual Accounts Act (1995:1554) and the Swedish Accounting Standards Board's general advice BFNAR 2012:1 Annual Report and Consolidated Accounts (K3). The financial year for the annual report for 2023 extends from August 8, 2022 to December 31, 2023. The full-year financial statements for 2024 extend from January 1 to December 31, 2024. The parts of the financial information that have not been incorporated by reference are either not relevant for an investor or can be found elsewhere in the Memorandum.

Key figures

KSEK	2024-01-01 - 2024-12-31	2022-08-08 - 2023-12-31
Net turnover	1 463	0
EBITDA	-7 553	-6 076
EBIT	-8 724	-6 085
Operating profit after financial items	-8 840	-6 121
Balance sheet total	3 939	8 231

Capitalized work

In 2024, Catch Me has continued with the development of the platform. This development work is reflected in the form of capitalized work for own account. At the end of 2024-12-31, capitalized work amounted to approximately SEK 1,224 thousand. This has a positive impact on the reported operating profit by a corresponding amount.

Dividend policy

Catch Me is a growth company where generated profits are planned to be allocated to the development of the business. Against this background, the Company does not expect to pay any dividends in the next few years, but in the future, when the Company's earnings and financial position so permit, dividends may be relevant. Accordingly, the Company does not currently have a dividend policy and has not declared any dividends during the period covered by the historical financial information.

Significant changes in Catch Me's financial position after December 31, 2024

There have been no material changes to the Company's financial position after December 31, 2024 and up to the date of the Memorandum.

Ownership, legal information and additional information

Ownership structure and major shareholders

Each A share carries one (1) vote and each B share carries zero-point-one (0.1) vote at General Meetings. Each shareholder entitled to vote may vote for the full number of shares owned and represented at the General Meeting. Founder and CEO Poyan Sandnell, through his company Sandnell Holding AB, is a controlling shareholder with 79.20 percent of the votes in the Company.

The table below lists the five largest shareholders from the share register on December 31, 2024.

Administrative, judicial and arbitration proceedings

Catch Me has not been a party to any legal proceedings, arbitration proceedings or governmental proceedings (including pending matters or those that the Company is aware may arise) during the past twelve months that have had, or could have, a material effect on the Company's position or profitability. Nor has the Company been informed of any claims that may result in the Company becoming a party to such proceedings or arbitration.

Conflicts of interest in the board and management

There are no conflicts of interest between the duties of the members of the Board of Directors or senior management towards the Company and their private interests and/or other duties.

Significant agreements

Other than the agreements described below, the Company has not entered into any agreement of material significance during a period of one (1) year prior to the publication of this Memorandum.

Catch Me has entered into shareholders' agreements with certain shareholders. The shareholders' agreement is available upon request.

Incentive programs, warrants and convertibles

As of the date of this Memorandum, the Company has no decided incentive programs.

Transactions with related parties

There have been no related party transactions since the last financial period for which audited financial information has been published.

Largest shareholders (per December 31, 2024)

The five largest shareholders own only A-shares.

Name	Nr of A-shares	Ownership (%)	Votes (%)
Sandnell Holding AB	441 129	78,88	81,82
Wåghalsgården Consulting AB	13 058	2,33	2,42
Leveli Holding AB	8 333	1,49	1,55
Per Sturk Aktiebolag	7 824	1,40	1,45
AB Aeon	4 695	0,84	0,87

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