



Press release

Mon Courtier Energie Groupe, the leading French B2B energy broker, launches its Initial Public Offering on Euronext Growth® Paris

- **Capital increase of approximately €7.0 million, which may be increased to €9.3 million should the Extension Clause and Over-Allotment Option be exercised in full**
- **Fixed Price Offering: €9.65 per share**
- **Subscription commitment of €3.8 million received from Eiffel Investment Group**
- **Closing of the subscription period at 8 pm (Paris time) on May 25, 2023, in respect of the Fixed Price Offering and at 12 pm (Paris time) on May 26, 2023 in respect of the Global Placement**
- **Eligibility for PEA and PEA-PME equity savings schemes, Income tax reduction and Economic reinvestment with respect to a capital contribution and subsequent share transfer (article 150-0 B ter of the French General Tax Code)**

Bordeaux (France), May 10, 2023, 7.30 am CEST – Mon Courtier Energie Groupe, a B2B energy brokerage company, announces the launch of its initial public offering in the context of the listing of its shares on the Euronext Growth® market in Paris (ISIN code: FR001400H3A0 - Ticker: ALMCE)

The French Stock Market Authority (*Autorité des Marchés Financiers*, the AMF) approved, on May 9, 2023 under number 23-143, the Prospectus relating to Mon Courtier Energie Groupe's initial public offering comprising the Registration Document, approved on April 18, 2023 under number I.23-011, the Supplement to the Registration Document approved by the AMF under number I. 23 – 026, on May 9, 2023, and a Securities Note (*Note d'Opération*) including the summary of the Prospectus.

Mon Courtier Energie Groupe: the leading French B2B energy broker

Mon Courtier Energie Groupe is the leading energy brokerage network in France with 23 branches and more than 24,000 clients¹ at end-2022 who can thus benefit from help with their energy choices, their energy transition and the optimisation of their energy bills.

¹ These 24,000 clients correspond to 24,000 active delivery points for which the supplying of natural gas or electricity is ongoing.



Mon Courtier Energie Groupe has generated strong growth since its creation in 2017. Over the **last 4 years, its revenue has been multiplied by 12**. This growth has not been achieved at the expense of profitability: **the Group has been continuously profitable since 2019**.

In 2022, the Group has recorded consolidated revenue of €19.2 million, up 96% on the previous year, and posted an operating margin of 12.5%, up more than 5 points compared to 2021.

Mon Courtier Energie Groupe's 2025 targets:

- **Revenue of over €40 million**
 - of which more than 10% from energy transition consulting services
 - of which more than 15% generated abroad
- **Operating profit of approximately €5 million**
- **A network of more than 40 branches**

Purpose of the Offer: accelerating the profitable growth strategy

The net proceeds of the Offer, totalling €6.0m (excluding the Extension Clause and Over-Allotment Option), will be allocated to financing the following strategic objectives:

- Approximately 50% will be devoted to accelerating the commercial network in France and strengthening the Bordeaux head-office teams for the development of brokerage and energy contract management support activities. These funds will be used to develop the Group's brand awareness, open new branches to expand the network to more than 40 branches by end-2025, and recruit new staff;
- Approximately 30% will be devoted to developing international business, and notably to continuing its development in Spain (10%) and launching an activity in Italy (20%);
- Approximately 20% will be devoted to developing the activity related to supporting companies with their energy transition, and notably to strengthening the newly created team, seeking partnerships, developing offers and marketing.

Structure of the Offer

The Offered Shares will be distributed through a global offering (the "Offer"), comprising:

- A public offering in France in the form of a fixed price offering aimed primarily at individuals (the "Fixed Price Offering" or "FPO"), it being specified that:
 - orders will be broken down according to the number of shares requested: A1 order fractions (from 1 share up to and including 250 shares) and A2 order fractions (more than 250 shares);
 - A1 order fractions will be prioritised over A2 order fractions should it not be possible to fully satisfy all orders;
- A global placement aimed primarily at institutional investors (the "Global Placement"), comprising:
 - a placement in France; and
 - an international private placement in certain countries (notably excluding the United States of America, Canada, Australia and Japan).

