

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

---

**SCHEDULE TO**

(Amendment No. 2)

Tender Offer Statement under Section 14(d)(1) or 13(e)(1)  
of the Securities Exchange Act of 1934

---

**OLINK HOLDING AB (PUBL)**

(Name of Subject Company (Issuer))

**ORION ACQUISITION AB**

(Offeror)

a direct, wholly owned subsidiary of

**THERMO FISHER SCIENTIFIC INC.**

(Ultimate Parent of Offeror)

---

Common Shares, quota value SEK 2.431906612623020 per Share  
American Depositary Shares ("ADSs"), each representing one Common Share,  
quota value SEK 2.431906612623020 per Share  
(Title of Class of Securities)

680710100\*

(CUSIP Number of Class of Securities)

Michael A. Boxer  
Senior Vice President and General Counsel  
Thermo Fisher Scientific Inc.  
168 Third Avenue  
Waltham, Massachusetts 02451  
Telephone: (781) 622-1000

(Name, address and telephone number of person authorized to receive notices and communications on behalf of filing persons)

---

*Copies to:*

Ting S. Chen  
Bethany A. Pfalzgraf  
Cravath, Swaine & Moore LLP  
Worldwide Plaza  
825 Eighth Avenue  
New York, NY 10019  
+1 (212) 474-1000

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
- issuer tender offer subject to Rule 13e-4.
- going-private transaction subject to Rule 13e-3.
- amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

If applicable, check the appropriate box(es) below to designate the appropriate rule provision(s) relied upon:

- Rule 13e-4(i) (Cross-Border Issuer Tender Offer)
- Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)

\*This CUSIP number is assigned to the Subject Company's American Depositary Shares, each representing one (1) Common Share.

---



This Amendment No. 2 (this “Amendment”) amends and supplements the Tender Offer Statement on Schedule TO (as amended and together with any subsequent amendments and supplements thereto, the “Schedule TO”), filed with the U.S. Securities and Exchange Commission on October 31, 2023, by Thermo Fisher Scientific Inc., a Delaware corporation (“Parent”). The Schedule TO relates to the tender offer (the “Offer”) by Orion Acquisition AB, a private limited liability company organized under the laws of Sweden, a direct, wholly owned subsidiary of Parent, to purchase all of the outstanding common shares, quota value SEK 2.431906612623020 per share (the “Shares”) and all of the outstanding American Depositary Shares, each representing one Share (the “ADSs”), of Olink Holding AB (publ), Reg. No. 559189-7755, a public limited liability company organized under the laws of Sweden, in exchange for \$26.00 per Share (that is not represented by an ADS) or \$26.00 per ADS, as applicable, in cash, without interest (such amount per Share and ADS paid pursuant to the Offer in accordance with the Purchase Agreement (as defined in the Schedule TO)), upon the terms and subject to the conditions set forth in the Offer to Purchase, dated as of October 31, 2023, the related ADS Letter of Transmittal and the related Acceptance Form for Shares, copies of each of which are attached to the Schedule TO as exhibits (a)(1)(A), (a)(1)(B) and (a)(1)(C), respectively.

Except to the extent specifically provided in this Amendment, the information set forth in the Schedule TO remains unchanged. This Amendment is being filed to amend and supplement the Item set forth below.

**Item 12. Exhibits.**

Item 12 of the Schedule TO is hereby amended and supplemented by adding the following exhibit:

<b>Exhibit No.</b>	<b>Description</b>
(a)(5)(J)	<a href="#">Email to Nominees and Other Market Participants Holding Olink Holding AB (publ) Common Shares from DNB Markets, a part of DNB Bank ASA, Sweden Branch, on November 6, 2023.</a>

---

## SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

### **Thermo Fisher Scientific Inc.**

By: /s/ Michael A. Boxer

Name: Michael A. Boxer

Title: Senior Vice President and General Counsel

Date: November 6, 2023

### **Orion Acquisition AB, a direct, wholly owned subsidiary of Parent**

By: /s/ Anthony H. Smith

Name: Anthony H. Smith

Title: Director

Date: November 6, 2023

**Dear nominees and other market participants holding Olink Holding AB (publ) common shares, ISIN SE0015797568**

Reference is made to the previously announced tender offer (the "Offer") by Orion Acquisition AB for all the outstanding common shares and ADSs of Olink Holding AB (publ), which was commenced on October 31, 2023.

The initial acceptance period for the Offer will expire one minute after 11:59 p.m. Swedish time on November 30, 2023, unless the Offer period is extended or earlier terminated. In order to tender common shares, nominees and directly registered holders of common shares must file and submit to DNB Markets the Acceptance Form for Shares according to the instructions on such form prior to the expiration of such acceptance period.

The consideration to be paid in exchange for the tender of shares is USD \$26.00 per common share and will be wired in USD. Nominees and directly registered Euroclear account owners will receive the payment to their cash account that is linked to the securities account. If the receiving account is a normal SEK account or is otherwise not eligible to receive funds in USD, the cash consideration will be subject to an automatic currency exchange from USD to SEK. Directly registered shareholders and nominees who wish to receive the cash consideration in USD and avoid the automatic currency exchange must have a USD-eligible account and should contact DNB Markets for further details.

Please refer to the Offer materials previously distributed, including the Offer to purchase and related Acceptance Form for Shares, for specific instructions on how to tender your common shares and for more information regarding the Offer.

For questions, please contact DNB Markets at [emissioner@dnb.se](mailto:emissioner@dnb.se) or +46 8 473 45 50

Sincerely,

DNB Markets, a part of DNB Bank ASA, Sweden Branch

-----

**Bästa förvaltare och andra markandasaktörer med innehav i Olink Holding AB (publ) stamaktie, ISIN: SE0015797568**

Hänvisning görs till det offentliggjorda uppköpserbjudandet ("Erbjudandet") från Orion Acquisition AB avseende samtliga utestående stamaktier och amerikanska depåbevis i Olink Holding AB (publ) som inleddes den 31 oktober 2023.

Acceptperioden för Erbjudandet kommer att upphöra en minut efter 23:59 svensk tid den 30 november 2023, om inte acceptperioden förlängs eller avslutas tidigare. Förvaltare och direktregistrerade innehavare av stamaktier som önskar acceptera Erbjudandet måste lämna in acceptformuläret till DNB Markets enligt instruktionerna angivna på formuläret innan acceptperioden upphör.

Ersättningen för inlämnade aktier i Erbjudandet är 26,00 USD per stamaktie och betalning kommer att ske i USD. Förvaltare och direktregistrerade Euroclear-kontohavare kommer att få betalningen till sitt bankkonto som är kopplat till VP-kontot. Om det mottagande kontot är ett SEK-konto eller på annat sätt inte är berättigat att ta emot betalningsmedel i USD, kommer kontantvederlaget att genomgå en automatisk valutaväxling från USD till SEK. Direktregistrerade aktieägare och förvaltare som vill erhålla kontantvederlag i USD och undvika en automatisk valutaväxling måste ha ett USD-berättigat konto och bör kontakta DNB Markets för ytterligare information.

Vänligen ta del av tidigare distribuerat material avseende Erbjudandet, inklusive "erbjudande att köpa", tillhörande acceptformulär för aktier, specifika instruktioner om hur du lämnar din accept samt ytterligare information om Erbjudandet.

Vid frågor vänligen kontakta DNB Markets på [emissioner@dnb.se](mailto:emissioner@dnb.se) eller +46 8 473 45 50

Med vänlig hälsning

DNB Markets, en del av DNB Bank ASA, filial Sverige