

Saint-Vallier, November 6, 2023

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METALLIANCE carries out a new capital increase for a total of 4 million euros

METALLIANCE continues to increase its share capital to meet growth needs

METALLIANCE (EURONEXT ACCESS : MLETA - FR0010492181), a subsidiary of the GAUSSIN Group specializing in the design and manufacture of industrial equipment and mobile machinery, announces the completion of a reserved capital increase for the benefit of GAUSSIN SA, using the authority delegated by the 4th and 5th resolutions of the Annual General Meeting of June 1, 2023, with shareholders' pre-emptive rights waived in favor of a named person, for a total gross amount of 2.454,000 euros and, secondly, in favor of GHR by using the delegation of authority granted by the General Meeting of January 24, 2023 in its 6th and 7th resolutions, with shareholders' pre-emptive rights waived in favor of a named person for a total gross amount of 1.546.000 euros.

METALLIANCE intends to use the proceeds of the capital increase for general working capital purposes. The capital increase will also boost the company's equity capital and strengthen its cash position.

Description of the capital increase

METALLIANCE's Board of Directors has decided to carry out a reserved capital increase for a total gross amount of €4,000,000 (including issue premium) by issuing 320. 000 new shares at a unit subscription price of €12.50, i.e. a par value of €7 and an issue premium of €5.50, representing around 19.9% of METALLIANCE's share capital before the capital increase and corresponding to a dilution ratio of 16.59%, on the basis of delegations of authority granted by the General Meetings of January 24, 2023 in its 6th and 7th resolutions and of June 1, 2023 in its 4th and 5th resolutions, with cancellation of shareholders' preferential subscription rights.

GAUSSIN SA subscribed for 196,320 shares, which were fully paid up by offsetting certain, liquid and due claims on METALLIANCE, representing a total of 2,454,000 euros.

The remaining 123,680 shares issued in connection with the capital increase were subscribed by GHR and fully paid up in cash, representing a total of 1,546,000 euros.

The subscription price of 12.50 euros per new share represents a premium of around 3.31% to the average closing price of the Company's shares over the twenty trading days prior to the price being set.

All subscriptions were received, and the final completion of this capital increase was recorded by METALLIANCE's Chief Executive Officer on October 9, 2023, acting in accordance with the sub-delegation of authority granted to him by the Board of Directors on September 29, 2023.

Following this operation, METALLIANCE's share capital will be increased from 11,258,345 euros to 13,498,345 euros, divided into 1,928,335 shares with a par value of 7 euros each.

The new shares will carry dividend rights and will be traded on the same quotation line as the existing shares (ISIN FR0010492181, MLETA). They will be assimilated to existing shares as soon as they are issued, and will confer the same rights as existing shares in circulation.

Impact of the capital increase

Impact on equity

For information purposes, the impact of the capital increase on shareholders' equity per share (calculated on the basis of shareholders' equity at June 30, 2023 and the number of shares making up the Company's share capital at that date (1,608,335)) would be as follows:

- equity per share (in euros) : 9,25 euros
- after issue of the 320,000 new shares : 9,79 euros

Impact on equity interest

As an indication, the impact of the capital increase on the shareholding of a shareholder holding 1% of GAUSSIN's share capital prior to the capital increase (calculations based on the number of shares making up METALLIANCE's share capital on today's date) would be 0.834% of the share capital after the issue of the 320,000 new shares.

For information purposes, to the best of METALLIANCE's knowledge, the breakdown of share capital* before and after the settlement-delivery operations for the capital increase will be as follows:

	Before capital increase	After capital increase
Registered shareholders	99,25 %	99,37 %
Bearer	0,75 %	0,63 %

* Theoretical breakdown based on the list of registered shareholders at October 4, 2023 provided by Société Générale Securities Services.

Warning

As a reminder, the above transaction was carried out exclusively in connection with the use of delegations of authority to carry out a reserved issue of shares in the Company and of securities giving access to shares in the Company, without pre-emptive subscription rights for the benefit of persons specifically designated in accordance with Article L.225-138 of the French Commercial Code. It does not constitute a public offering within the meaning of Article L.411-1 of the French Monetary and Financial Code. Consequently, the transaction has not given rise and will not give rise to the preparation of a prospectus subject to the visa of the Autorité des marchés financiers.