If the demand expressed in the context of the FPO so allows, the number of shares allocated in response to orders issued with regard to the FPO will equal at least 10% of the number of shares offered in the context of the Offer before any exercise of the Extension Clause or the Over-Allotment Option.

Initial size of the Offer

The Company will issue a maximum number of 725,388 new ordinary shares (the "Initial New Shares") in the context of a capital increase in cash with cancellation of the shareholders' preferential subscription rights by way of a public offering (corresponding, for information purposes, to a total amount, including the issue premium, of approximately €7.0m).

Extension Clause

Depending on demand, the Company could – in agreement with the Global Coordinator, Lead Manager and Bookrunner – decide to increase the number of Initial New Shares by a maximum of 15%, i.e. a maximum of 108,808 shares, at the Offer Price. The decision whether to exercise the Extension Clause will be made at the time the final terms and conditions of the Offer are set by the Board, which is scheduled for May 26, 2023.

Over-Allotment Option

For stabilisation operation needs and in order to cover possible over-allotments, the Company could grant to the Global Coordinator, Lead Manager and Bookrunner an option allowing the issuance of a number of shares representing a maximum total of 15% of the combined number of Initial New Shares and Additional New Shares, i.e. a maximum number of 125,129 Supplementary New Shares, on the basis of the Offer Price.

This Over-Allotment Option, enabling any over-allotments to be covered, may be exercised by the Global Coordinator, Lead Manager and Bookrunner, in whole or in part, at the Offer Price, in one go and at any time, for thirty calendar days from the start of trading in the Company's shares on Euronext Growth Paris, i.e. – according to the indicative timetable – from May 31 until June 30, 2023 (inclusive).

Offer Price

The price of the shares offered in the context of the FPO will be the same as the price of the shares offered in the context of the Global Placement (the "Offer Price"). The Offer Price has been set, by the Company's Board of Directors on May 5, 2023, at 9.65 euros per share.

Gross and net proceeds of the Offer

For information purposes, the gross and net proceeds of the issue would be the following:

In € million	75% of the Offer completed	100% of the Offer completed	100% + full exercise of the Extension Clause	100% + full exercise of the Extension Clause and Over-Allotment Option
Gross proceeds	5.2	7.0	8.0	9.3
Estimated expenses	0.9	1.0	1.0	1.1
Net proceeds	4.4	6.0	7.0	8.2

No expenses will be charged to investors.

Subscription commitments

The Company has received a subscription commitment from Eiffel Investment Group for an amount of €3.8million, representing approximately 54% of the Initial Offering (excluding exercise of the Extension Clause and Over-Allotment Option).

Revocation of subscription orders

Subscription orders placed by individuals online in the context of the FPO will be revocable online until the FPO closes (8 pm Paris time on May 25, 2023). It is up to individuals to contact their financial intermediary to check, firstly, the terms and conditions for revoking orders submitted online and, secondly, whether orders transmitted via other channels are revocable and under what conditions. Any order issued in the context of the Global Placement may be revoked exclusively with the Global Coordinator, Lead Manager and Bookrunner until 12 pm (Paris time) on May 26, 2023, except in the event of early closing or extension.

Lock-up commitments

Lock-up commitment by the Company: 180 days from the Settlement-Delivery of the Offer, subject of the *Note d'Opération*.

Lock-up commitment by shareholders: 360 days from the Settlement-Delivery of the Offer, subject to certain customary exceptions such as divestments to a third party approved beforehand by the Global Coordinator, Lead Manager and Bookrunner that must be accompanied by the commitment of the transferee over the remaining term of the initial commitment, the contribution to a public tender or exchange offer for the Company's shares, or the transfer to a controlled entity.

