



It's a Done Deal

\$285,000,000



Senior Secured Notes

Joint Lead Book-Running
Manager

JULY 2024

Roth Capital Partners acted as Joint Lead Book-Running Manager for CPI Card Group Inc. (NASDAQ: PMTS) in its recent Senior Secured Notes offering

For more information please contact:

Investment Banking

Al Longfield
Managing Director,
Investment Banking
(949) 720-7177
alongfield@roth.com

Kamal Masud
Managing Director,
Investment Banking
(949) 720-7102
kmasud@roth.com

Equity Capital Markets

Aaron Gurewitz
President & Head of
Investment Banking
(949) 720-5703
agurewitz@roth.com

Nazan Akdeniz
COO &
Managing Director
Equity Capital Markets
(949) 720-5740
nakdeniz@roth.com

Transaction Information

CPI Card Group Inc. (Nasdaq: PMTS) announced the commencement of a private offering by its wholly-owned subsidiary, CPI CG Inc. (the "issuer"), of \$285 million aggregate principal amount of senior secured notes due 2029 (the "notes"). The offering is subject to market and other conditions, and there is no assurance that the offering will be completed or, if completed, the terms on which it will be completed.

The issuer intends to use the net proceeds from the offering, together with cash on hand, to redeem all of the issuer's outstanding 8.625% senior secured notes due 2026 (the "2026 notes") and to pay related fees, premiums and expenses.

The notes are expected to be general senior secured obligations of the issuer and guaranteed by the Company and all of its current and future wholly-owned domestic subsidiaries (other than the issuer) and will be secured by substantially all of the assets of the issuer and the guarantors, subject to customary exceptions.

The notes and related guarantees will be offered only to persons reasonably believed to be qualified institutional buyers in accordance with Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"), or outside the United States to certain non-U.S. persons in compliance with Regulation S under the Securities Act. The issuance and sale of the notes and related guarantees have not been, and will not be, registered under the Securities Act or the securities laws of any state or other jurisdiction, and the notes and related guarantees may not be offered or sold in the United States absent registration or an applicable

Lou Ellis
Managing Director
Equity Capital Markets
(949) 720-5739
lellis@roth.com

exemption from the registration requirements of the Securities Act and other applicable securities laws.

About CPI Card Group Inc.

CPI Card Group is a payments technology company providing a comprehensive range of credit, debit, and prepaid card and digital solutions, including Software-as-a-Service (SaaS) instant issuance. With a focus on building personal relationships and earning trust, we help our customers navigate the constantly evolving world of payments, while delivering innovative solutions that spark connections and support their brands. We serve clients across industry, size, and scale through our team of experienced, dedicated employees and our network of high-security production and card services facilities—located in the United States. For more information, visit cpicardgroup.com. (Source: Company Press Release 6.24.24)

About Roth Capital Partners

Roth Capital Partners, LLC ("ROTH") is a relationship-driven investment bank focused on serving growth companies and their investors. Our full service platform provides capital raising, high impact equity research, macroeconomics, sales and trading, technical insights, derivatives strategies, M&A advisory, and corporate access. Headquartered in Newport Beach, California, Roth is a privately-held, employee owned organization and maintains offices throughout the U.S. For more information on Roth, please visit www.roth.com.

[About Roth](#) | [Investment Banking](#) | [Capital Markets](#) | [Institutional Sales & Trading Research](#) | [Corporate Services](#) | [Corporate Access & Conferences](#) | [Press Room](#)

Date of Announcement: 8.26.24

The material, information and facts discussed in this announcement other than the information regarding Roth Capital Partners and its affiliates, are from sources believed to be reliable, but are in no way guaranteed to be complete or accurate. This announcement should not be used as a complete analysis of any companies, securities or topics discussed herein. Additional information is available upon request. This is not, however, an offer or solicitation of the securities discussed. Any opinions or estimates in this announcement are subject to change without notice. An investment in any security based on this announcement may involve risks and uncertainties that could cause actual results to differ materially from the forward-looking statements. Additionally, such investments may involve a high degree of risk and may not be suitable for all investors. No part of this announcement may be reproduced in any form without the express written permission of Roth. Copyright 2024.

Roth Capital Partners, LLC

888 San Clemente Drive, Newport Beach CA 92660 | Member SIPC/FINRA | www.roth.com

