



## Press release

Stockholm, March 6, 2024

# The board of directors of Tobii has resolved on a fully guaranteed rights issue

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**The board of directors of Tobii AB (publ) ("Tobii" or the "Company") has today, by virtue of the authorization granted by the extraordinary general meeting on 4 March 2024, resolved on the previously announced rights issue of 127,046,040 ordinary shares, with preferential rights for the Company's ordinary shareholders (the "Rights Issue"). The subscription price in the Rights Issue has been set to SEK 2.36 per new share and shareholders in Tobii as of the record date have preferential rights to subscribe for six (6) new shares per five (5) existing ordinary shares. The Rights Issue is fully covered by subscription undertakings and guarantee commitments.**

## Summary

- Current holders of ordinary shares in Tobii as of the record date 14 March 2024 will be allotted one (1) subscription right for each existing ordinary share, whereby five (5) subscription rights entitle to subscription of six (6) new ordinary shares, i.e. a subscription ratio of 6:5.
- A total of not more than 127,046,040 ordinary shares will be issued, entailing an increase of the Company's share capital by not more than SEK 921,964.70.
- The subscription price is SEK 2.36 per new share, corresponding to total issue proceeds of not more than approximately SEK 300 million before deduction of transaction costs related to the Rights Issue.
- The record date for the Rights Issue is 14 March 2024 and the subscription period runs from and including 18 March 2024 up to and including 2 April 2024.
- The last day of trading in ordinary shares including the right to participate in the Rights Issue is 12 March 2024.
- Lannebo Fonder, Öhman Fonder, Tecoma AB as well as management, board of directors and founders<sup>1</sup> of Tobii have undertaken to subscribe for their pro rata share of the Rights Issue, corresponding to SEK 77 million.
- The remaining SEK 223 million is covered by guarantee undertakings, including in total SEK 50 million from the three founders<sup>2</sup> of Tobii, and SEK 173 million from external guarantors.
- The Rights Issue is thus fully covered by subscription undertakings and guarantee commitments.

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<sup>1</sup> Henrik Eskilsson, John Elvesjö and Mårten Skogö.

<sup>2</sup> Henrik Eskilsson, John Elvesjö and Mårten Skogö.



## Terms for the Rights Issue

Shareholders of ordinary shares, which on the record date 14 March 2024 are registered as shareholders in Tobii in the share register maintained by Euroclear Sweden AB, have preferential rights to subscribe for ordinary shares in relation to the number of ordinary shares held on the record date. Shareholders of ordinary shares will receive one (1) subscription right for each ordinary share held on the record date, whereby five (5) subscription rights entitle to subscription of six (6) new ordinary shares. Thus, a total of not more than 127,046,040 ordinary shares will be issued, entailing an increase of the Company's share capital by not more than SEK 921,964.70. The subscription price is SEK 2.36 per new share, corresponding to a total issue proceed of not more than approximately SEK 300 million before deduction of transaction costs related to the Rights Issue.

Should all new shares not be subscribed for by virtue of Subscription Rights, the board of directors shall decide on allocation of new shares without exercise of Subscription Rights. Allocation will then be made as follows. Firstly, allotment shall be made to those who have applied for subscription and subscribed for new shares by virtue of Subscription Rights, regardless if the acquirer was a shareholder on the record date or not, and in the event of oversubscription, in relation to the number of Subscription Rights each have exercised for subscription of New Shares. Secondly, allotment shall be made to others who have applied for subscription without exercise of Subscription Rights, and in the event of oversubscription, in relation to the number of new shares specified in the respective subscription registration and, to the extent that this is not possible, through random selection. Thirdly and last, allotment of ordinary shares subscribed for without exercise of Subscription Rights shall be made to those who through an agreement have entered into guarantee commitments in its capacity as guarantor, and in the event that allotment to these cannot be made in full, in relation to the amount that each has guaranteed for subscription and, to the extent that this cannot be done, through random selection. The record date for determining which shareholders are entitled to subscribe for new shares is 14 March 2024. The ordinary shares are traded including right to participate in the Rights Issue up until 12 March 2024. The subscription period is expected to run between 18 March 2024 and 2 April 2024. Trading in subscription rights is expected to take place on Nasdaq Stockholm between 18 March 2024 and 26 March 2024, and trading in paid subscribed shares (Sw. betald tecknad aktie "BTA") is expected to occur between 18 March 2024 and 9 April 2024.

The Company's board of directors will apply for admission to trading of the new ordinary shares on Nasdaq Stockholm. First day of trading is expected to be 15 April 2024.

Shareholders not participating in the Rights Issue will be subject to a dilutive effect corresponding to approximately 54 percent upon full subscription in the Rights Issue. However, the shareholders have the possibility to partly be financially compensated for this dilution by selling their subscription rights.

## Timetable for the Rights Issue

<b>4 March 2024</b>	Extraordinary General Meeting resolved to grant the board authorization to resolve on the Rights Issue
<b>6 March 2024</b>	Announcement of the resolution on the Rights Issue
<b>12 March 2024</b>	Last day of trading including the right to receive subscription rights



<b>14 March 2024</b>	Record date for participation in the Rights Issue with preferential rights
<b>14 March 2024</b>	Publication of prospectus
<b>18-26 March 2024</b>	Trading in subscription rights
<b>18 March – 2 April 2024</b>	Subscription period
<b>18 March – 9 April 2024</b>	Trading in paid subscribed shares (BTA)
<b>3 April 2024</b>	Announcement of the final outcome of the Rights Issue

The prospectus will contain complete information about the Rights Issue.

### Prospectus

A prospectus relating to the Rights Issue is intended to be made available on 14 March 2024 on Tobii's website <https://corporate.tobii.com/investors/rights-issue-2024> and on Carnegie's website, [www.carnegie.se](http://www.carnegie.se).

### Advisors

Carnegie Investment Bank AB (publ) is acting as financial advisor to Tobii in relation to the Rights Issue. Advokatfirman Vinge KB is acting as legal advisor to Tobii in relation to the Rights Issue.

### For more information, please contact:

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*This information is information that Tobii AB 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, on March 6, 2024, at 22.15 CET.*

### About Tobii

Tobii is the global leader in eye tracking and pioneer of attention computing. We are on a mission to improve the world with technology that understands human attention and intent. Creating tech for a better future, our technologies and solutions apply to areas such as behavioral studies and research, healthcare, education and training, gaming, extended reality, automotive, and many more. Tobii's eye tracking is used by thousands of enterprises, universities, and research institutes around the globe. Headquartered in Sweden, Tobii is listed on Nasdaq Stockholm (TOBII). For more information: [www.tobii.com](http://www.tobii.com)

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This press release is not a prospectus according to the definition in Regulation (EU) 2017/2019 (the “**Prospectus Regulation**”) and has not been approved by any regulatory authority in any jurisdiction. A prospectus will be prepared by the Company and published on the Company’s website after the prospectus has been reviewed and approved by the Swedish Financial Supervisory Authority.

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Potential investors should not put undue trust in the forward-looking statements herein, and potential investors are strongly recommended to read the sections in the prospectus that include a more detailed description of the factors that can affect the Company’s business and its associated market.