Press Release
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Goodbye Kansas explores the conditions for carrying out two directed share issues totaling approximately SEK 7.5 million

Goodbye Kansas Group AB ("Goodbye Kansas" or the "Company") is investigating the conditions to, with deviation from the shareholders' preferential rights, carry out a directed share issue (the "First Directed Share Issue") of approximately SEK 6 million within the framework of a so-called accelerated bookbuilding procedure. The accelerated bookbuilding procedure will be commenced immediately. In addition, shareholders in the Company have also requested that an extraordinary general meeting be convened to consider a proposal for a directed share issue (the "Second Directed Share Issue") to certain members of the Company's management and board of directors of approximately SEK 1.5 million.

The First Directed Share Issue

The First Directed Share Issue is intended to be carried out with deviation from the shareholders' preferential rights and is resolved by the Company's board of directors based on the issued authorization resolved at the annual general meeting on April 16, 2025. The subscription price and the total number of newly issued shares will be determined through an accelerated bookbuilding procedure, which will commence immediately after the publication of this press release and will be carried out by Corpura Fondkommission. Completion of the procedure, pricing and allotment in the First Directed Share Issue is expected to take place before the commencement of trading in the Company's shares on Nasdaq First North on 6 November 2025. The Company will inform about the outcome of the Directed New Share Issue in a press release when the bookbuilding procedure has been completed.

The time for the final express of interest, pricing and allocation is determined by the board of directors. The accelerated bookbuilding procedure may, it the board of directors determines, be shorten, extended or at any time terminated. The Company may thus wholly or partially refrain from carrying out the First Directed Share Issue.

The Second Directed Share Issue

Shareholders representing approximately 10.8 percent of the number of shares in the Company, have requested the Board of Directors of the Company that an extraordinary general meeting be convened to resolve on the Second Directed Share Issue, in which the Company's Chairman of the Board, Per-Anders Wärn, Board member Staffan Eklöw, CEO Thomas Lindgren and the Company's CFO Ulf Hammarmyr are offered to subscribe for shares for a total of approximately SEK 1.5 million – all subject to the completion of the First Directed Share Issue. The price per subscribed share shall correspond to a volume-weighted average share price.

The second Directed Share Issue has been deemed to facilitate the Company to achieve the required subscription in the accelerated bookbuilding procedure as Corpura has during the market soundings perceived that it is important for potential investors that board members and management are prepared to invest in the Company's share. As the subscribers are board members and senior executives of the Company, they fall within the category of persons covered by Chapter 16. The Swedish Companies Act (the so-called Leolag rules), which is why a valid resolution at the general meeting will require a majority consisting of at least nine-tenths of both the votes cast and the shares represented at the general meeting. Per-Anders Wärn, Staffan Eklöw and Thomas Lindgren has expressed a wish to be able to pay payment by way of set-off.

Background and reasons

Goodbye Kansas is a technology-driven visual content provider with expertise in visual effects (VFX), animation, game trailers, and in-game content. The Company is in a transformation with a clear commercial focus, where the unique combination of creative talents and long-term technology investments forms the basis for delivering world-class assignments. During the recent period, the Company has taken important steps to strengthen sales focus, optimize project execution and realize value from historical technology investments. This reflects the Company's strong performance, with the highest level of new contracts signed in Q3 2025, corresponding to SEK 128 million.

In order to meet the increased demand from the newly signed agreements and to be able to accelerate the transformation and further strengthen the Company's competitiveness, the Board of Directors assesses that it is strategically justified to bring in new, including industrially experienced owners with expertise relevant to the Company's focus. The intended investors have, among other things, solid experience from, among other things, the gaming industry and game development. Their involvement is expected to bring strategic perspectives, an expanded network and operational insights that support the Company's continued development.

The First Directed Share Issue therefore aims not only to raise capital, but also to strengthen the shareholder base in the long term with active, value-creating owners who can contribute to the company's continued growth and expansion.

Deviation from the shareholders' preferential rights

Prior to the First Directed Share Issue, the Company's Board of Directors has conducted an analysis of the conditions for and carefully considered the possibility of raising capital through a rights issue. The conclusion of this assessment is, under the current conditions, that the First Directed Share Issue is the most advantageous alternative for the Company and its shareholders. The reasons for this and the deviation from the shareholders' preferential rights have been based on the following considerations and conclusions: (i) a rights issue would take significantly longer to complete, which would have risked that the Company would miss out on the opportunity to raise capital that secures the Company's liquidity needs in the short and medium term, which could ultimately impair the Company's financial and operational flexibility, (ii) through the First Directed Share Issue, the Company's shareholder base can be diversified and strengthened with additional capital-strong investors and broaden the base of capital-strong shareholders who are deemed to have the financial ability to support the Company's operations in the long term, which is further deemed to strengthen the Company's ability to execute the Company's growth strategy, (iii) the completion of the First Directed Share Issue is deemed to be able to take place at significantly lower cost and with less complexity than a rights issue, (iv) in light of the prevailing market conditions and the volatility that has been observed in the stock market, the Board of Directors has assessed that a rights issue would also require significant underwriting from a guarantee consortium, which would entail high costs and/or additional dilution for the shareholders depending on the type of consideration paid for such guarantee commitments, and (v) in light of the fact that the Company in April 2024 carried out a Rights Issue, which was only subscribed to approximately 53 percent, the Board of Directors assesses that a new rights issue would probably not be fully subscribed, which would mean that the Company cannot meet its capital needs. In view of the above, the board of directors believes, after an overall assessment, that the First Directed Share Issue is the most advantageous alternative for the Company to raise capital in a cost- and time-efficient manner to strengthen the Company's financial position, while maintaining the most value in the Company and being most beneficial to the Company's shareholders.

The reasons for deviation from the shareholders' preferential rights in the Second Directed Share Issue are primarily to increase the conditions for a successful First Directed Share Issue with the investments of board members and executives in the Company.

The subscription price

Since the subscription price in the First Directed Share Issue will be determined through a bookbuilding procedure, the Board of Directors of the Company believes that the subscription price will reflect current market conditions and demand for such new share issue. The subscription price in the Second Directed Share Issue is based on the average share price during a measurement period of 30 days ("VWAP") and is thus deemed to correspond to the market value of the share.

Advisors

Corpura Fondkommission is acting as Sole Bookrunner and Synch Law is acting as legal advisor to Goodbye Kansas in the Directed Share Issues.

For further information, please contact:
Thomas Lindgren, Interim CEO, Goodbye Kansas Group
E-mail: thomas.lindgren@goodbyekansas.com
Direct: +46 70 591 3056

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This information is information that Goodbye Kansas 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 above, at 2025-11-05 18:20 CET.

Attachments

Goodbye Kansas explores the conditions for carrying out two directed share issues totaling approximately SEK 7.5 million