

Héricourt, 16 February, 2023

Reminder for GAUSSIN's Extraordinary General Meeting of March 7, 2023

**The company's shareholders are called upon to vote at an EGM that will
be decisive for the successful implementation of GAUSSIN's strategy**

GAUSSIN (ALGAU - FR0013495298) reminds that the company's Extraordinary General Meeting will be held on second call, on Tuesday 7 March. The Group wishes to emphasize the importance of this vote for its development.

The Extraordinary General Meeting of March 7, 2023, is important for the development of GAUSSIN and the Group invites its shareholders to attend. The main resolutions to be submitted for your approval will concern the financial delegations and authorizations granted to the Board of Directors, including the authorization granted to the Board of Directors to issue share warrants to Amazon, as detailed below.

GAUSSIN previously announced an order for 329 GAUSSIN ATM® 38T "FULL ELEC" yard tractors from Amazon, which is inclusive of the GAUSSIN ATM® 38T "FULL ELEC" yard tractors order referenced in GAUSSIN's financial results release from October 31, 2022. The order represented a step towards expanding GAUSSIN's commercial and production footprint in North America. The agreement with Amazon commits to delivering the electric yard tractors to Amazon sites in the United States beginning in 2023. These vehicles will be manufactured in France at the Saint-Vallier plant. GAUSSIN NA is also planning to open a manufacturing facility in the U.S. in 2023 to begin transitioning to local fulfillment.

The extraordinary general meeting of 7 March 2023 is to approve the resolution allowing Amazon to receive warrants for up to 20% of GAUSSIN's fully diluted shares on a post-issuance basis as of the date of signing of the warrant issuance agreement. Each warrant will entitle its holder to subscribe to one GAUSSIN share, subject to anti-dilution adjustments.

The warrants, which do not represent a direct investment or acquisition of GAUSSIN shares by Amazon, will have a 10-year term from the date of their issuance after shareholder approval and will vest in three successive tranches based on payments by Amazon to GAUSSIN in connection with the orders during such term, with full vesting either if payments reach \$500 million, or upon a change of control of GAUSSIN.

The exercise price for the initial 15% of warrant coverage will be €4.04 (i.e., the volume-weighted average price (VWAP) for the 30 trading days preceding the press release dated 14 December 2022), and the exercise price for the remaining 5% will be determined on the date on which payments made by AMAZON in connection with the orders result in the full vesting and exercisability of the initial 15% and will be equal to ninety percent (90%) of the 30-day VWAP preceding such date.

The theoretical dilution on the shareholding of a shareholder holding 1% of the share capital of GAUSSIN prior to the exercise of all the warrants (calculated on the basis of the number of shares

representing the share capital of GAUSSIN as of today) would be as follows: 0.80% (and 0.76% on a diluted basis).

Next steps

Shareholders' Meeting: March 7, 2023, in Héricourt

Publication of 2022 results: April 27, 2023

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. Each of these partners is a world leader in its sector. 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.

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

More information on www.GAUSSIN.com



Contacts

GAUSSIN

Christophe Gaussin, invest@gaussin.com
+33(0)3.84.46.13.45

Ulysse Communication

Nicolas Daniels, ndaniels@ulyse-communication.com
+33(0)6.63.66.59.22
Charles Courbet, ccourbet@ulyse-communication.com
+33(0)6.28.93.03.06

More information on www.gaussin.com