

## ISSUER AND SECURITY — KEY INFORMATION

This document contains key information about the issuer and the security. This key information document is not marketing material; rather, the issuer is required by law to provide the information.<sup>[1]</sup> You are advised to read the document so that, as an investor, you can make informed investment decisions and understand the risks associated with the investment.

### Key information

Issuer name	Koite Health Oy
Security offered	The Company offers for subscription tranches of a convertible bond (the “Bond”) (the “Tranches”). The Bond is a capital loan (pääomalaina) referred to in Chapter 12 of the Finnish Limited Liability Companies Act. The Bond is offered primarily to all shareholders of the Company. The minimum amount of a Tranche per lender is EUR 2,000. Secondly, the Board of Directors may offer the Bond, deviating from shareholders’ subscription rights, to external investors specifically approved by the Board, if the Company’s shareholders do not subscribe for the Bond in full.
Amount of funds to be raised	The maximum principal amount of the Bond is EUR 1,000,000 and the estimated interest accrued over 14 months is approximately EUR 93,300. Accordingly, the maximum amount of funds to be raised, including the Bond principal and the maximum amount of interest accrued over the full loan term to be converted, is approximately EUR 1,093,300.
Use of proceeds	Financing the Company’s working capital needs, developing and strengthening the capital structure, and financing investments and growth
Name of the multilateral trading facility (MTF)	The Company’s shares are not admitted to trading on any regulated market or multilateral trading facility.
Company advisors (names and addresses)	Vestra Advisors Oy, Aleksanterinkatu 15 B, 00100 Helsinki

### Risks

Key risks that, if they materialize, may materially affect the issuer’s operations, financial position, or the value of the security	<b>Risks related to the business and the industry</b> <ul style="list-style-type: none"><li>- More than 50,000 users have tested and used the Company’s product Lumoral® without significant medical adverse effects. Operational risks are low, but negative publicity in any market area may slow down or harm market growth.</li><li>- Demand for the Company’s products, and thus its business performance, is affected among other things by the general global market situation and any decrease in demand in the Company’s industry (manufacture of medical and dental instruments and supplies, as well as technological development). Downturns in other industries may also adversely affect the Company’s business. Accordingly, the Company’s business is exposed to risks beyond its control.</li><li>- The Company depends on its management, qualified personnel, and key individuals, and the loss of such persons may be detrimental to the business.</li><li>- Failure to recruit and retain qualified personnel may negatively affect the Company’s business performance.</li><li>- Non-compliance with laws, regulations, and general corporate responsibility requirements in the Company’s operations and products may result in sanctions and damage its reputation among customer groups.</li><li>- The Company has no pending lawsuits or other disputes, but as operations expand, legal risks may increase.</li></ul>
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- The Company's legal and regulatory environment may change, which may affect and potentially hinder its ability to conduct business and may cause the Company significant costs.

**Financial and financing-related risks**

- The Company made a loss in 2024 and 2025 and needs capital to increase sales volumes and to complete ongoing medical studies. Financial risks therefore mainly relate to the availability of growth financing.
- The Company has some debt, but most of it is owed to Business Finland. These loans have low interest rates and flexible repayment terms.
- Uncertainty in the Company's core markets, as well as the global economic and financial market situation, may adversely affect its business and results.
- The Company may not be able to implement its expansion strategy or fully or timely capitalize on new business opportunities.
- The Company is a growth company, and investing in it involves risks that may result in an investor losing the investment in whole or in part.
- There is always a risk that the Company becomes bankrupt or enters other insolvency proceedings, or that other events relating to the Company occur that may lead to a total loss of the investment. Such risks may result from several factors, such as (but not limited to) changes in macroeconomic conditions, mismanagement of the Company, lack of experience of personnel and/or management, fraud, unsuitable financing relative to business needs, or insufficient cash flow.

**Risks related to the Bond and the Company's shares**

- Several risk factors and circumstances may lead to a decline in the market price of the Company's shares, which may cause a partial or total loss of the invested capital.
- The Bond and the interest accrued on a Tranche will not be repaid in cash; instead, under the bond terms they will be used to pay the subscription price for the Company's shares.
- The share subscription price for the Tranche is not known in advance; it will be determined based on the Company's future valuation, and the resulting value may be higher or lower than the Company's estimated market value at the time of subscribing for the Bond.
- You may lose all or part of the invested capital.
- You may not be able to sell a Tranche or the Company's shares at the time you wish—or at all—among other things because the Company's share is not publicly traded and acquiring the share requires joining the shareholders' agreement relating to the Company.
- Subscribing for shares requires that the lender has joined the shareholders' agreement relating to the Company, which includes an obligation to sell shares in certain situations.
- The investment may generate no return.
- The Company's financial forecasts involve risks, as forward-looking assessments, targets, and other statements always involve uncertainty; they are forecasts, not guarantees of future development.
- The Company may in the future issue new shares or convertible bonds or enter into agreements that may dilute existing shareholders' ownership interest.
- As a growth company, the Company does not, as a matter of principle, distribute dividends.
- The Company may also be subject to unforeseen risks that are not listed above.

