

M3-Brigade Acquisition III Corp. Announces Pricing of Upsized \$261 Million Initial Public Offering

NEW YORK, Oct. 21, 2021 /PRNewswire/ -- M3-Brigade Acquisition III Corp. (the “Company”), a special purpose acquisition company, announced the pricing of its initial public offering of 26,100,000 units at a price of \$10.00 per unit. The units will be listed on the New York Stock Exchange and trade under the ticker symbol “MBSC.U” beginning October 22, 2021. Each unit consists of one share of Class A common stock of the Company and one-third of one redeemable public warrant. Each whole public warrant entitles the holder thereof to purchase one share of Class A common stock of the Company at a price of \$11.50 per share. Once the securities comprising the units begin separate trading, the shares of Class A common stock and public warrants are expected to be listed on the New York Stock Exchange under the symbols “MBSC” and “MBSC WS,” respectively.

The Company is sponsored by M3-Brigade Sponsor III LP, a Delaware limited partnership, and is led by Mohsin Y. Meghji as the Executive Chairman of the Board of Directors and Matthew Perkal as Chief Executive Officer. The Company is a newly organized blank check company incorporated in March 2021 as a Delaware corporation for the purpose of effecting a merger, consolidation, share exchange, asset acquisition, share purchase, reorganization or business combination with one or more businesses.

Cantor Fitzgerald & Co. is serving as the sole book-running manager for this offering. The Company has granted the underwriters a 45-day option to purchase up to 3,915,000 additional units at the initial public offering price to cover over-allotments, if any. The offering is expected to close on October 26, 2021, subject to customary closing conditions.

The offering is being made only by means of a prospectus. When available, copies of the prospectus may be obtained from:

- Cantor Fitzgerald & Co, Attention: Capital Markets, 499 Park Avenue, 5th Floor New York, New York 10022; Email: prospectus@cantor.com

The registration statement relating to the securities became effective on October 21, 2021. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Cautionary Note Concerning Forward-Looking Statements

This press release contains statements that constitute “forward-looking statements,” including with respect to the proposed initial public offering and the anticipated use of the net proceeds. No assurance can be given that the proposed initial public offering will be completed on the terms described, or at all, or that the net proceeds of the initial public offering will be used as indicated. Forward-looking statements are subject to numerous conditions, many of which are beyond the control of the Company, including those set forth in the “Risk Factors” section of the Company’s registration statement and preliminary prospectus relating to the Company’s initial public offering filed with the Securities and Exchange Commission (the “SEC”). Copies are available on the SEC’s website at www.sec.gov. The Company undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by applicable law.

About M3-Brigade Acquisition III Corp.

M3-Brigade Acquisition III Corp. is a special purpose acquisition company formed for the purpose of effecting a merger, stock purchase or similar business combination with one or more businesses. We intend to focus its efforts on seeking and consummating an initial business combination with a company that has an enterprise value of at least \$1 billion, although a target entity with a smaller or larger enterprise value may be considered. While we may pursue an acquisition opportunity in any business industry or sector and in any geographic region, we expect to focus on businesses or companies which are based in North America and have been impacted by the COVID-19 pandemic or businesses in the renewable energy sector (or related products or services).

Contact:

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