

May 14, 2026



## Kodiak Gas Services Announces Pricing of Public Offering of Common Stock

THE WOODLANDS, Texas--(BUSINESS WIRE)-- Kodiak Gas Services, Inc. (NYSE: KGS) ("Kodiak" or the "Company") today announced that it has priced its previously announced underwritten public offering of 10,563,380 shares of common stock (the "Offering") at a price to the public of \$71.00 per share. Additionally, the Company has granted the underwriters a 30-day option to purchase up to an additional 1,584,507 shares of its common stock from the Company at the public offering price, less underwriting discounts and commissions. The Offering is expected to close on March 15, 2026, subject to the satisfaction of customary closing conditions.

The Company intends to use the net proceeds from the Offering for general corporate purposes, which will include the repayment of a portion of the outstanding borrowings under its asset-based lending facility, and which may also include funding growth capital for additional power generation equipment. Pending the potential use of the net proceeds of the Offering to fund growth capital for additional power generation equipment, the Company may temporarily apply such portion of the net proceeds to repay outstanding borrowings under its asset-based lending facility.

Goldman Sachs & Co. LLC and J.P. Morgan are acting as the joint book-running managers for the Offering. Barclays, BofA Securities, Citigroup, Jefferies, Piper Sandler, RBC Capital Markets, Wells Fargo Securities, Rothschild & Co, Stifel, Texas Capital Securities, TPH&Co., William Blair, and Raymond James acted as joint bookrunners for the Offering.

The Offering will be made only by means of a prospectus supplement and the accompanying base prospectus, which was filed as part of an automatic shelf registration statement on Form S-3ASR (File No. 333-295847), which was previously filed with the Securities and Exchange Commission (the "SEC") on May 13, 2026 and became automatically effective upon filing. Copies of the preliminary prospectus supplement and accompanying base prospectus relating to the Offering, as well as copies of the final prospectus supplement, once available, may be obtained on the SEC's website at [www.sec.gov](http://www.sec.gov) or by contacting Goldman Sachs & Co. LLC, Prospectus Department, 200 West Street, New York, NY 10282, telephone: 1-866-471-2526, facsimile: 212-902-9316 or by emailing [registration-syndops@ny.email.gs.com](mailto:registration-syndops@ny.email.gs.com); and J.P. Morgan Securities LLC, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, by email at [prospectus-eq\\_fi@jpmchase.com](mailto:prospectus-eq_fi@jpmchase.com) and [postsalemanualrequests@broadridge.com](mailto:postsalemanualrequests@broadridge.com).

This press release does not constitute an offer to sell, a solicitation to buy or an offer to purchase or sell any securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

## **About Kodiak**

Kodiak is a leading contract compression, distributed power, and energy infrastructure services provider in the United States. The Company serves as a critical link in the infrastructure chain that enables the safe, reliable and efficient production of energy. Headquartered in The Woodlands, Texas, Kodiak provides contract compression, distributed power, and related services to oil and gas producers, midstream customers, and digital infrastructure operators.

## **Cautionary Note Regarding Forward-Looking Statements**

This press release includes “forward-looking statements” for purposes of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements are statements other than statements of historical fact. Forward-looking statements can be identified by words such as: “anticipate,” “intend,” “plan,” “goal,” “seek,” “believe,” “project,” “estimate,” “expect,” “strategy,” “future,” “likely,” “may,” “should,” “will” and similar references to future periods. They include statements regarding the anticipated closing date of the Offering and the expected use of the net proceeds therefrom. Although Kodiak believes the expectations and forecasts reflected in the forward-looking statements are reasonable, Kodiak can give no assurance they will prove to have been correct. These forward-looking statements may be affected by inaccurate or changed assumptions or by known or unknown risks and uncertainties, most of which are difficult to predict and many of which are beyond Kodiak’s control. Important risks, assumptions and other important factors that could cause future results to differ materially from those expressed in the forward-looking statements are described in the Company’s filings with the SEC, including, but not limited to, those described under “Risk Factors” in Item 1A of Kodiak’s annual report on Form 10-K for the year ended December 31, 2025 and any updates to those factors set forth in Kodiak’s subsequent quarterly reports on Form 10-Q. Except as otherwise required by applicable law, Kodiak disclaims any duty to update any forward-looking statements, all of which are expressly qualified by the statements in this section, to reflect events or circumstances after the date of this press release.

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Source: Kodiak Gas Services, Inc.