Name, trade name, domicile, and address and contact details of the principal place of business	Koite Health Oy Domicile: Espoo Principal place of business: Kutojantie 2 C, 02630 Espoo										
Registration date, country of registration, and financial year	Registration date: 1 Aug 2018; Trade Register, Finland. Financial year: 1 Jan–31 Dec Business ID (Y-tunnus): 2918895-9 Contact details of the place of business: Karaportti 5, 02610 Espoo										
Legal form and applicable law	Limited liability company (osakeyhtiö); Finnish Limited Liability Companies Act										
Board of Directors, CEO and other management (names, business addresses and duties, and principal responsibilities outside the issuer), and the aggregate holdings of shares in the issuer by their controlled entities	<p><b>Board of Directors and CEO</b></p> <p><u>Name and position</u> Seppo Mäkinen, Chairman of the Board Main responsibilities outside the Company: Professional board member, serial entrepreneur and VC investor. Board member of Optomed Oyj, Klinik Healthcare Solutions Oy, Ginolis Oy, Axitare Oy, Taikon Advisors Oy. Advisor to several companies.</p> <p>Tommi Pätilä, Board member Main responsibilities outside the Company: Physician, serial entrepreneur, professional board member. Research Director, Aalto University.</p> <p>Roger Norwich, Board member Main responsibilities outside the Company: Professional board member, serial entrepreneur, Doctor of Medicine.</p> <p>Peter Rådqvist, Chief Executive Officer Business address: Karaportti 5, 02610 Espoo</p> <p><b>Holdings of shares and voting rights of the Board members and the CEO in the Company</b></p> <table> <thead> <tr> <th><u>Name and position</u></th> <th><u>Number and percentage of shares</u></th> </tr> </thead> <tbody> <tr> <td>Seppo Mäkinen, Chairman of the Board</td> <td>No shares</td> </tr> <tr> <td>Tommi Pätilä, Board member</td> <td>103,062 shares, 18.55%</td> </tr> <tr> <td>Roger Norwich, Board member</td> <td>3,656 shares, 0.69%</td> </tr> <tr> <td>Peter Rådqvist, CEO</td> <td>No shares</td> </tr> </tbody> </table> <p><b>Options and other special rights of the Board members and the CEO</b> Seppo Mäkinen and Roger Norwich have received options for board work pursuant to a resolution of the general meeting. CEO Peter Rådqvist has an option-based retention/incentive program.</p>	<u>Name and position</u>	<u>Number and percentage of shares</u>	Seppo Mäkinen, Chairman of the Board	No shares	Tommi Pätilä, Board member	103,062 shares, 18.55%	Roger Norwich, Board member	3,656 shares, 0.69%	Peter Rådqvist, CEO	No shares
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Auditor	The Company's auditor for the financial year ended 31 Dec 2025 was Riku Kärnä (authorized auditor). Address: Kasinokuja 1 A, 04400 Järvenpää										
Group structure	The Company is not part of a group.										
Business line under the Articles of Association	The Company's line of business is to develop, manufacture, market, sell and license medical products and devices, as well as to engage in other activities related to its line of business. For its operations, the Company may own and manage real estate and shares. Articles of Association, Section 3.										
Places where the documents referred to in this key information document can be accessed	This key information document and the documents referred to herein are available on the Company's website at <a href="http://www.koitehealth.com">www.koitehealth.com</a> Copies of the following documents are available from the Company upon request during the validity of this key information document, by email at <a href="mailto:IR@koitehealth.com">IR@koitehealth.com</a> :										

