

## Completion of the capital increase with shareholders' preferential subscription rights for a gross amount of approximately €1 million

**PARIS (France), March 31, 2025** – 7:00 am (CEST) - SpineGuard (FR0011464452 - ALSGD), an innovative company that deploys its DSG® (Dynamic Surgical Guidance) local conductivity sensing technology to secure and streamline the placement of bone implants (the "**Company**"), announces the completion of its capital increase through issuance of New Shares with shareholders' Preferential Subscription Rights (the "**PSR**"), which took place from March 18 to March 26, 2025 (the "**Capital Increase**"), raising a total amount of approximately € 1 million.

**Pierre Jérôme and Stéphane Bette, Co-Founders of the Company respectively Chairman & CEO and Deputy CEO**, state: *"We would like to warmly thank all our shareholders, longstanding and new, for their commitment to SpineGuard. This fundraising will enable us to support the commercial rollout of our recently approved devices - PsiFGuard for sacroiliac fusion in the U.S. and Threaded PediGuard for anterior scoliosis surgery in Europe - and finance the completion of the registration process of the Curved and XS PediGuard devices in China. We remain fully mobilized to reach operational breakeven by the end of 2026 and are actively working on executing our roadmap with our American partner Omnia Medical to strengthen our presence in the U.S. and enhance the integration of our smart instruments with their implant range. We are also continuing to advance on the integration of our DSG technology into surgical robotics and power tools to further secure implant placement and bone resection."*

### Result of the Capital Increase

Following the subscription period, the total demand was for 1,876,514 new shares (the "**New Shares**") allocated as follows:

- 1,710,760 New Shares on an irreducible basis;
- 82,010 New shares on a reducible basis; and
- 83,744 New shares on a free basis.

All irreducible, reducible and unrestricted subscriptions were taken up.

Given that irreducible, reducible and unrestricted subscriptions represented less than 75% of the initial gross amount of the Capital Increase, the guarantee commitments entered into by six investors, who had undertaken to subscribe for any New Shares that had not been subscribed by the end of the subscription period, up to a maximum amount of €950.000 within the limit of 75% of the gross initial amount of the Capital Increase, have only been partially exercised, up to a maximum of 4,451,753 New Shares representing an amount of €667,762.95.

As part of the capital increase, 468,608 New Shares were subscribed by offsetting receivables corresponding to an amount of €70,291.20 and 5.859.659 New Shares were subscribed in cash corresponding to an amount of €878,948.85.

## Reminder of the use of proceeds for the Capital Increase

The gross amount of the Capital Increase sets at approximately €1 million, i.e. total net amount of approximately €0.7 million and corresponding to the creation of 6,328,267 New Shares subscribed at a share price of €0.15.

The net proceeds of this Capital Increase will enable the Company to extend its cash flow horizon to October 2025, strengthen its financial structure and secure its financing, with the following main objectives:

- support the commercial deployment of SpineGuard's newly approved products, the PsiGuard for sacroiliac fusion in the United States and the Threaded PediGuard for anterior scoliosis surgery in Europe, and
- finance the completion of the registration process of the Curved and XS PediGuard devices in China.

The Company's share capital following the Capital Increase will amount to €3,111,397.85 and will be divided into 62,227,957 shares with a par value of €0.05 each.

## Settlement-delivery

Settlement-delivery and admission to trading on Euronext Growth Paris are scheduled for April 2, 2025. New Shares will carry dividend rights, will be directly assimilated to existing SpineGuard shares and will be traded on the same trading line as the latter (ISIN: FR0011464452 – Ticker: ALSGD).

