

## **Synektik shareholders have unanimously approved the division of the company and spinoff of the cardiotracer project to Syn2bio**

**The extraordinary general meeting of Synektik has unanimously approved the division of the listed company, as a result of which the business connected with research on the cardiotracer and future commercialization of this innovative radiopharmaceutical for diagnosis of heart disease will be transferred to Syn2bio, a company which will also be listed on the Warsaw Stock Exchange.**

“The decisions by the shareholders of Synektik and of Syn2bio, adopted at the general meeting of each company and approving the division, mean that we are now on the final stretch of the process of spinning off the cardiotracer project to a separate company,” explained **Cezary Kozanecki, founder and CEO of Synektik and CEO of Syn2bio**. “We are pleased that the concept of the division has gained the broad support of shareholders participating in the extraordinary general meeting of Synektik—the resolution was adopted unanimously. We still have ahead of us the formal registration of the division by the court. If that occurs in line with the anticipated timetable, Syn2bio will debut on the Warsaw Stock Exchange on or about 16 April 2026.”

### **Mutual benefits from the division**

The main business of Syn2bio will continue to be development and commercialization of the cardiotracer project, and in the future also seeking innovative new pharmaceutical compounds.

The cardiotracer SYN2 is an innovative radiopharmaceutical for testing of myocardial perfusion and diagnosis of coronary artery disease, with global sales potential. As a result of the division, Syn2bio will acquire from Synektik the exclusive rights to produce and sell this tracer throughout the world. It is also subject to patent protection on key markets, including Europe and Japan, and is in the process of obtaining patent protection in the United States. Synektik has successfully completed phase one and phase two of clinical trials, and is now at an advanced stage of the final, phase three trials. Positive completion of this phase will enable commencement of the registration process in Europe and the US, necessary for the market launch of the cardiotracer on those markets.

The main source of future revenues of Syn2bio will be partnering agreements, for example licences for production of the cardiotracer granted to third parties, in Western Europe and the US among other places, or in-house production of the radiopharmaceutical by Syn2bio. In the company’s view, the biggest potential connected with future commercialization of the cardiotracer lies in the United States, where some 7 million myocardial perfusion tests are performed each year. The market with the second-largest potential is Europe.

Synektik will furnish Syn2bio with the appropriate resources to continue the research over the first 12–14 months following the division. The total amount of financing secured by Synektik is PLN 50 million (counting from the date of the valuation of the companies for purposes of the division, i.e. from 30 June 2025). Syn2bio will also be able to seek funding from grants, subsidies and R&D financing schemes earmarked for SMEs, which are not currently accessible to Synektik as a large enterprise.

Alongside additional external financing, it will also be easier for Syn2bio, focused on development of the cardiotracer project and the search for new pharmaceutical compounds, to attract investors, including industry investors, who are interested in this business profile, accepting a different level of risk and expecting a higher potential rate of return in the future.

The other business currently conducted by Synektik will remain within the existing company. It will thus continue to handle such matters as distribution and servicing of innovative medical equipment (including the da Vinci robotic systems, as their exclusive distributor for Poland, Czechia, Slovakia, Lithuania, Latvia and Estonia, and from this year also Ukraine), development of its own IT solutions, production and sale of radiopharmaceuticals, as well as R&D in the search for generics of existing radiopharmaceutical products which do not require long-term clinical trials.

Synektik today is a mature, highly profitable company with the potential for further steady growth in sales and income. After finalizing the division, the results achieved by Synektik will no longer reflect the costs of research on the cardiotracer (which have run about PLN 20–30 million per year in recent years), which will translate into higher profitability, thus increasing the potential for distribution of dividends.

#### **Issue of Syn2bio demerger shares for Synektik shareholders**

On 12 March 2026, the Polish Financial Supervision Authority (KNF) approved the Syn2bio prospectus. It was prepared in connection with the issue of demerger shares, which will be allocated to Synektik shareholders via a public offering. The allocation will be made at a 1:1 ratio. This means that for each Synektik share held on the record date, the investor will receive one share of Syn2bio. This will happen “automatically,” without the need for shareholders to take any additional action. A total of 8,529,129 Syn2bio shares will be issued (the capital of Synektik is currently divided into the same number of shares).