	<ul style="list-style-type: none"> <li>- This key information document</li> <li>- Terms and conditions of the convertible bond</li> <li>- The Company's Trade Register extract and Articles of Association</li> <li>- The Company's audited financial statements for the financial year ended 31 Dec 2024 and preliminary unaudited financial statements for the financial year ended 31 Dec 2025.</li> </ul>
Significant recent events	<p>Koite Health's most significant development over the past 12 months has been a successful strategic pivot from consumer-driven oral hygiene to a clinical B2B model, where the Lumoral product family forms the core of scalable recurring revenue. Published medical evidence for the Lumoral product family, together with clear commercial appeal—especially in implants, dental service organizations/chains, and strategic partnership discussions—creates excellent growth prospects. In addition, the Oncolum product under development opens a higher-value growth path into oncology.</p>
Description of business operations	<p>Koite Health is a Finnish MedTech company founded in 2018, transforming the oral health and oncology supportive care markets with light-activated treatment solutions. The Company's business is based on two commercial platforms: the Lumoral product family, which focuses in particular on the treatment and prevention of periodontitis, implant care, orthodontic treatments and other high-engagement dental patient groups; and Oncolum, which opens a higher-value growth path for treating oral mucositis caused by cancer treatments. Koite has shifted from consumer-driven oral hygiene to a clinical B2B model, where recurring revenue is generated through a scalable razor-and-blades model combining Lumoral devices and related consumables. Growth is supported by strengthening scientific evidence, a broad patent and regulatory position, and clear commercial traction especially in implants, the DSO segment, and strategic partnership discussions.</p>
Additional information on the use of proceeds	<p>The funds will strengthen the Company's cash position and negotiating leverage during the financing round.</p>
Description of the financial position for the most recently ended financial year	<p>Below are certain financial statement figures of the Company for the financial year ended 31 Dec 2025 (unaudited). The financial information below has been prepared in accordance with Finnish accounting practices.</p> <p>The Company's financial information  The Company's revenue for the period 1 Jan–31 Dec 2025 was EUR 1,821,163.51 (2024: EUR 2,170,015.41).  The Company's loss for the period 1 Jan–31 Dec 2025 was EUR -2,077,208.88 (2024: EUR -1,887,882.06).</p> <p>Non-current assets on the balance sheet were approximately EUR 3.141 million (FY2024: EUR 2.962 million), consisting mainly of intangible assets (product development and patent costs) of EUR 3.113 million (FY2024: EUR 2.926 million).</p> <p>Current assets were approximately EUR 1.8 million (FY2024: EUR 1.6 million), including inventories of EUR 716 thousand (FY2024: EUR 766 thousand) and cash and cash equivalents of EUR 576 thousand (FY2024: EUR 656 thousand).</p> <p>The Company's equity was approximately EUR 763 thousand (FY2024: EUR 1,888 thousand).  Non-current liabilities at the balance sheet date were approximately EUR 2.9 million (FY2024: EUR 2.0 million) and current liabilities approximately EUR 1.3 million (FY2024: EUR 1.0 million).</p> <p>The Company needs capital to increase sales volumes and build a reseller network, and to complete ongoing medical studies. As the Company grows, its working capital needs will increase in order to maintain delivery reliability.</p> <p>If the financing round is completed in full, the Company's financial position will be secured</p>

	through the end of 2026.
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### Information about the investment and the offering

Key rights, obligations and restrictions related to the investment, and its features	<p>Interest of 8% per annum is accrued on the Bond principal from the date a Tranche is drawn down. The principal and interest are not paid to the lender in cash; instead, the principal and accrued interest are used to subscribe for shares in the Company by offsetting the share subscription price. A Tranche is converted into the Company's shares (conversion) in the following cases:</p> <ul style="list-style-type: none"> <li>(i) the Company's share capital or business is sold (an "Exit");</li> <li>(ii) a directed paid share issue arranged by the Company of at least EUR 200,000 is completed (an "Approved Share Issue"); and</li> <li>(iii) on the loan maturity date, 30 June 2027.</li> </ul> <p>As of the date of this key information document, the Company's share capital is EUR 2,500. The Company has issued 555,602 shares.</p> <p>If the Bond is oversubscribed and the aggregate amount of all loans exceeds EUR 1,000,000, the Company's Board of Directors has the right to reduce lenders' subscribed Tranches so that loan amounts are adjusted to correspond to the lenders' ownership interest in the Company (pro rata). In such a situation, an individual lender's loan amount may be less than EUR 2,000.</p> <p>The transfer of a Tranche and shares to a third party is subject to the share transfer provisions of the shareholders' agreement. Under the terms of the shareholders' agreement, in an Exit a shareholder is bound by a drag-along obligation.</p>
Total amount of the investments offered, and information on resolutions and authorizations	<p>In total, a Bond of up to EUR 1,000,000. The amount of one Tranche is at least EUR 2,000. The convertible bond and the shares to be subscribed for under it at a later stage are offered on the basis of an authorization granted by Koite Health Oy's annual general meeting on 30 May 2025. Under the authorization, the Board of Directors may issue up to 110,000 new shares in connection with the conversion of the Bond. The Company's Board of Directors will resolve on the issuance of shares when the Tranches and accrued interest are converted into shares.</p>
Subscription price and the basis for determining it	<p>Upon share conversion, the Company's Board of Directors will determine the subscription price of one (1) new share in the Company on the following bases:</p> <ul style="list-style-type: none"> <li>(i) the Company's share sale price determined on the basis of an Exit during the loan term, on the basis of which the subscription price of one (1) share is determined, reduced by a 30% conversion discount;</li> <li>(ii) the subscription price determined on the basis of an Approved Share Issue carried out during the loan term, reduced by a 20% conversion discount; or</li> <li>(iii) on the maturity date, the per-share subscription price is calculated by multiplying the Company's revenue presented in the audited financial statements for the financial year 2026 by five (5), and dividing the amount by the total number of all shares issued by the borrower on the conversion date.</li> </ul>
Costs charged to the investor	<p>No other costs are charged for subscribing for Tranches or for converting Tranches into share subscriptions.</p>
Subscription and payment terms	<p>The subscription period for the convertible bond begins on 20 Apr 2026 and ends on 4 May 2026 at 18:00. The Board of Directors may also decide to extend the subscription period.</p> <p>A Tranche is subscribed for by using the adherence agreement (Adherence Agreement) attached to the Convertible Bond Agreement delivered to shareholders. The adherence agreement shall be delivered to the Company in accordance with the Company's instructions before the end of the subscription period. The subscription is binding when the Company and the lender have signed the adherence agreement.</p> <p>The subscription payment for Tranches must be paid by 4 May 2026 to the Company's bank account FI35 1544 3000 1774 72 (BIC: xxx).</p>