## Impact of the Capital Increase on the shareholder structure

Following the Capital Increase, the breakdown of share capital and voting rights is as follows:

| Shareholders                | Before completion of the Capital Increase |                                | After completion of the Capital Increase |                                |
|-----------------------------|---|--------------------------------|--|--------------------------------|
|                             | Number of shares                          | % of capital and voting rights | Number of shares                         | % of capital and voting rights |
| Pierre Jérôme               | 826,990                                   | 1.48%                          | 826,990                                  | 1.33%                          |
| Stéphane Bette              | 686,630                                   | 1.23%                          | 686,630                                  | 1.10%                          |
| Employees and Board members | 827,940                                   | 1.48%                          | 827,940                                  | 1.33%                          |
| Treasury stock              | 56,865                                    | 0.10%                          | 56,865                                   | 0.09%                          |
| Public                      | 53,501,265                                | 95.71%                         | 59,829,532                               | 96.15%                         |
| <b>TOTAL</b>                | <b>55,899,690</b>                         | <b>100.00%</b>                 | <b>62,227,957</b>                        | <b>100.00%</b>                 |

## Impact of the Capital Increase on the shareholder's situation

The impact of the issue of New Shares on the stake of a shareholder holding 1% of the Company's share capital prior to the Capital Increase and who has not subscribed to it is as follows:

|   | Shareholder participation (in %) |                              |
|---|----------------------------------|------------------------------|
|   | Non-diluted basis                | Diluted basis <sup>(1)</sup> |
| Before issue of New Shares from the Capital Increase          | 1.00%                            | 0.95%                        |
| After issue of 6,328,267 New Shares from the Capital Increase | 0.90%                            | 0.86%                        |

- (1) taking into account warrants, stock options and free shares allotted by the Company as of the date of this press release

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## Impact of the Capital Increase on shareholders' equity

The impact of the issue of New Shares on the Company's share of shareholders' equity per share (calculated on the basis of consolidated shareholders' equity at December 31, 2023) is as follows:

|   | Share in equity (in €) |                              |
|---|------------------------|------------------------------|
|   | Non-diluted basis      | Diluted basis <sup>(1)</sup> |
| Before issue of New Shares from the Capital Increase          | €0.108                 | €0.122                       |
| After issue of 6,328,267 New Shares from the Capital Increase | €0.108                 | €0.121                       |

(1) taking into account warrants, stock options and free shares allotted by the Company as of the date of this press release

## Abstention commitments

No undertakings to abstain from trading or to retain shares have been given in connection with the Capital Increase.

## Prospectus

In accordance with the provisions of Article L.411-2-1 1° of the French Monetary and Financial Code and Article 211-2 of the General Regulations of the *Autorité des Marchés Financiers* (the "AMF"), the Capital Increase does not give rise to a notice ("prospectus") subject to approval by the AMF insofar as the total amount of the offering calculated over a twelve-month period does not exceed €8 million.

## Risk factors

The risk factors relating to the Company and its business are detailed in its 2024 half-year financial report<sup>1</sup> and its 2024 annual financial report<sup>2</sup>, both of which are available free of charge on the Company's website.

The occurrence of any or all of these risks could have a material adverse effect on the Company's business, financial condition, results of operations, development or prospects. The risk factors presented in the aforementioned document remain unchanged as of the date of this press release.

## Financial intermediary



**Global Coordinator**

## Next financial publication:

Publication of **2024 annual results**: 15 April 2025 after close of trading

## About SpineGuard®

Founded in 2009 in France and the USA by Pierre Jérôme and Stéphane Bette, SpineGuard is an innovative company deploying its proprietary radiation-free real time sensing technology DSG® (Dynamic Surgical Guidance) to secure and streamline the placement

<sup>1</sup> [2024 Half-Year Financial Report](#)

<sup>2</sup> [2023 Financial Report](#)

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of implants in the skeleton. SpineGuard designs, develops and markets medical devices embedding its technology. Over 100,000 surgical procedures have been secured worldwide thanks to DSG® and 34 studies published in peer-reviewed scientific journals have demonstrated the multiple benefits DSG® offers to patients, surgeons, surgical staff and hospitals. Building on these strong fundamentals and several strategic partnerships, SpineGuard is expanding the scope of its DSG® technology to the treatment of scoliosis via anterior approach, sacroiliac joint fusion, dental implantology and innovations such as the « smart » pedicle screw and power drill or surgical robotics. DSG® was co-invented by Maurice Bourlion, Ph.D., Ciaran Bolger, M.D., Ph.D., and Alain Vanquaethem, Biomedical Engineer. SpineGuard has engaged in multiple ESG initiatives.

For further information, visit [www.spineguard.com](http://www.spineguard.com)

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