

Invitation to subscribe for shares in Sensys Gatso Group AB (publ)

Subscription period October 3 – 17, 2017

Important information

Please note that this document is only a short extract from the prospectus and that any decision to invest in Sensys Gatso Group AB (publ) ("Sensys Gatso" or the "Company") shall be based on the prospectus as a whole. The Board of Directors of the Company has prepared a prospectus in conjunction with the rights issue (the "Rights Issue"). The prospectus has been approved and registered by the Financial Supervisory Authority (Sw. Finansinspektionen) in accordance with Chapter 2, paragraphs 25 and 26 of the Swedish Financial Instruments Trading Act (1991:1980) (Sw. Lagen (1991:1980) om handel med finansiella instrument). The prospectus is available on Sensys Gatso's website, www.sensysgatso.com, and on Erik Penser Bank's website, www.penser.se, and can be ordered free of charge from Erik Penser Bank. The prospectus is in Swedish and includes a presentation of Sensys Gatso, the Rights Issue and the risks associated with an investment in the Company and participation in the offer. This information brochure is not intended to replace the prospectus as a basis for the decision to subscribe for shares in the Company and does not constitute a recommendation to subscribe for shares in the Company. Investors who want to invest or are considering investing in Sensys Gatso are recommended to read the prospectus. Please note that this is an English translation. In case of translational discrepancies to the Swedish version, the latter shall apply.



ERIK PENSER BANK

THE RIGHTS ISSUE IN SUMMARY

At the extraordinary general meeting in Sensys Gatso on September 25, 2017 the Board of Director's resolution of 30 August 2017, regarding the issue of new shares with preferential rights for existing shareholders, was approved.

Sensys Gatso's existing shareholders will receive subscription rights for subscription of new shares in proportion to the number of shares they own in the Company on the record date on September 29, 2017. Each existing share in the Company entitles to one (1) subscription right. Seven (7) subscription rights entitle the holder to subscribe for two (2) new shares with the subscription price of SEK 0.55 per new share. Subscription of new shares will take place during the period October 3 – 17, 2017, or a later date that the Board of Directors decides on.

Provided that the Rights Issue is fully subscribed the Company will receive approximately SEK 103.3 million before issue costs, the share capital will increase by no more than SEK 9,387,929.69, from SEK 32,857,754.00 to SEK 42,245,683.69 through a new issue of no more than 187,758,593 shares, each with a quota value of SEK 0.05. Shareholders that choose not to participate in the Rights Issue will have their shareholding diluted by no more than 22.3 percent, but may sell their subscription rights in order to receive, in whole or in part, financial compensation for the dilution.

In the case of a fully subscribed Rights Issue and after issue costs of approximately SEK 3.5 million, the Company will receive approximately SEK 99.8 million, which the Company deems to be sufficient to meet the working capital requirement in the upcoming twelve-month period. The net proceeds from the Rights Issue, in priority order, will to approximately 50* percent be used for working capital including repayment of bridge loans and the remaining 50 percent will be used for continued expansion and to enable strategic acquisitions.

In connection with the Rights Issue, Sensys Gatso has received subscription commitments from a number of existing shareholders. Total subscription commitments amount to SEK 21.6 million, corresponding to 21 percent of the Rights Issue. In addition, the Company has entered into an underwriting agreement with the principal owner Gatso Special Products BV, which means that the Rights Issue is secured up to no more than SEK 39.1 million or 38 percent through subscription and underwriting commitments.

Pre-emptive right to subscribe

Persons who are registered shareholders in the Company on the record date, September 29, 2017, have pre-emptive right to subscribe for shares in the Rights Issue. The holding of seven (7) shares gives the right to subscribe for two (2) new shares. In addition, shareholders and other investors are also invited to notify interest in subscribing for new shares without pre-emptive right.

Subscription price

SEK 0.55 per new share. No commission is taken

Record date

September 29, 2017

Subscription period

Subscription takes place during the period of October 3 – 17, 2017.

Trading with subscription rights

Trading with subscription rights takes place on Nasdaq Stockholm during the period of October 3 – 13, 2017.