It is the company’s intention for the record date to be set at 7 April 2026. Under this scenario, the stock-market trading session on 1 April (i.e. two trading days before the record date) will be the last session when it is possible to acquire Synektik shares entitling the holder to participate in the division. This also means that the reference share price for the following session (2 April) will be reduced by the value of the business spun off to Syn2bio, or about 7.73% (this proportion results from the valuation previously prepared for the purposes of the division plan, i.e. as of 30 June 2025). This value will also constitute the reference price for the first session of listing of Syn2bio shares on the WSE. According to the adopted timetable, the stock-market debut of Syn2bio is expected to occur on or about 16 April 2026.

#### **Anticipated timetable for the Synektik division and public offering of Syn2bio shares – next steps**

24 March 2026	Adoption by the Warsaw Stock Exchange of a conditional resolution on admission of Syn2bio S.A. shares into trading on the regulated market (under the condition that the division becomes effective)
30 March 2026	Entry in the commercial register of the National Court Register of the increase in the share capital of Syn2bio in connection with the division of Synektik S.A. (Spinoff Date)
1 April 2026	Date of the last trading session when it is possible to acquire Synektik S.A. shares entitling the holder to take up Syn2bio S.A. shares

7 April 2026	Record Date
10 April 2026	Adoption by the WSE of a resolution on introduction of Syn2bio S.A. shares into trading on the regulated market
16 April 2026	First day of listing of Syn2bio S.A. shares on the regulated market of the WSE

\*\*\*

### About the Synektik Group

The Synektik Group is a leading producer of advanced radiopharmaceuticals and IT solutions (including the [Zbadani.pl](#) medical platform and [SynDose](#) dose-monitoring app), a provider of specialist service and measurement support, and a distributor of innovative medical devices used in diagnostics and therapy across radiology, oncology, cardiology and neurology.

In medical-device distribution, the company works with a broad line-up of global manufacturers of diagnostic and therapeutic products and, on the strength of this portfolio and its expertise, delivers, among other things, hybrid operating theatres on a turnkey basis.

Synektik is the exclusive distributor in Poland, Czechia, Slovakia, Lithuania, Latvia, Estonia and Ukraine of da Vinci robotic systems for minimally invasive surgery, the exclusive distributor on these markets (except for Ukraine) of Symani robots for micro- and supermicrosurgery and Edison systems for non-invasive removal of soft-tissue tumours, and the exclusive distributor in Poland, Czechia and Slovakia of non-invasive neurosurgery systems using ultrasound (the MRgFUS technology for treatment of essential tremor and Parkinson's disease-related tremor).

Synektik operates three radiopharmaceutical production facilities in Poland, one of which also serves as an R&D centre for developing innovative new products with applications in oncology, cardiology and neurology. The group is also developing its own clinical research centre. The company's flagship development project is a radiotracer— an innovative radiopharmaceutical with global potential in coronary artery disease diagnostics, currently in clinical trials. The company is also the leading supplier in Poland of specialized radiopharmaceuticals used, among other things, in diagnosing hepatocellular carcinoma and prostate cancer and its bone metastases.

In the most recent financial year (1 October 2024 – 30 September 2025), the Synektik Group generated sales revenue of nearly PLN 682 million (+9% y/y), achieved adjusted EBITDA of almost PLN 178 million (+24% y/y), and earned a net profit of close to PLN 103 million (+25% y/y).

For more information visit [www.synektik.pl](http://www.synektik.pl)

\*\*\*

### Contact:

#### NBS Communications

e-mail: [synektik@nbs.com.pl](mailto:synektik@nbs.com.pl)

Piotr Wojtaszek | +48 500 202 355

Krzysztof Woch | + 48 516 173 691

Maciej Szczepaniak | +48 514 985 845

#### MakMedia Group

Błażej Dowgielski | +48 692 823 744

e-mail: [b.dowgielski@makmedia.pl](mailto:b.dowgielski@makmedia.pl)

**Legal disclaimer**

*This material and the information contained herein are for informational purposes only and should not constitute a basis for making decision to purchase or subscribe for shares in Syn2bio S.A. with its registered office in Warsaw ("Company").*

*The only legally binding documents containing information about the Company, the Company's securities, the public offering and the admission and introduction of the Company's shares to trading on the regulated market operated by Warsaw Stock Exchange S.A. ("GPW") is Company's prospectus prepared in accordance with the European Parliament and of the Council Regulation (EU) 2017/1129 of 14 June 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 (Office Journal of the European Union of 2017, No 168, pp. 12, as amended) ("Prospectus Regulation"), approved by Financial Supervision Authority ("KNF") on 12 March 2026 ("Prospectus") together with any supplements and updates.*

