

FLEXI WAGGON

INVITATION TO SUBSCRIBE FOR SHARES

MAY 25 - JUNE 30 2020



Executive Summary

Flexiwaggon AB (publ) is conducting a new issue of shares in order to build a sales organisation and fund the final construction and testing of the next generation's rolling highway wagon. This issue is aimed towards both current shareholders and new investors. Upon full subscription, Flexiwaggon will receive proceeds amounting to 10 017 000 SEK.

The Mobile Truckstop

Flexiwaggon was incorporated in Sweden in July 2000 with a vision to revolutionize freight transport worldwide by moving traffic from the highway to the railway. The company is now ready to move from an extensive development phase into commercialization.

Flexiwaggon's main product is a railway wagon which trucks and other vehicles can be transported on. The concept of transporting trucks on the railway is called rolling highway and has been successfully established on the market in several countries. Flexiwaggon will enter the market with a clear competitive edge through unique solutions such as efficient loading and unloading of the vehicles, generates its own power, and minimal infrastructural requirements.

The international demand for more sustainable transport solutions is increasing steadily each year while truck transports and emissions are growing by the number, especially in developing countries but also in Europe. By moving traffic from the highway to the railway, Flexiwaggon enables financial advantages in the logistics industry and contributes to sustainable freight transportation.

The company is gradually building an international network of stakeholders, including leading manufacturers of railway wagons. Flexiwaggon will outsource sales, production, final assembly and service & maintenance, whereas control will be maintained over product development, procurement, sales of assembly packages and quality control.

Details of the Offer

Flexiwaggon issues new shares without preferential rights for existing shareholders. This document is a shorter version of the full memorandum, which is available in Swedish on Flexiwaggon's website: <https://www.flexiwaggon.se/issue-2020/>

Subscription period:	May 25 to June 30 2020
Subscription price:	140 SEK per share (issued in blocks of 150 shares)
Scope:	The offer comprises a maximum of 71 550 Series A shares, corresponding to 10 017 000 SEK
Amount of shares before the offer:	1 152 123
Amount of shares after full subscription:	1 223 673
Listing:	The company is currently not listed on a stock exchange

A word from the CEO

Flexiwaggon celebrates its 20 year anniversary this summer, just in time for the completion of the second generation's wagon. Thanks to a limited organization size, we have kept costs low during an extensive development cycle and are now standing ready to build a more efficient organization as we enter the commercialization phase.

Testing and certification of the wagon is estimated to be completed during the fall. Our next step is to perform demonstrations on site together with national and international stakeholders.

The market for intermodal railway solutions continues to grow and an increasing number of rolling highways are now in business. We are closely monitoring the development and feel confident that no other solution is close to Flexiwaggon in terms of efficiency and flexibility.

During the last few months, the nations of the world have collaborated against the outbreak of Covid-19. We believe that the capacity for co-operation will be sustained, and in shared pushes for actions on climate change globally. For instance, the European Union has decided to be carbon neutral by 2050 through "The European Green Deal", which is projected to cost around one trillion Euro.

It is evident that Flexiwaggon is more relevant than ever.

During the last few years we have built a network of stakeholders and strengthened our brand. We are currently working on launching a joint venture in the US with our Northern American partners, focusing on a pilot project in the Port of Long Beach in LA.

On our home turf we have identified opportunities to solve the problems with heavy traffic in conjunction with Stockholm Norvik Hamn. We are also in close dialogue with Inlandsbanan for transporting trucks on their railway.

In this issue of new shares, we are aiming to raise approximately 10,2 million SEK. The proceeds shall be used for construction, certification and the employment of key personnel.

I am firmly convinced that Flexiwaggon will leave a strong mark on transportation worldwide, and therefore welcome new investors, as well as existing shareholders to subscribe to the new shares and take part of our journey.

Jan Eriksson, CEO

A handwritten signature in blue ink, reading "Jan Eriksson". The signature is written in a cursive style with a horizontal line underneath the name.

Reasons to Invest

The financial benefits of implementing Flexiwaggon in the transport chain includes:

- Cheaper and more efficient transportation for carriers
- Reduced fuel consumption and wear of trucks for logistics companies
- Solution to the truck driver deficiency
- Improved business opportunities for end consumers
- Commercialisation of Flexiwaggon's products for train operators
- Opportunities for financial support through sustainability initiatives

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IMPORTANT INFORMATION

The information in this brochure only consists of a simplified description of the offer to subscribe to shares in Flexiwaggon AB (publ), org. nr. 556586-7925. The brochure does not contain complete materials for investment decisions, and does not constitute a prospectus in accordance with the EU Regulation 2017/1129 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market. For complete information and terms the reader is referred to the investment memorandum which has been issued by the board of the company. This memorandum is available for download at www.flexiwaggon.se. The brochure, the memorandum, the application form or other documentation associated with the offer may not be distributed in a country where such distribution or the offer requires a prospectus or otherwise violates the legislation of that country. To the extent the information in this document contradicts the information in the memorandum, the information in the memorandum shall take precedence. Flexiwaggon AB (publ) does not extend any warranties of any kind, neither express nor implied in relation to the information contained herein.

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