
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES
EXCHANGE ACT OF 1934**

Date of Report: February 7, 2023

Commission File Number: 001-36891

**Collectis S.A.
(Exact Name of registrant as specified in its charter)**

**8, rue de la Croix Jarry
75013 Paris, France
+33 1 81 69 16 00
(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.
Form 20-F [] Form 40-F []

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

EXHIBIT INDEX

Exhibit **Title**

99.1 [Press release, dated February 7, 2023](#)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Collectis S.A.
(Registrant)

Date: February 7, 2023

/s/ André Choulika
André Choulika
Chief Executive Officer

Collectis Announces Closing of Global Offering and Exercise of Underwriters' Option to Purchase Additional Shares

NEW YORK, Feb. 07, 2023 (GLOBE NEWSWIRE) -- Collectis S.A. ("Collectis" or the "Company") (Euronext Growth: ALCLS - NASDAQ: CLLS), a clinical-stage biotechnology company using its pioneering gene-editing platform to develop life-saving cell and gene therapies, announced today:

- the initial closing on February 7, 2023 of the previously announced underwritten global offering by way of a capital increase of 8,800,000 American Depositary Shares (the "ADSs"), each representing the right to receive one ordinary share of Collectis, nominal value €0.05 per share (the "Global Offering"), which launched on February 2, 2023; and
- the exercise by the underwriters, Jefferies LLC and Barclays Capital Inc., of their option (the "Option") to purchase an additional 1,107,800 ordinary shares (the "Additional Ordinary Shares") of the Company to be delivered in the form of an aggregate of 1,107,800 ADSs (the "Additional ADSs").

The Additional ADSs will be listed on the Nasdaq Global Market under the symbol "CLLS", and the Company's Additional Ordinary Shares will be listed on Euronext Growth in Paris under the symbol "ALCLS". The closing of the Option is expected to occur on February 8, 2023, subject to customary closing conditions.

Following the Global Offering and Option exercise, the total number of ordinary shares issued in the form of ADSs amounts to 9,907,800, bringing the gross proceeds of the Global Offering and Option to the Company to approximately \$24,769,500 (€22,695,162.18) and the aggregate net proceeds to the Company, after deducting underwriting commissions and estimated offering expenses, to approximately \$22,783,330 (€20,875,325.27).

Jefferies LLC and Barclays Capital Inc. acted as joint book-running managers for the Global Offering.

The Company plans to use (i) approximately \$17.0 million (€15.6 million) of the net proceeds of the Global Offering to fund the continued clinical development of UCART 123, UCART22, UCART20x22, and UCARTCS1, and (ii) any remainder for working capital and other general corporate purposes.

Based on the planned use of proceeds from the Global Offering and Option, Collectis believes that its cash and cash equivalents and cash flow from operations (including payments it expects to receive pursuant to collaboration agreements and anticipated government funding of research programs, but excluding any potential borrowings under the Company's finance contract with European Investment Bank) will be sufficient to fund Collectis' operations into Q2 2024.

The offering price of \$2.50 per Additional ADS, corresponding to an offering price of €2.29 per Additional Ordinary Share (based on an exchange rate of €1.00 = \$1.0914 as published by Bloomberg on February 2, 2023), was equal to the volume weighted average price of Collectis' ordinary shares on Euronext Growth in Paris over the last three trading sessions preceding the pricing of the Global Offering (i.e., January 31 and February 1 and 2, 2023), minus a discount of 20%, and was determined by Collectis pursuant to the 17th resolution of Collectis, which was approved at the combined meeting of the Company's shareholders held on June 28, 2022.

The partial exercise of the Option is part of stabilization activities carried out since the announcement of Collectis' Global Offering. The stabilization period is now closed.

The ADSs and the Additional ADSs are being offered pursuant to an effective shelf registration statement on Form F-3 (Registration No. 333-265826) relating to the securities to be issued in the Global Offering (including the Option), which was filed with the Securities and Exchange Commission (SEC) on June 24, 2022 and subsequently declared effective on July 7, 2022.

The Global Offering and the Option were made only by means of a prospectus and prospectus supplement that form a part of the registration statement. A preliminary prospectus supplement and a final preliminary prospectus relating to the Global Offering and the Option were filed with the SEC on February 2, 2023 and are available on the SEC's website at www.sec.gov. Copies of the final prospectus supplement (and accompanying prospectus) relating to the Global Offering may be obtained from Jefferies LLC, Attention: Equity Syndicate Prospectus Department, 520 Madison Avenue, 2nd Floor, New York, NY 10022 or by telephone at (877) 821-7388 or by email at Prospectus_Department@Jefferies.com; or Barclays Capital Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or by telephone (888) 603-5847 or by email at Barclaysprospectus@broadridge.com. This press release does not constitute an offer to sell or the solicitation of an offer to buy securities, and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.