*For the purposes of the offer and the admission and introduction of the Company's securities to trading on the regulated market operated by the GPW, the Prospectus has been published and made available on the Company's website ([www.syn2bio.pl](http://www.syn2bio.pl)) and, additionally, for information purposes only, on the website of the investment firm ([www.mdm.pl/bm/nowe-emisje](http://www.mdm.pl/bm/nowe-emisje)).*

*KNF approves Prospectus solely as meeting the standards of completeness, intelligibility and consistency imposed by the Prospectus Regulation. Approval of the Prospectus should not be understood as approval of the Company or the quality of the securities that are the subject of the Prospectus. In approving the Prospectus, KNF does not verify or approve the Company's business model, methods of conducting business or methods of financing. In the proceedings for the approval of the Prospectus, the accuracy of the information contained in the Prospectus, the level of risk associated with the Company's operations, or the investment risk associated with the acquisition of the Company's securities are not assessed. Investors should make their own assessment of the adequacy of investing in the shares offered on the basis of the Prospectus.*

*Under no circumstances does the information contained in this press release constitute a prospectus or any other offering document within the meaning of generally applicable law, including the Prospectus Regulation or the Act of 29 July 2005 on Public Offerings, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies (i.e. Journal of Laws of 2025, item 592). Prospectus may contain information that differs from the information contained in this press release. This press release is for informational purposes only and the information contained herein may not be considered complete or comprehensive. Neither this press release nor any part thereof, nor the fact of its distribution, constitutes a basis for or may be relied upon in connection with any agreement, commitment or investment decision.*

*This press release and the information contained herein are not intended for direct or indirect distribution or use in any jurisdiction where such distribution or use would be contrary to local laws or other regulations, or which would subject the Company or the Company's shareholders or any of their affiliates to authorization, notification, licensing or other requirements under the relevant laws of the United States of America, Australia, Canada and Japan or among residents of those countries.*

*This material does not constitute an investment recommendation within the meaning of Regulation on market abuse (Regulation (EU) No 596/2014) and Commission Delegated Regulation (EU) 2016/958 of 9 March 2016 complementing regulation on market abuse with regard to regulatory technical standards for the technical arrangements for objective presentation of investment recommendations or other information recommending or suggesting an investment strategy and for disclosure of particular interests or indications of conflicts of interest.*

*The distribution of this press release and other information contained herein may be restricted by law, and persons who come into possession of any document or other information referred to in this press release should inform themselves about and observe any such restrictions. Failure to comply with these restrictions may constitute a violation of securities laws in a particular jurisdiction. In certain jurisdictions, the distribution of this press release may be unlawful. The Prospectus and the Company's securities covered by it have not been and will not be registered, approved or notified in any country outside the Republic of Poland, in particular in accordance with the provisions of the Prospectus Regulation or the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") and may not be offered or sold outside the Republic of Poland, unless such offer or sale could be made in a given country in accordance with the law, without the need for the Company, shareholders or any of their affiliates and their advisors. In particular, this announcement does not constitute an offer of securities for sale in the United States of America. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act and may not be offered or sold in the United States of America, unless as an exception to the registration requirements of the U.S. Securities Act or in a transaction not subject to the registration requirements of the U.S. Securities Act. No public offering of the Company's securities will be made in the United States of America.*

*It may be unlawful to distribute this press release to entities or persons subject to legal or regulatory restrictions (including, but not limited to Council Regulation (EU) No 833/2014 of 31 July 2014 concerning restrictive measures in view of Russia's actions destabilizing the situation in Ukraine and in Council Regulation (EC) No 765/2006 of 18 May 2006 concerning restrictive measures in view of the situation in Belarus and Belarus's involvement in Russia's aggression against Ukraine) concerning economic, financial or trade sanctions, embargoes or other restrictive measures adopted or enforced by (i) the European Union, including its Member States, (ii) the United Kingdom of Great Britain, (iii) Switzerland, (iv) the United States of America, (v) the United Nations, and (vi) relevant government agencies and bodies, including, but not limited to, the Office of Foreign Assets Control (OFAC) of the U.S. Department of the Treasury, the U.S. Department of State, the U.S. Department of Commerce, and His Majesty's Treasury, covering the so-called Donetsk People's Republic, the so-called Luhansk People's Republic, Cuba, Iran, North Korea, Syria, Russia, Belarus, Sudan and South Sudan.*