Subscription and payment without pre-emptive rights

In the event that not all of the shares are subscribed to with support of subscription rights as per above, the BoD will make a decision concerning the allocation of shares subscribed for unsupported by subscription rights. Shares subscribed for shall (i) primarily be allocated to those who also subscribed to shares supported by subscription rights, irrespective of whether the subscriber was registered as shareholder on the record day or not, and – on over-subscription – in relation to the number of subscription rights used to subscribe to shares and, to the extent this cannot be done, by drawing lots, (ii) secondarily be allocated to those who only subscribed for shares with no support by subscription rights, and – on over-subscription – in relation to the number of shares subscribed for by each and, to the extent this cannot be done, by drawing lots, and (iii) tertiarily and finally be allocated to those who, through agreement with the Company, have guaranteed the issue to the amount of each underwriting guarantee and, to the extent this cannot be done, by drawing lots.

Risk factors

Risk and risk-taking are inevitable parts of holding shares. The share price is dependent on a number of factors beyond the control of the Company. Such factors include the overall economy, market rates, alternative financial returns, capital flows and political uncertainty. When assessing the Company's future development it is essential that potential investors consider all information presented in the Prospectus, in particular the chapter describing risk factors. The prospectus is available on Sensys Gatsos homepage, www.sensysgatso.com, and www.penser.se. The Prospectus can also be ordered, free of charge, from Erik Penser Bank AB, Box 7405, 103 91 Stockholm, telephone 08-463 80 00 or e-mail to emission@penser.se.

SENSYS GATSO IN SHORT

Overview

Sensys Gatso develops, manufactures and sells system solutions, products and services that increase traffic safety. The company has delivered over 50,000 advanced automatic enforcement systems improving adherence to speed limits, traffic laws and environmental regulations in more than 70 countries. The company sells direct or with strategic partners to police, municipalities, ministries and road authorities. Sensys Gatso provides service and maintenance on these systems and products worldwide. Sensys Gatso provides Managed Services where the company operates a network of enforcement systems and processes violations with our proprietary processing and monitoring software as an outsourced service.

Vision

Sensys Gatsos vision is to be an innovator in traffic management by providing software and services for a safer and more sustainable environment.

Strategic position

Sensys Gatso Group's overarching aim is to lead the development in the area of traffic management solutions, services and software, based on a solid technology platform and its organisational capabilities as well as innovation focusing on customer needs and objectives.

Safe Rural Roads

Safe Rural Roads is all about road safety, and road safety is expected to continue to be the most important effect of the traffic management system. Sensys Gatso has a strong track record of delivering solutions to make rural roads safe. Sensys Gatso's enforcement solutions deliver high integrity evidence material with high performance and superior image quality enabling effective and efficient enforcement operations

Managed Highways

In Managed Highways, both road safety and capacity management is a concern. Sensys Gatso delivers a range of solutions, including speed enforcement, In-Vehicle systems and automatic number plate recognition systems, enabling effective and safe capacity management of highways.

Sustainable cities

The sustainable city trend will drive the growth of the market for traffic management and ITS-solutions. Hence, sustainable cities are key to our future growth. Making cities sustainable from a traffic management point of view, city planners need take control of traffic volume and traffic culture, most importantly speed of the traffic, in the city. Sensys Gatso has developed a number of innovative solutions and services to address both traffic volume and culture. School safety systems that alerts both pedestrians and drivers on inappropriate behavior before enforcing is one example. In-Vehicle systems that operate from moving fleets in the city is another innovation from Sensys Gatso that is used to address driver behavior in a city.

