



GULLIKSSON

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# TENDER DOCUMENTATION

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FOR 43.765% OF THE SHARES IN  
INGENIERÍA DIGITAL OVIEDO S. L.

AND

A CLAIM OF 7 038 134 EURO ON INGENIERÍA DIGITAL OVIEDO S. L. ATTRIBUTABLE TO A  
CONDITIONAL SHAREHOLDER CONTRIBUTION

Seller Virtway Invest AB (publ), 556933-5952, bankruptcy estate

Advokatbyrån Gulliksson AB  
Advokat Simon Henderson  
Associate Felix Runer

The bankruptcy estate of Virtway Invest AB hereby presents the following tender documentation regarding the Bankrupt Company's 31,500 shares in Ingeniería Digital Oviedo S. L. and a claim of 7 038 134 euro against Ingeniería Digital Oviedo S. L.

## 1 WHAT IS SOLD

The bankruptcy estate wishes to receive offers for the bankruptcy estate's 31,500 shares in the company Ingeniería Digital Oviedo S.L. ("Virtway"), CIF number B33599580, and a claim of 7 038 134 euro – attributable to a conditional shareholder contribution.

The 31,500 shares represent 43.765% of the total 71,975 shares. The remaining shares are owned by the company Mind Fund Venture Inc. with 36,625 shares, corresponding to 50.886%, and by the founder and board member José Tejedor's company Inversiones Ingeniería Digital with approximately 4.86% and by the company Kopernico Grupo Natuaventura with 0.48%.

Virtway Invest AB (publ) has contributed significant amount of funding to Virtway for the development of Virtway's technology. Loans by Virtway Invest AB (publ) to Virtway have in March of 2022 been converted to a conditional shareholder contribution. Virtway is also party to the conditional shareholder contribution agreement (the "Agreement"). The Agreement gives the holder the right to repayment, provided that Virtway's finances allow it, before any shareholder dividend or other transfer of value from Virtway is permitted. The Agreement is attached as **appendix 1**. In the Agreement Virtway is referred to as "Indigo".

Virtway has developed a technology for connecting more than 1,000 users in a single virtual space ("Metaverse"). The purpose is to be able to connect many users in 3D-rendered virtual rooms for various types of events, marketing, training and more. The company is currently the market leader in the number of users connected to the same room, with access from computers, mobile phones and tablets. The company has already signed agreements with a number of multinational companies, but has so far focused on developing the product and has therefore not reached a wider audience.

The company has a website ([www.virtway.com](http://www.virtway.com)) that contains information about the company and a website ([www.virtwayevents.com](http://www.virtwayevents.com)) that explains and shows the function of the company's product in greater detail.

Attached is also a presentation of Virtway's business and product, **appendix 2**.

It will be possible for interested parties to gain access to a computer room where information about Virtway is available.

Further information about Virtway and its products can be obtained from the board member of Virtway, José Tejedor. José Tejedor can be contacted by e-mail at [jose@virtway-com](mailto:jose@virtway-com).

## **2 SALE PROCESS AND CONDITIONS**

The bankruptcy administration wishes to receive offers for the bankruptcy estate's holding of 31,500 shares in Virtway (Ingeniería Digital Oviedo S. L. for the Bankruptcy Estate's claim of 7 038 134 euro, according to the conditional shareholders contribution agreement. The bankruptcy estate primarily wishes offers for both the shares and the claim.

In order to gain access to the data room, a bidder must present itself and any purchasing company and sign a Non-Disclosure Agreement (NDA) with Virtway.

Written tenders must be received by the bankruptcy administration at [simon.henderson@gulliksson.se](mailto:simon.henderson@gulliksson.se) as soon as possible but no later than 26 May 2023 at 13:00.

The bankruptcy administration reserves the right to freely examine the tender received as well as the right to sell property before the deadline for tenders has expired.

## **3 MISCELLANEOUS**

The property is transferred in its current state "sold as is". The buyer is asked to note that the property is acquired from a bankruptcy estate which has limited prior knowledge of the property. The bankruptcy estate will disclaim all responsibility for any faults and defects in the property.

The buyer will therefore not be entitled to a reduction in the purchase price, cancellation or other penalty due to defects, legal encumbrance or other objection of any kind.

## **4 BACKGROUND AND INFORMATION ABOUT THE SELLER**

The seller is the bankruptcy estate of Virtway Invest AB (the "Bankrupt Company"), 556933-5952, which was declared bankrupt on 30 March 2023 by Malmö District Court. Attorney Simon Henderson, Advokatbyrån Gulliksson, was appointed bankruptcy receiver on the same day.

The Bankrupt Company has invested in start-up companies and fast-growing companies. At the outbreak of the bankruptcy, the Bankrupt Company's portfolio consisted of holdings in three companies: the Swedish companies Rocker AB (publ); Odourless Sweden AB; and the Spanish company Ingeniería Digital Oviedo S. L.

## **5 CONTACT INFORMATION**

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