Synexo Group signs SPA to acquire Norwegian hosting provider IT Pays

Synexo Group AB (publ) ("Synexo" or the "Company") has signed a share purchase agreement to acquire all shares in Norwegian hosting provider IT Pays AS ("IT Pays"), following the letter of intent announced on 20 October 2026. The acquisition expands Synexo's hosting business and creates synergies from consolidating infrastructure and operations with Deploi.

Highlights

- IT Pays is a profitable Norwegian-based hosting provider with a current ARR of NOK 3.4m
- Maximum consideration of NOK 5.9 million. Adjusted for NOK 0.9 million of minimum net cash in IT Pays at closing, the enterprise value is NOK 5.0 million
- This implies 1.5x EV/ARR and 3.1x EV/EBITDA after synergies
- The sellers receive part of the consideration in Synexo shares at SEK 0.18 per share, a premium of approximately 42% to the closing price on 13 November 2026.
- Net cash outflow at closing of approximately NOK 2.05 million, funded from existing cash reserves. No equity capital is raised apart from the consideration shares.
- Cost synergies from shared infrastructure and administration, fully realised within 12 months of closing. Revenue synergies come through Synexo's reseller network and cross-selling of hosting, cloud and backup services.
- Closing is expected January 2027.

Transaction overview

The maximum consideration for IT Pays is NOK 5.9 million, including the full potential earn-out. IT Pays will have net cash of minimum NOK 0.9 million at closing, which gives an enterprise value of NOK 5.0 million. This implies 1.5x EV/ARR and 3.1x EV/EBITDA after expected synergies.

At completion, Synexo will pay NOK 2.95 million in cash and NOK 1.77 million in newly issued Synexo shares. Net of the cash in IT Pays, the cash outflow at closing is approximately NOK 2.05 million.

The consideration shares are issued at SEK 0.18 per share, a premium of approximately 42% to the closing price on 13 November 2026. The sellers have chosen to take a meaningful part of their consideration in Synexo shares at a price well above market, which reflects their confidence in the Group's strategy. The share issue will result in dilution of approximately 2.7%, subject to the NOK/SEK exchange rate applied under the agreement.

The earn-out of up to NOK 1.18 million is based on customer retention and is paid in cash. It is determined by ARR at 31 December 2027 from IT Pays' existing customers, including recurring expansion sales to them, and is payable by 30 June 2028.

IT Pays

IT Pays provides hosting, virtual private servers and dedicated servers. The business generates recurring subscription revenue, generally invoiced annually in advance, and has current ARR of NOK 3.4 million.

Integration with Deploi

IT Pays will be integrated operationally with Deploi, Synexo's Norwegian hosting and infrastructure platform. The two businesses already use the same data centre, which makes it practical to consolidate rack capacity, infrastructure and operations.

Management has identified cost savings from reduced rack costs, licence and platform consolidation, and shared administration. Half of the savings are expected within six months of closing and the remainder within six to twelve months. Delivery depends on migration, contractual commitments and implementation.

The combined technical team will serve a larger customer portfolio, while shared customer success, sales and reseller distribution provide a platform for further growth. The acquisition also creates opportunities to offer Synexo's backup services to IT Pays customers and to make a broader hosting offering available through the Group's existing partners.

Comment from the CEO

"IT Pays fits very well with what we are building in hosting. We add recurring revenue, established customers and technical expertise to infrastructure and a commercial organisation we already have.

This year's Microsoft 365 outages show how dependent businesses have become on a few global providers. Alongside the ongoing and increasing threat from cybercrime, we believe this makes reliable hosting, backup and recovery increasingly important. It strengthens the case for locally operated Nordic infrastructure, where customers know where their services run and can speak directly to the people running them.

This is how we intend to keep building Synexo: acquire businesses that fit together, improve their profitability through shared operations and help them grow through the Group's customer and partner network."

Sincerely, Sindre Sørlie, CEO Synexo Group.

This information is information that Synexo Group AB (publ) is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact persons set out below, at 2026-11-16 14:02 CET.

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About us

Synexo Group AB (publ) is a Nordic technology group listed on the Nordic SME exchange in Sweden, building a leading platform for backup, cloud hosting, disaster recovery, and data protection services.

Our strategy combines disciplined acquisitions with sustainable organic growth to consolidate a fragmented Nordic market. By focusing exclusively on mission-critical, recurring revenue software and infrastructure services, we create a business with high customer retention, strong cash generation, and scalable economics.

Today, Synexo owns three Nordic companies, Backupbuddy AS, Backupbanken AS, and Deploi AS - providing a solid foundation of recurring ARR, low capital intensity, and operational excellence.

Our ambition is to become the Nordic equivalent of a Constellation business: a long-term owner of exceptional technology companies, built on a 100% recurring revenue model, predictable cash flows, and a disciplined capital allocation strategy with significant international expansion potential.