

Zealand Pharma announces directed issues and private placements of up to approx. 2.68 million new ordinary shares

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- A directed share offering to institutional and professional investors through an accelerated bookbuilding process will begin immediately.
- The net proceeds from the offering are expected to be used to help fund commercialization and pre-launch activities for the Zealand's late stage programs, accelerate development of the clinical pipeline, continue support for Zealand's peptide platform, and for general corporate purposes.

Copenhagen, June 17, 2020 – Zealand Pharma A/S ("**Zealand**") (Nasdaq: ZEAL), (CVR-no. 20 04 50 78), a biotechnology company focused on the discovery, development and commercialization of innovative peptide-based medicines, announces the launch of an offering of new shares at market price (the "**Offering**"). The Offering will be completed through an accelerated book-building process and will consist of up to approx. 2.68 million new shares (the "**New Shares**"), representing up to 7.25% of Zealand's currently registered share capital, in a private placement directed at institutional and professional investors in Denmark and certain other jurisdictions.

Terms of the Offering

The Offering has not been registered under the U.S. Securities Act and will be made pursuant to applicable exemptions from the obligation to publish a Danish prospectus in Denmark as well as exemptions from the U.S. Securities Act and the securities laws of other applicable jurisdictions. The Offering will be made at market price and without pre-emption rights for Zealand's existing shareholders. The Offering is not underwritten.

The subscription price and the total number of New Shares in the Offering will be determined through an accelerated bookbuilding process (the "**Bookbuilding**") as part of the Offering. The Bookbuilding for the Offering will open with immediate effect and can close at any time. The offer price and allocation will be determined after the close of the Bookbuilding process at Zealand's discretion. The result of the Offering, the offer price and the total number of New Shares are expected to be announced as soon as practicable thereafter in a company announcement. If the Offering is oversubscribed, an individual allocation of the New Shares will be made.



The New Shares will, if issued, be issued under the temporary ISIN code DK0061286028. No application for admission to trading and official listing has been, or will be, filed for the New Shares issued under the temporary ISIN code, and the temporary ISIN code will only be registered with VP Securities A/S for subscription of the New Shares. The temporary ISIN code in VP Securities A/S will be merged with the permanent ISIN code for the existing shares, DK0060257814, as soon as possible following registration of the share capital increase with the Danish Business Authority. New Shares are, if issued, expected to be admitted to trading and official listing on Nasdaq Copenhagen A/S following issuance, expectedly on 23 June 2020.

In connection with the Offering, Zealand has agreed to undertake a lock-up commitment for 75 calendar days following admission of the New Shares to trading and official listing on Nasdaq Copenhagen A/S, subject to certain customary exceptions. In addition, the members of Zealand's executive management and board of directors have agreed to undertake a lock-up commitment for 90 calendar days following the date hereof, subject to certain customary exceptions.

Goldman Sachs International, Jefferies International Limited and Danske Bank A/S are acting as joint global coordinators and joint bookrunners in the Offering and Needham & Company is acting as co-managers in the Offering (the joint global coordinators and the co-managers are jointly referred to as the "**Managers**"). Danske Bank A/S is acting as settlement agent for the Offering.

Share capital increase

The board of directors of Zealand is, if the Offering is completed, expected to exercise its authorization in article 7.1 of Zealand's articles of association granted by Zealand's general meeting at the annual general meeting 2 April 2020, to issue the New Shares and increase Zealand's share capital accordingly.

Expected timetable for the Offering:

The Bookbuilding will commence immediately and can close at any time.

Completion of the Offering, including the admission to trading and official listing of the New Shares, is subject to the Offering not being withdrawn prior to the settlement hereof and Zealand making an announcement to that effect.

June 18, 2020	Pricing and allocation - announcement of subscription price
June 22, 2020	Registration of the New Shares with the Danish Business Authority as well as issue and registration of the New Shares with VP Securities
June 22, 2020	Settlement and payment against delivery of the New Shares
June 23, 2020	Admittance to trading and official listing of the New Shares on Nasdaq Copenhagen A/S

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About Zealand Pharma A/S

Zealand Pharma A/S (Nasdaq: ZEAL) ("Zealand") is a biotechnology company focused on the discovery, development, and commercialization of next generation peptide-based medicines that change the lives of people living with metabolic and gastrointestinal diseases. More than 10 drug candidates invented by Zealand have advanced into clinical development, of which two have reached the market. Zealand's robust pipeline of investigational medicines includes three candidates in late stage development, and one candidate being reviewed for regulatory approval in the United States. Zealand markets V-Go[®], an all-in-one basal-bolus insulin delivery option for people with diabetes. License collaborations with Boehringer Ingelheim and Alexion Pharmaceuticals create opportunity for more patients to potentially benefit from Zealand-invented peptide therapeutics.

Zealand was founded in 1998 in Copenhagen, Denmark, and has presence throughout the U.S. that includes key locations in New York, Boston, and Marlborough (MA).