Versatile enforcement platform

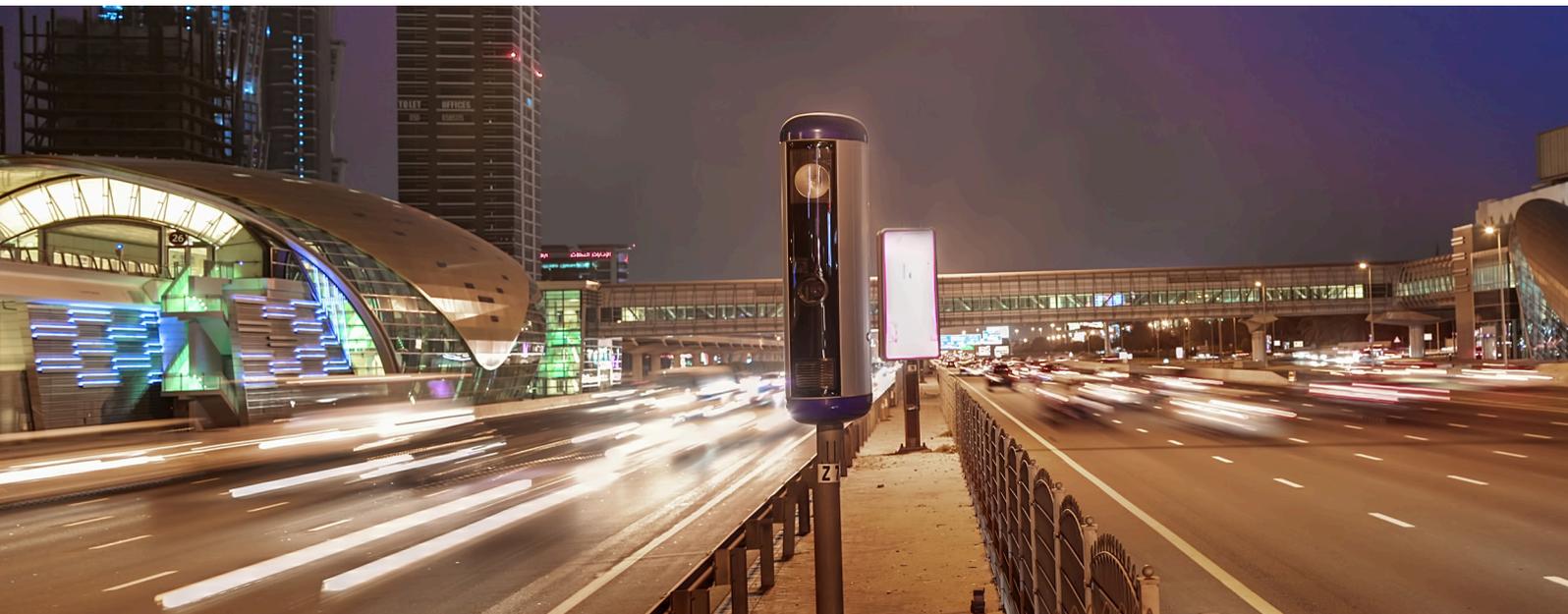
Sensys Gatso's traffic management platform is based on state-of-the-art sensor and camera technologies and covers solutions for traffic enforcement, traffic calming, traffic measuring and traffic limitation. The front-end product portfolio covers fixed, semi-mobile and mobile enforcement systems, automatic license plate recognition systems, school or speed zone warning systems, invehicle systems operating in moving vehicles. The front-end is complemented by a complete suite of back office software including operations support systems and business support systems.

Complete outsourcing and managed services provider

Implementing a traffic enforcement system requires in-depth knowledge as well as capital expenditure. Both can represent a challenge. We offer complete solutions, which allow our customers to benefit from our expertise and technology – without the normal up-front costs. Customers can outsource a process completely; from installation to issuing tickets, or select modular components that complement their existing resources.

Market trends

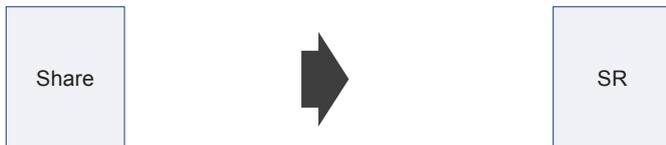
The market for automated traffic enforcement systems is a global niche market. The market is growing with an increasing need to improve traffic safety and reduce congestion in major cities across the world. Trends at our end-customers worldwide is centralization and outsourcing. Customers are centralizing procurement, to harmonize traffic enforcement and to create economies of scale. This trend creates bigger opportunities in the market, creating volatility in sales. Together with our strategic partners Sensys Gatso expects to have a stable growth over the coming years of system sales, service and maintenance. The global trend of outsourcing will impact the traffic safety market. Outsourcing is characterized by long-term contracts with recurring sales. Sensys Gatso expects more opportunities and an increased demand for Managed Services.



