NOT FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA CANADA OR JAPAN OR IN OR INTO ANY OTHER JURISDICTION WHERE SUCH PUBLICATION OR DISTRIBUTION WOULD BE UNLAWFUL. FURTHER RESTRICTIONS APPLY.



Publication of inside information pursuant to Article 17 MAR

Announcement of capital increase

28 October 2021/18:42 Berlin, Germany

Enapter AG ("Enapter") announces that its managing and supervisory boards have approved a capital increase featuring the issue of new shares (the "New Shares") subject to subscription rights ("the Offering") with a placement volume of minimum €30 million. BluGreen Company Limited, Enapter's major shareholder with approximately 78% of the pre-deal capital, has undertaken to refrain from exercising its subscription rights. The offer price will be between EUR 23 (minimum) and EUR 25 (maximum) per New Share.

Use of Proceeds

Net proceeds from the Offering will be used primarily to finance:

- development of the Enapter Campus, including both a production plant to scale to mass production and extensive R&D facilities, in Saerbeck, Germany;
- further expansion of the R&D production capacity of Enapter's existing facility in Pisa, Italy;
- working capital requirements.

The Offering

Enapter will offer the New Shares in a pre-placement by way of an accelerated bookbuilding process to qualified institutional investors outside the United States pursuant to Regulation S of the US Securities Act of 1933, as amended (the "Securities Act") and to qualified institutional buyers in the United States in reliance on Section 4(a)(2) of the Securities Act or another applicable exemption from the registration requirements under the Securities Act. The pre-placement transaction will tentatively be settled on 4 November 2021. The rights offering is expected to start in November/December and is subject to approval and publication of the required securities prospectus. For the pre-placement, Bryan, Garnier & Co. is acting as Sole Global Coordinator and Joint Bookrunner with Pareto Securities AS and

Clarksons Platou Securities AS as Joint Bookrunners. First Berlin Securities Brokerage GmbH is acting as Placement Agent.

End of public disclosure pursuant to MAR Article 17

Explanatory part

About Enapter AG:

Enapter is an award-winning energy technology company producing highly efficient hydrogen generators to replace fossil fuels. Its patented and proven Anion Exchange Membrane (AEM) technology allows for the mass production of low-cost, plug-&-play electrolysers for green hydrogen at any scale. The modular systems are used in 40 countries in sectors like energy, mobility, industry, heating and telecommunications. Enapter has offices in Italy, Germany, Thailand and Russia.

Company Contacts

Enapter AG · Reinhardstr. 35 · 10117 Berlin

info@enapterag.de https://enapterag.de/en/

IMPORTANT INFORMATION

This communication constitutes neither an offer to sell nor a solicitation to buy securities. Any public offering (in Germany) will be made solely by means of, and on the basis of, a securities prospectus which is to be published. An investment decision regarding the publicly offered securities of ENAPTER AG should only be made on the basis of the securities prospectus. The securities prospectus will be published promptly upon approval by the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht* – "BaFin"), and will be available at no charge on https://enapterag.de/investor-relations/.

There will be no public offering of securities of ENAPTER AG in the United States of America. The securities of ENAPTER AG referred to herein have not been and will not be registered under the Securities Act and may not be offered or sold in the United States absent registration under the Securities Act, or in a transaction exempt from, or not subject to, the registration requirements under the Securities Act. Neither ENAPTER AG nor any other party to the transaction described herein intends to register the securities described herein under the Securities Act or with any securities regulatory authority of any state or other jurisdiction in the United States of America in connection with this announcement.

In the United Kingdom, such information may be distributed only and is directed only at (i) professional investors within the meaning of Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order"), or (ii) high net worth companies falling within Article 49(2)(a) to (d) of the Order (all such persons

together being referred to herein as "Relevant Persons"). The securities are available only to Relevant Persons and any invitation, offer or agreement to subscribe for, 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 its contents.

This communication is not, and does not purport to be, a document containing disclosure to investors for the purposes of Part 6D.2 or 7.9 of the Australian Corporations Act 2001 (Cth) (the "Corporations Act"). In respect of offers or invitations received in Australia, securities may only be issued or sold if the consideration payable by the relevant purchaser is a minimum of A\$500,000 or its foreign currency equivalent (disregarding amounts, if any, lent by the Issuer or other person offering securities or its associates (within the meaning of those expressions in Part 6D.2 of the Corporations Act)) unless the issue or sale is otherwise in circumstances such that by virtue of the Corporations Act no disclosure is required to be made under Part 6D.2 or Part 7.9 of the Corporations Act.

In Member States of the European Economic Area ("EEA"), this announcement is directed only at persons who are "qualified investors" within the meaning of Article 2(e) of Regulation (EU) 2017/1129.