Important information

This announcement is not a prospectus and investors should not purchase any securities referred to in this announcement on the basis of this announcement. The information contained in this announcement is for information and background purposes only and does not purport to be full or complete. No reliance may or should be placed by any person for any purposes whatsoever on the information contained in this announcement or on its completeness, accuracy or fairness. The information in this announcement is subject to change. No obligation is undertaken to update this announcement or correct any inaccuracies, and the distribution of this announcement shall not be deemed to be any form of commitment on the part of Zealand to proceed with any transaction or arrangement referred to herein. This announcement has not been approved by any competent regulatory authority.

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This announcement has been prepared on the basis that any offers of securities referred to herein in any Member State of the EEA or the United Kingdom will be made pursuant to an exemption under the Prospectus Regulation (EU) 2017/1129 on prospectuses (the "**Prospectus Regulation**") from the requirement to publish a prospectus for offers of such securities. The information set forth in this announcement is only being distributed to, and directed at, persons in Member States of the EEA or the United Kingdom who are qualified investors ("**Qualified Investors**") within the meaning of Article 2(1)(e) of the Prospectus Regulation.

This announcement is only being distributed to, and is only directed at, Qualified Investors in the United Kingdom that (i) are "investment professionals" falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "**Order**"), (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Order, or (iii) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). Any investment or investment activity to which this announcement relates is available in the United Kingdom only to relevant persons and will be engaged in only with relevant persons. This announcement must not be acted on or relied on by persons in the United Kingdom who are not relevant persons.

None of Zealand, the Managers or any of their respective subsidiary undertakings, affiliates or any of their respective directors, officers, employees, advisers, agents or any other person accepts any responsibility whatsoever for, or makes any representation or warranty, express or implied, as to the truth, accuracy, completeness or fairness of the information or opinions in this announcement (or whether any information has been omitted from the announcement) or any other information relating to Zealand or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith.

This announcement does not constitute an investment recommendation. The price and value of securities and any income from them can go down as well as up and you could lose your entire investment. Past performance is not a guide to future performance. Information in this announcement cannot be relied upon as a guide to future performance.



The Managers are acting for Zealand and for no one else in relation to the Offering, and will not be responsible to any other person for providing the protections afforded to their clients nor for providing advice in connection with the matters contained in this announcement. No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by the Managers or by any of their affiliates or agents, as to or in relation to, the accuracy or completeness of this announcement or any other written or oral information made available to or publicly available to any interested party or its advisers, and any liability therefore is expressly disclaimed.

In connection with the Offering, each of the Managers and any of their respective affiliates or any person acting on its or their behalf, may take up a portion of the shares of the Company in the Offering in a principal position and in that capacity may retain, purchase or sell for its own account such shares and other securities of the Company or related investments and may offer or sell such shares, securities or other investments otherwise than in connection with the Offering. Accordingly, references in this announcement to New Shares being issued, offered or placed should be read as including any issue, offering or placement of such shares in the Company to the Managers or any of their respective affiliates or any person acting on its or their behalf acting in such capacity. In addition, any Manager or any of their respective affiliates or any person acting on its or their behalf may enter into financing arrangements (including swaps, warrants or contracts for difference) with investors in connection with which such Manager(s) or any of their respective affiliates or any person acting on its or their behalf may from time to time acquire, hold or dispose of such securities of the Company, including the New Shares. Furthermore, in the event that the Managers acquire New Shares in the Offering, they may co-ordinate disposals of such shares in accordance with applicable law and regulation. None of the Managers or any of their respective affiliates or any person acting on its or their behalf intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

Forward-Looking Statements

This announcement may contain forward-looking statements, including “forward-looking” statements within the meaning of the Private Securities Litigation Reform Act of 1995, that are based on the beliefs and assumptions and on information currently available to management of Zealand, including with respect to the closing of the Offering described herein. All statements other than statements of historical fact contained in this announcement are forward-looking statements, including statements regarding the anticipated final terms of the Investment. In some cases, you can identify forward-looking statements by terminology such as “may,” “will,” “should,” “expects,” “plans,” “anticipates,” “believes,” “estimates,” “predicts,” “potential” or “continue” or the negative of these terms or other comparable terminology. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Zealand's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks and uncertainties include, but are not limited to, the risks and uncertainties set forth in the "Risk Factors" section of the Zealand's Annual Report on Form 20-F for the year ended December 31, 2019 filed with the SEC on March 13, 2020 and subsequent reports that Zealand files with the SEC. Forward-looking statements represent Zealand's beliefs and assumptions only as of the date of this announcement. Although Zealand believes that the expectations reflected in the forward-looking statements are reasonable, it cannot guarantee future results, levels of activity, performance or achievements. Except as required by law, Zealand assumes no obligation to publicly update any forward-looking statements for any reason after the date of this announcement to conform any of the forward-looking statements to actual results or to changes in its expectations.

