



# JUMP GATE

## Jumpgate AB announces outcome of the rights issue and decides on a directed share issue to guarantors

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The subscription period for Jumpgate AB's ("Jumpgate" or the "Company") rights issue with preferential rights for the Company's existing shareholders (the "Rights Issue"), which was decided by the board on May 9, 2024, ended on June 5, 2024. The subscription summary shows that a total of 173 536 106 *shares, corresponding to approximately 36,4 percent* of the Rights Issue with and without the support of subscription rights, were subscribed for. As a result, guarantee commitments for 302 928 520 *shares will be utilized, corresponding to approximately 63,6 percent* of the Rights Issue. Through the Rights Issue, Jumpgate will receive approximately SEK 28,6 million before issue costs. Furthermore, the board, based on the authorization from the extraordinary general meeting on June 27, 2023, has decided on a directed rights issue of 57 289 748 shares to guarantors in the Rights Issue as compensation for their guarantee commitments (the "Directed Rights Issue"). The subscription price in the Directed Rights Issue is set at SEK 0,06 per share.

### Harald Riegler, CEO for Jumpgate

We are pleased with the outcome of the rights issue, given the market climate, and we are grateful for the support from both existing and new shareholders, who enable us to execute our plan. On the operations side, we can report continued progress in our business development efforts, where we are exploring several projects with major industry partners, feeling confident in being able to report new deals and partnerships in the near future. The investments into building our business development pipeline, where we have strongly increased our presence at all major international trade shows and conferences, are starting to bear fruit. In order to amplify our North American presence, we have also been partnering with Canada-based Rocketride Games, a major agency for video games run by a group of industry veterans with a large international network.

In addition, the successful sale of Tivola's mobile games' portfolio has allowed us to reduce our debt substantially, providing an immediate positive effect of reduced capital costs. While we still have work in front of us, the entire Jumpgate team is feeling positive about the remainder of 2024 and beyond.

### Outcome of the Rights Issue

The subscription period for the Rights Issue ended on June 5, 2024. In the Rights Issue, 476 464 626 newly issued shares were offered at a subscription price of SEK 0,06 per share. The final outcome shows that 169 487 109 shares, corresponding to approximately 35,6 percent of the Rights Issue, were subscribed for with the support of subscription rights. Additionally, 4 048 997 shares, corresponding to approximately 0,8 percent, were subscribed for without the support of subscription rights. Consequently, guarantee commitments for 302 928 520 shares will be utilized, corresponding to approximately 63,6 percent of the Rights Issue. Jumpgate will thus receive approximately SEK 28,6 million before issue costs.

Notifications of allocation of shares subscribed for without subscription rights are expected to be sent to those allocated shares via settlement note on June 12, 2024. Shareholders who have their shares nominee-registered will receive allocation notifications in accordance with the respective nominee's procedures. Allocation of shares subscribed for without subscription rights has been carried out in accordance with the principles stated in the memorandum published on May 22, 2024.

### **Trading with BTA**

Trading with paid subscribed shares ("BTA") will take place on NGM Nordic SME until the Rights Issue is registered with the Swedish Companies Registration Office, which is expected to occur during week 26 of 2024.

### **Directed Share Issue**

In connection with the Rights Issue, as outlined in the memorandum published on May 22, 2024, a number of existing shareholders and external investors (the "Guarantors") have provided guarantee commitments amounting to approximately SEK 22,1 million, corresponding to approximately 77,3 percent of the Rights Issue. The guarantee commitments consist of a base guarantee of SEK 16,4 million, corresponding to approximately 57,3 percent of the Rights Issue (the "Base Guarantee"), and a top guarantee of approximately SEK 5,7 million, corresponding to approximately 20 percent of the Rights Issue (the "Top Guarantee"). For the Base Guarantee and Top Guarantee, compensation of fourteen (14) and twenty (20) percent of the guaranteed amount, respectively, will be paid. According to the guarantee agreements, the Company will pay the guarantee compensation through a directed share issue. Based on this, the board has decided on the Directed Share Issue of

51 572 172 shares to the Guarantors. No cash compensation has been paid for the provided guarantee commitments in the Rights Issue.

The reason for the deviation from the shareholders' preferential rights in the Directed Share Issue is to fulfill the Company's contractual obligation to the Guarantors. The board considers it advantageous for the Company's financial position to take the opportunity to pay the guarantee compensation in the form of newly issued shares instead of cash payment.

The decision on the Directed Share Issue has been made based on the authorization from the extraordinary general meeting on June 27, 2023. The subscription price for shares issued through the Directed Share Issue has, in accordance with the guarantee agreements, been set at SEK 0,06 per share. The subscription price has been determined through arm's length negotiations between the Company and the Guarantors. The board has assessed that the terms have been determined in such a way as to ensure market fairness and that they reflect prevailing market conditions. Payment in the Directed Share Issue will be made by offsetting the Guarantors' respective claims for guarantee compensation against the Company.

### **Total increase in the number of shares and share capital**

Through the Rights Issue and the Directed Rights Issue, the share capital increases by a total of 14 699 472,52844860 SEK, from 13 254 269,99 SEK to 27 953 742,51844860 SEK, through the new issuance of a total of 533 754 374 shares. This means that the total number of shares increases from

476 464 626 to 1 015 031 819 shares, corresponding to a total dilution of approximately 52,6 percent of the share capital and the number of votes.

## Advisors

Nordicap Corporate Finance AB ([www.nordicap.se](http://www.nordicap.se)) is a financial advisor to Jumpgate in connection with the Rights Issue and the Conversion Issue. Aqurat Fondkommission AB ([www.aqurat.se](http://www.aqurat.se)) is issue institute.

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