Detailed information about the Company, including its business, results and risk factors, is provided in the press release dated January 16, 2023 and in the management report presented to the Annual General Meeting on June 1, 2023. These documents, together with other regulated information and press releases, can be consulted on the company's website at (<https://www.metalliance-tsi.com/fr/>).

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Financial securities may only be offered or sold in the United States following registration under the U.S. Securities Act of 1933, as amended ("Securities Act"), or pursuant to an exemption from such registration requirement. The Company securities that are the subject of this press release have not been and will not be registered under the Securities Act, and the Company does not intend to make a public offering of the financial securities that are the subject of this press release in the United States.

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Next steps

GAUSSIN's General Meeting of shareholders : 22 November 11 a.m., in Héricourt (HQ)

About METALLIANCE

METALLIANCE is a French manufacturer and inventor of multi-service vehicles for underground works logistics, more commonly known as MSVs (Multi Service Vehicles). It designs and builds mobile machines or equipment for the realization of infrastructures in the world of transport (road, rail, metro), and energy (oil and gas, gas, steam...).

Since July 2020, METALLIANCE has been part of GAUSSIN, an engineering group which designs, assembles and markets innovative products and services in the field of freight transport and clean and intelligent mobility. GAUSSIN has been listed on Euronext Growth in Paris since 2010.

More information on www.metalliance-tsi.com

About GAUSSIN

GAUSSIN is an engineering company that designs, assembles and markets innovative products and services in the field of transport and logistics. Its know-how covers the transport of goods and people, autonomous technologies for driverless use such as Automotive Guided Vehicles, and the integration of all types of batteries, particularly electric and hydrogen batteries. With more than 50,000 vehicles worldwide, GAUSSIN enjoys a strong reputation in four rapidly expanding markets: port and airport terminals, logistics and people mobility. The group has signed agreements with global companies: Qatar Airways Cargo, Maersk APMT, UPS and Amazon. GAUSSIN has expanded its business model by signing licensing agreements to accelerate the distribution of its technology throughout the world. The acquisition of METALLIANCE is the culmination of the emergence of an international group present in all segments of intelligent and clean vehicles.

GAUSSIN won twice the Dubai World Challenge - Global Competition for Autonomous Transport, in 2019 and 2021.

In January 2022, GAUSSIN successfully completed the 2022 Dakar Rally with its H2 Racing Truck®, the first hydrogen vehicle to take part in the race and generate zero CO2 emissions.

In March 2022, Christophe Gaussin was named "Hydrogen Personality of the Year" during a ceremony at the French National Assembly as part of the Hydrogénies - Trophées de l'Hydrogène.

In April 2023, GAUSSIN joined forces with the Japanese giant MACNICA to take over the assets of NAVYA, the French leader in autonomous driving, through the creation of a joint company dedicated to autonomous and clean mobility.

GAUSSIN is listed on Euronext Growth in Paris since 2010 (EURONEXT GROWTH - FR0013495298).

More information on www.GAUSSIN.com



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* This press release contains forward-looking statements. Forward-looking statements are not historical facts but rather projections and estimates and their underlying assumptions, statements relating to plans, objectives, intentions and expectations regarding financial results, events, operations, future services, product development and the related potential or future performance. These forward-looking statements can often be identified by the words “expect”, “anticipate”, “believe”, “intend”, “estimate” or “plan”, and other similar terms. Although the management of GAUSSIN believes these forward-looking statements to be reasonable, investors are warned that such statements are subject to numerous risks and uncertainties, which are difficult to predict and generally beyond the control of GAUSSIN. This may mean that actual results and events differ materially from those expressed, implied or anticipated in forward-looking information and statements. These risks and uncertainties include uncertainties relating to supply difficulties linked to the health situation, the shortage of raw materials or current conflicts, the decisions of State authorities, changes in exchange rates and interest rates, and inflation. GAUSSIN makes no commitment to update forward-looking information and statements, subject to applicable regulations, in particular articles 223-1 et seq. of the general regulations of the French stock market authority (AMF).