

BeammWave AB (publ) resolves on directed issue to guarantors following completion of rights issue

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BeammWave AB (publ) ("BeammWave" or the "Company") has completed the new issuance of class B shares with preferential rights for existing shareholders of a maximum of approximately SEK 65 million (the "Rights Issue"), which was announced on 4 August 2025. BeammWave's board of directors has today, pursuant to the authorization granted by the annual general meeting of the Company held on 14 May 2025, resolved on a directed issue of 1,263,642 shares to the guarantors who have entered into guarantee commitments in the Rights Issue and who have chosen to receive consideration in the form of newly issued class B shares in the Company (the "Compensation Issue"). The subscription price in the Compensation Issue amounts to SEK 7.0 per share, corresponding to the subscription price in the Rights Issue in accordance with the guarantee agreements. Payment shall be made by set-off of the guarantors' claims against the Company regarding the consideration for the guarantees.

The Compensation Issue

In connection with the announcement of the Rights Issue, it was announced that BeammWave had received guarantee commitments from a consortium of professional and institutional investors and certain members of the board of directors and senior executives of the Company, totaling approximately SEK 54.8 million, corresponding to approximately 84 percent of the Rights Issue.

The guarantee commitments in the Rights Issue were divided into bottom and top guarantees. The guarantors in the bottom guarantee had the option to choose between 12 percent in cash or 14 percent in the form of newly issued class B shares in BeammWave as consideration. Participants in the top guarantee commitments had the option to choose between 14 percent in cash or 16 percent in the form of newly issued BeammWave class B shares as consideration. Some of the guarantors have chosen to receive the consideration in the form of newly issued class B shares in the Company.

The board of directors has today, pursuant to the authorization granted by the annual general meeting of the Company held on 14 May 2025, resolved on the Compensation Issue. The subscription price in the Compensation Issue amounts to SEK 7.0 per class B share, which corresponds to the subscription price in the Rights Issue in accordance with the guarantee agreements entered into.

The reason for the deviation from the shareholders' preferential rights in the Compensation Issue is to fulfill the Company's contractual obligations towards the guarantors as a result of the guarantee agreements. In addition, the board of directors considers that it is beneficial to the Company's financial position to utilize the possibility to pay the consideration for the guarantors partly in the form of newly issued shares instead of only cash payment as it releases funds that strengthen the Company's working capital.

The basis for the subscription price is negotiations between the Company and the participants at arm's length, which were conducted in consultation with advisors and after an analysis of the market conditions prior to the Rights Issue. The board of directors' assessment is that the subscription price in the Compensation Issue shall, in light of the above, be considered in line with market conditions.

Share capital and number of shares

Following registration of the Compensation Issue with the Swedish Companies Registration Office, the Company's share capital will increase by approximately SEK 124,892.84, from approximately SEK 4,321,609.75 to approximately SEK 4,446,502.59. The number of Class B shares in the Company will increase by 1,263,642, from 39,128,225 to 40,381,867. BeammWave also has 4,597,000 Class A shares outstanding, which means that the total number of shares in the Company will increase from 43,725,225 shares to 44,988,867 shares. The Compensation Issue thus entails a dilution effect of approximately 2.81 percent of the number of shares and approximately 1.39 percent of the number of votes in the Company based on the total number of shares and votes in the Company after the Compensation Issue.

Advisors

North Point Securities is acting as financial advisor in connection with the Compensation Issue. Advokatfirman Delphi is acting as legal advisor and Nordic Issuing is acting as issuing agent in connection with the Compensation Issue.

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About BeammWave

BeammWave AB operates in miniaturized communication solutions for frequencies above 24 GHz. The company is building a chip-based solution intended for the next generation of 5G and 6G, in the form of a radio chip with antenna and associated algorithms. The company's approach to digital beamforming is unique and patented, with the aim of delivering digital communication with higher performance at a lower cost. The company's Class B share (BEAMMW B) is listed on Nasdaq First North Growth Market in Stockholm.

Certified Adviser is Redeye AB.

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