HOW TO SUBSCRIBE TO SHARES

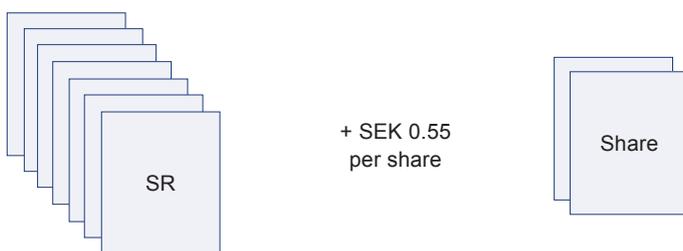
1. You are allocated subscription rights ("SR")

One (1) subscription right is granted for each share in Sensys Gatso you hold on the record date of September 29, 2017.

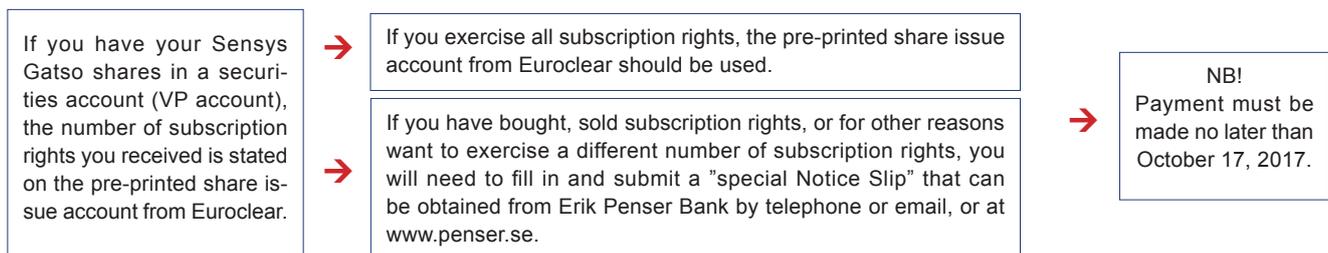


2. How to use your subscription rights

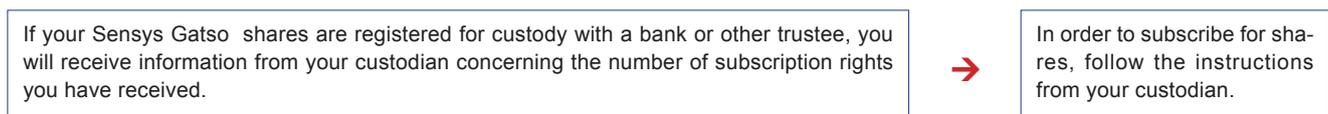
Seven (7) subscription rights gives the right to subscribe to two (2) new shares for SEK 0.55 per share.



If you have a securities account:

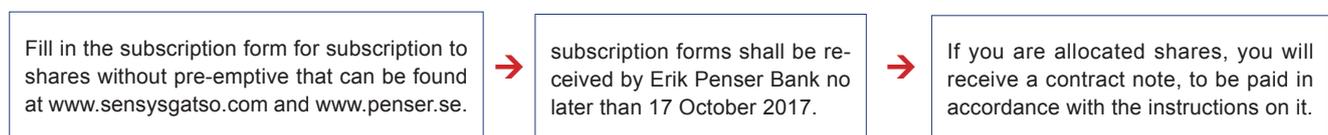


If you are registered with a bank/manager:



How to subscribe to shares without pre-emptive right

If you have a securities account (VP account):



If you are registered with a bank/custodian:



Sensys Gatso Group AB

Vasavägen 3c
554 54 Jönköping
Tel: +46 36 34 29 80
www.sensysgatso.com

Erik Penser Bank AB

Apelbergsgatan 27
111 37 Stockholm
Tel: 08-463 80 00
Fax: 08-678 80 33
www.penser.se