Indicative timetable of the Operation

May 9, 2023	Approval of the Prospectus by the AMF
May 10, 2023	Press release announcing the Offer and the availability of the Prospectus Opening of the FPO and the Global Placement
May 25, 2023	Closing of the FPO at 5 pm (Paris time) in person and 8 pm (Paris time) online
May 26, 2023	Closing of the Global Placement at 12 pm (Paris time) Definitive setting of the Terms of the Offer & possible exercise of the Extension Clause Press release indicating the result of the FPO and the Global Placement as well as the definitive number of Shares Offered Signing of the Placement Agreement
May 30, 2023	Settlement-Delivery of the FPO and the Global Placement
May 31, 2023	Registering and trading of the Company's shares on <i>Euronext Growth</i> Paris begins Start of the stabilisation period, if any
June 30, 2023	Deadline for the exercise of the Over-Allotment Option End of the stabilisation period, if any

Terms of subscription

The issuance that is the subject of the Offer is undertaken without pre-emptive subscription rights. Persons wishing to participate in the Fixed Price Offering must submit their orders via

an authorised financial intermediary in France by no later than May 25, 2023 at 5 pm (Paris time) for subscriptions in person and 8 pm (Paris time) for online subscriptions.

To be taken into account, orders issued in the context of the Global Placement must be received by the Global Coordinator, Lead Manager and Bookrunner no later than 12 pm (Paris time) May 26, 2023, except in the event of early closing.

Identification codes of Mon Courtier Energie Groupe shares

- Name: MON COURTIER ENERG
- ISIN code: FR001400H3A0
- Ticker: ALMCE

Financial intermediaries and advisors



Advisor and
Listing Sponsor



Investment Services
Provider

fieldfisher

Deal counsel



Statutory
Auditors

mazars

Chartered
Accountants

NewCap^x

Financial
Communication

Access additional information on the website devoted to Mon Courtier Energie Groupe's IPO project:

www.mce-finance.com

Availability of the Prospectus

A Prospectus, comprising (i) the Registration Document approved by the AMF under number I.23-011 on April 18, 2023, (ii) the Supplement to the Registration Document approved by the AMF under number I. 23 - 026, on May 9, 2023, and (iii) a Securities Note (*Note d'Opération*) including a summary of the Prospectus, was approved by the AMF on May 9, 2023 under number 23-143. This Prospectus is available free of charge upon request from the Company's head offices as well as on the AMF website (www.amf-france.org) and the Company's website (www.mce-finance.com). Investors' attention is drawn to the risk factors detailed in the Prospectus. The approval of this Prospectus should not be taken as a favourable opinion on the securities offered.

Mon Courtier Energie Groupe would like to draw the public's attention to Chapter 3 "Risk Factors" of the Registration Document and the Supplement to the Registration Document as well as to Chapter 3 "Market Risk Factors that may materially affect the securities offered" of the Securities Note. The occurrence of one or more of these risks could have a significant adverse impact on the Group's business, reputation, financial situation, results or prospects, as well as Mon Courtier Energie Groupe's share price.

About Mon Courtier Energie Groupe:

Founded in Bordeaux in 2017, in just a few years Mon Courtier Energie Groupe has become the leading French energy broker on the B2B market. The Group's mission is to help companies with the global management of their energy budget in order to reduce or optimise their gas and/or electricity bill. Mon Courtier Energie Groupe's service offer comprises brokerage and advice regarding energy purchasing, the management and optimisation of contracts and energy transition guidance.

Mon Courtier Energie Groupe draws on the expertise of more than 130 people at its head offices and in "licenced" branches around the country.

For further information, please go to www.moncourtierenergie.com.

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This press release does not constitute and shall not be deemed to constitute a public offer, an offer to purchase or subscribe or to solicit the public interest in a transaction by way of a public offer.

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position, results, cash flows and developments in the industry in which it operates are consistent with the forward-looking information contained in this document, such results or developments may not be a reliable indication of Mon Courtier Energie Groupe's future results or developments. This information is given only as of the date of this press release. Mon Courtier Energie Groupe makes no commitment to publish updates to this information or on the assumptions on which it is based, except in accordance with any legal or regulatory obligation applicable to it.

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