



Ad hoc announcement pursuant to Art. 53 LR

Basel, 6 September 2022

MCH Group: Extraordinary General Meeting of 28 September 2022

## **Parameters of the proposed capital increase**

With the publication and the mailing of the documents of the Extraordinary General Meeting on 28 September 2022, MCH Group announces the parameters of the announced rights offering and the proposed ordinary capital increase:

- The Board of Directors intends to determine the maximum number of new shares to be offered in the rights offering in a way that, based on the subscription price, gross proceeds in the maximum amount of up to around CHF 80 million will be generated. Thereof CHF 68 million are backstopped by the Canton of Basel-Stadt and Lupa Systems.
- In the invitation to the Extraordinary General Meeting published today, the Board of Directors proposes an ordinary capital increase through issuance of up to 18,586,688 new registered shares with subscription rights of the shareholders. The final proposed maximum number of new shares to be issued and the subscription price are expected to be determined and announced by the Board of Directors shortly before the Extraordinary General Meeting.
- As a result of the capital increase, the shareholding of the Canton of Basel-Stadt and of Lupa Systems in the MCH Group is expected to increase to over 33 1/3% each. The Swiss Takeover Board (TOB) has granted the Canton of Basel-Stadt on 27 July 2022 an exemption from the obligation to make an offer pursuant to Article 135 of the Financial Market Infrastructure Act (FINMIA) for all listed equity securities of the company (so-called mandatory offer) if this threshold is exceeded. As the current articles of association of the MCH Group provide for a selective opting-up in favour of Lupa Systems and the persons acting in concert with it, exceeding the threshold of 33 1/3% in connection with the capital increase will also for Lupa Systems not trigger an obligation to make an offer under Article 135 FINMIA.
- The conditions for the rights offering will be specified in a prospectus that the MCH Group will publish following the approval of the capital increase. The subscription rights shall be transferable and tradable.

- The publication of the prospectus and the start of the rights exercise period shall take place promptly after the approval of the Extraordinary General Meeting of the proposed ordinary capital increase.

The Extraordinary General Meeting on 28 September 2022, will be held in written form. Shareholders can exercise their rights exclusively by appointing the independent proxy.

**MCH Group**

<https://www.mch-group.com/en/>

**Documents Extraordinary General Meeting**

<https://www.mch-group.com/en/investors/general-meeting/>

**Ad hoc announcements**

<https://www.mch-group.com/en/investors/ad-hoc-announcements/>

**News**

<https://www.mch-group.com/en/news/>

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