Special Note Regarding Forward-Looking Statements

This press release contains "forward-looking" statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, including, but not limited to, statements regarding Collectis' intended use of proceeds from the Global Offering and the Option and projected cash runway. Words such as "anticipates," "believes," "expects," "intends," "projects," "anticipates," and, "future" or, "can," "could," "is designed to," "may," "might," "plan," "potential," "predict," "objective," "scheduled," "should," and "will," or the negative of these and similar expressions are intended to

identify forward-looking statements. These forward-looking statements, which are based on our management's current expectations and assumptions and on information currently available to management. These forward-looking statements involve known and unknown risks, uncertainties and other factors that could cause actual results to differ materially from those implied by the forward-looking statements, such as: market conditions, including the trading price and volatility of Collectis' ADSs and ordinary shares, and risks related to Collectis' business and financial performance. Further information on the risk factors that may affect company business and financial performance is included in Collectis' Annual Report on Form 20-F for the year ended December 31, 2021 and subsequent filings Collectis makes with the SEC from time to time which are available on the SEC's website at www.sec.gov. The forward-looking statements included in this press release speak only as of the date of this press release, and except as required by law, Collectis assumes no obligation to update these forward-looking statements publicly.

About Collectis

Collectis is a clinical-stage biotechnology company using its pioneering gene-editing platform to develop life-saving cell and gene therapies. Collectis utilizes an allogeneic approach for CAR-T immunotherapies in oncology, pioneering the concept of off-the-shelf and ready-to-use gene-edited CAR T-cells to treat cancer patients, and a platform to make therapeutic gene editing in hemopoietic stem cells for various diseases. As a clinical-stage biopharmaceutical company with over 22 years of experience and expertise in gene editing, Collectis is developing life-changing product candidates utilizing TALEN®, its gene editing technology, and PulseAgile, its pioneering electroporation system to harness the power of the immune system in order to treat diseases with unmet medical needs. Collectis' headquarters are in Paris, France, with locations in New York, New York and Raleigh, North Carolina. Collectis is listed on the Nasdaq Global Market (ticker: CLLS) and on Euronext Growth in Paris (ticker: ALCLS).

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Disclaimers

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

The distribution of this document may, in certain jurisdictions, be restricted by local legislations. Persons into whose possession this document comes are required to inform themselves about and to observe any such potential local restrictions.

This document does not constitute an offer to the public in France (except for public offerings defined in Article L.411-2 1° of the French Monetary and Financial Code to qualified investors (*investisseurs qualifiés*)) and the securities referred to in this document can only be offered or sold in France pursuant to Article L. 411-2 1° of the French Monetary and Financial Code to qualified investors (*investisseurs qualifiés*) (as such term is defined in Article 2(e) of the Prospectus Regulation) in accordance with Articles L. 411-1, L. 411-2 and D. 411-2 to D. 411-4 and D. 744-1, D. 754-1 and D. 764-1 of the French Monetary and Financial Code.

This announcement is not an advertisement and not a prospectus within the meaning of the Prospectus Regulation.

With respect to the member States of the European Economic Area, no action has been undertaken or will be undertaken to make an offer to the public of the securities referred to herein requiring a publication of a prospectus in any relevant member State. As a result, the securities may not and will not be offered in any relevant member State except in accordance with the exemptions set forth in Article 1 (4) of the Prospectus Regulation or under any other circumstances which do not require the publication by the Company of a prospectus pursuant to Article 3 of the Prospectus Regulation and/or to applicable regulations of that relevant member State.

This document is only being distributed to, and is only directed at, persons in the United Kingdom that (i) are "investment professionals" falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Order"), (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations, etc.") of the Order, or (iii) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of Article 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "Relevant Persons"). This document is directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this document relates is available only to Relevant Persons and will be engaged in only with Relevant Persons.

MIFID II product governance / Retail investors, professional investors and ECPs only target market - Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the new shares has led to the conclusion that: (i) the target market for the new shares is retail investors, eligible counterparties and professional clients, each as defined in Directive 2014/65/UE, as amended ("MiFID II"); and (ii) all channels for distribution of the new shares to retail investors, eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the new shares (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the new shares (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels. For the avoidance of doubt, even if the target market includes retail investors, the manufacturers have decided that the new shares will be offered, as part of the initial offering, only to eligible counterparties and professional clients.

Attachment

- CLLS99 - FO 2023 Press Release - Closing and Greenshoe (Draft Feb. 7, 2023)
(1535379410.6) (<https://ml.globenewswire.com/Resource/Download/4f9b1ef3-b075-4e69-bfcb-c6e928af14ad>)