Acceptance of subscriptions and delivery of the investments to investors	<p>The Bond is offered primarily to the Company's existing shareholders. Secondly, the Company's Board of Directors may offer the Bond, deviating from shareholders' subscription rights, to external investors specifically approved by the Board, if the Company's shareholders do not subscribe for the Bond in full.</p> <p>The Company has the right to cancel the Bond if the total amount of loans subscribed for under the Bond during the subscription period is less than EUR 100,000. The Company must promptly notify the lenders of such cancellation and repay all loan amounts already transferred to the Company.</p> <p>The Company must notify each lender of the conversion of the Tranche and accrued interest into shares as part of an Approved Share Issue or an Exit no later than five (5) banking days before such conversion.</p> <p>Shares subscribed for in the share issue and paid for through the conversion of Tranches will be entered in the Company's shareholder register after the shares have been registered with the Trade Register. A condition for conversion is that the lender has joined the shareholders' agreement relating to the Company.</p>
Other special terms of the offer	<p>The Company's Board of Directors will also decide on all other matters relating to the convertible bond and the share issue, and on the practical measures arising from them. The Bond is governed by Finnish law. Any disputes relating to the convertible bond and the share issue will be finally settled in arbitration by a sole arbitrator under the Arbitration Rules of the Arbitration Institute of the Finland Chamber of Commerce. The seat of arbitration is Helsinki.</p>
Information on the handling of client funds	<p>Payments for Tranche subscriptions are made to the Company's bank account. A Tranche may be drawn down when the Company and the lender have signed the adherence agreement for the Bond and the loan amount has been paid to that account.</p>
Possible withholding tax on the security and whether the issuer will withhold such tax	<p>The Company is obliged to withhold tax at source in connection with dividend payments when the Company pays dividends to an investor who is a non-resident taxpayer in Finland. Currently, in Finland the withholding tax rate is 20% when the recipient is a non-resident corporate entity and 30% for all other non-resident recipients, unless otherwise provided in an applicable tax treaty. No withholding tax is levied on dividends paid by the Company to a company located in an EU Member State referred to in Article 3 of the Parent–Subsidiary Directive (2011/96/EU) that directly owns at least 10% of the Company's share capital.</p> <p>No withholding tax is levied on dividends paid by the Company to a non-resident corporate entity in Finland if (i) the dividend recipient is domiciled in the European Economic Area; (ii) exchange of information on tax matters has been arranged between Finland and the recipient's country of residence; (iii) the recipient corresponds to a Finnish corporate entity under Finnish tax law; (iv) the dividend would be fully tax-exempt if paid to a corresponding Finnish corporate entity; and (v) the recipient demonstrates that the withholding tax paid cannot in practice be fully credited in the recipient's country of residence. Without prejudice to the above, the applicable withholding tax rate is currently, subject to certain conditions, 15% on dividends paid to a non-resident corporate entity if the Company's shares form part of the recipient's investment assets. Depending on the applicable tax treaty, the withholding tax rate may also be lower than 15%.</p> <p>The Company will withhold tax at source in accordance with applicable legislation.</p>
Information on any guarantor and collateral	<p>The Bond is unsecured.</p>

<p>Other information to be provided</p>	<p>These key information items about the recipient of the financing and the investment are up to date.</p> <p>This key information document was prepared on 20 Apr 2026.</p> <p>This key information document was published on 20 Apr 2026 and is valid during the Bond's subscription period.</p> <p>More information about the Company is available on the Company's website at <a href="http://www.koitehealth.com">www.koitehealth.com</a> or from Peter Rådqvist, <a href="mailto:peter.radqvist@koitehealth.com">peter.radqvist@koitehealth.com</a></p>
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