LiqTech International, Inc. Announces Private Placement Transaction of up to $10 Million With Existing Institutional Investors

BALLERUP, Denmark, Sept. 30, 2024 — **LiqTech International, Inc.** (NASDAQ: LIQT), a high-tech filtration technology company that manufactures and markets highly specialized filtration products and systems, today announced that it has entered into a definitive securities purchase agreement with existing institutional investors (the “Private Placement”).

The Private Placement will consist of an aggregate of 3,630,129 shares of common stock, 1,369,871 pre-funded warrants to purchase shares of common stock, and warrants to purchase up to an aggregate of 5,000,000 shares of common stock. The combined purchase price of one share of common stock and one accompanying warrant to purchase one share of common stock is $2.00. The combined purchase price of one pre-funded warrant and one accompanying warrant to purchase one share of common stock is $1.999. The warrants will have an exercise price of $2.00 per share and a term of 5 years.

The Private Placement is expected to close in two tranches. The first tranche will consist of 29,277 shares, 555,302 pre-funded warrants, and 584,529 warrants, an amount in the aggregate equal to 19.99% of shares outstanding immediately prior to the entry into the Private Placement (the “Exchange Cap”). The second tranche will consist of 3,600,902 shares, 814,569 pre-funded warrants, and 4,415,471 warrants, and will close after shareholder approval is obtained on the issuance of the shares. Following the closing of both tranches, the transaction will result in initial aggregate gross proceeds of $10 million to the Company.

LiqTech intends to use the proceeds from the Private Placement to fund the Company’s ongoing commercial development in the U.S. oil & gas sector, expansion of its commercial efforts in the European and U.S. swimming pool sector, and development of a new initiative to enter the marine exhaust gas recirculation (EGR) water treatment segment, each of which are critical components to the Company’s growth strategy and path to profitability.

“We would like to thank our existing institutional investors for their consistent support and strong conviction with respect to our company, our management team, and our future opportunities,” commented Fei Chen, CEO of LiqTech. “We look forward to the continued execution of our strategic plan aimed at leveraging the unique capabilities of LiqTech’s high-tech filtration technology in large, growing end markets in the future.”

This press release shall not constitute an offer to sell, or the solicitation of an offer to buy, nor may there be any sale of these securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

ABOUT LIQTECH INTERNATIONAL, INC.

LiqTech International, Inc., a Nevada corporation, is a high-tech filtration technology company that provides state-of-the-art ceramic silicon carbide filtration technologies for gas and liquid purification. LiqTech's silicon carbide membranes are designed to be used in the most challenging purification applications, and its silicon carbide filters are used to control diesel exhaust soot emissions. Using nanotechnology, LiqTech develops products using its proprietary silicon carbide technology, resulting in a wide range of component membranes, membrane systems, and filters for both microfiltration and ultrafiltration applications. By incorporating LiqTech's SiC liquid membrane technology with the Company´s extensive systems design experience and capabilities, LiqTech offers unique, modular designed filtration solutions for the most difficult water purification applications.

For more information, please visit: www.liqtech.com

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Forward-Looking Statements

This press release contains "forward-looking statements." Although the forward-looking statements in this release reflect the good faith judgment of management, forward-looking statements are inherently subject to known and unknown risks and uncertainties that may cause actual results to be materially different from those discussed in these forward-looking statements. Readers are urged to carefully review and consider the various disclosures made by us in the reports filed with the Securities and Exchange Commission, including the risk factors that attempt to advise interested parties of the risks that may affect our business, financial condition, results of operation, and cash flows. If one or more of these risks or uncertainties materialize, or if the underlying assumptions prove incorrect, our actual results may vary materially from those expected or projected. Readers are urged not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. We assume no obligation to update any forward-looking statements in order to reflect any event or circumstance that may arise after the date of this release.

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