

ERYTECH Pharma's Mixed General Shareholders' Meeting of 27th June 2017 voting results by resolution

Place de cotation : Euronext
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Site web : www.erytech.com

ERYTECH PHARMA
French *Société Anonyme*
With a sharecapital of Euros 1 174 064,80
Head Office: 60 Avenue Rockefeller
Bâtiment Adénine
69008 LYON - FRANCE
479 560 013 RCS LYON

Number of shares composing the capital : 11 744 448 shares

Number of shares with voting right : 11 741 948 shares

Number total of voting rights : 13 300 255 voting rights

Legal *quorum* :

- For the extraordinary decisions, is 25% of the shares having the right to vote, as to know 2 935 487 shares;
- For the ordinary decisions, is 20 % of the shares having the right to vote, as to know 2 348 390 shares.

	Number of Shareholders	Number of shares	Number of voting rights
Present to the meeting	9	447 737	881 771
Proxies	0	0	0
Proxies to the President	9	212 090	212 120
Postal voting forms	33	4 755 834	5 796 194
Total	51	5 415 661	6 980 085

The date of the General Shareholders' Meeting, the quorum was 46,122% representing 5 415 661 shares for 51 shareholders and 6 980 085 shares with voting rights.

Results by resolution :

I. Ordinary General Meeting

Resolutions (n#)	Resolutions (subject)	Resultts	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	off Vote
1	Approval of the financial statements for the year ended December 31, 2016	Adopted	6 890 085	100%	0	0,0%	0	0,00%	6 890 085	0
2	Approval of the consolidated financial statements for the year ended December 31, 2016	Adopted	6 890 085	100%	0	0,0%	0	0,00%	6 890 085	0
3	Allocation of the result for the year	Adopted	6 890 085	100%	0	0,0%	0	0,00%	6 890 085	0
4	Statutory Auditors' special report on regulated agreements and commitments with related parties	Adopted	6 723 893	97,78%	152 610	2,22%	0	0,00%	6 876 503	13 582

5	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning changes to the compensation of Jérôme Bailly	Adopted	6 353 326	92,213%	536 479	7,787%	0	0,00%	6 889 805	280
6	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning the training agreement of Jérôme Bailly	Adopted	6 838 211	99,251%	51 594	0,749%	0	0,00%	6 889 805	280
7	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Jérôme Bailly	Adopted	6 737 195	97,784%	152 610	2,216%	0	0,00%	6 889 805	280
8	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning the specific payment made in the event of change of control occurring during the two years of the bonus share plan to Jérôme Bailly	Adopted	4 367 646	63,392%	2 522 159	36,808%	0	0,00%	6 889 805	280

9	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning tax support services for Gil Beyen	Adopted	6 838 491	99,251%	51 594	0,749%	0	0,00 %	6 889 805	0
10	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Gil Beyen	Adopted	6 838 491	99,251%	51 594	0,749%	0	0,00 %	6 889 805	0
11	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Philippe Archinard	Adopted	6 825 191	92,249%	51 594	0,751%	0	0,00 %	6 876 785	13 300
12	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Luc Dochez	Adopted	6 838 491	92,251%	51 594	0,749%	0	0,00 %	6 890 085	0
13	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Hilde Windels	Adopted	6 838 490	99,251%	51 594	0,749%	0	0,00 %	6 890 084	1
14	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Martine J. George	Adopted	6 838 490	92,251%	51 594	0,749%	0	0,00 %	6 890 084	1

15	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Allene Diaz	Adopted	6 838 491	99,251%	51 594	0,749%	0	0,00%	6 890 085	0
16	Approval of the commitments set out in article L.225-38 of the French Commercial Code concerning support services in managing securities for Galenos	Adopted	6 838 491	92,251%	51 594	0,749%	0	0,00%	6 890 085	0
17	Approval of the compensation policy for executive corporate officers	Adopted	4 761 567	69,107%	2 128 518	30,893%	0	0,00%	6 890 085	0
18	Setting of attendance fees allocated to the Board of Directors	Adopted	6 737 459	97,784%	152 626	2,216%	0	0,00%	6 890 085	0
19	Renewal of the term of office of Martine J. George as director	Adopted	6 417 467	93,14%	472 617	6,86%	0	0,00%	6 890 084	1
20	Ratification/ Appointment of Allene Diaz as director	Adopted	6 890 085	100%	0	0%	0	0,00%	6 890 085	-

21	Appointment of the company BVBA Hilde Windels, represented by Hilde Windels as a new director	Adopted	6 294 119	91,35%	595 965	8,65%	0	0,00 %	6 890 084	1
22	Approval of the regulations of the share subscription and/or purchase options plan adopted by the Board of Directors on October 3, 2016	Adopted	6 706 888	97,341%	183 197	2,659%	0	0,00 %	6 890 085	0
23	Authorization for the Company to buy back its own shares	Adopted	5 844 123	84,819%	1 045 962	15,181%	0	0,00 %	6 890 085	0

II. Extraordinary General Meeting

Resolutions (n#)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off vote
24	Authorization for the Board of Directors to reduce the Company's share capital by canceling the treasury shares held by the Company	Adopted	6 800 065	98,693%	90 020	1,307%	0	0,00%	6 890 085	0

25	Delegation of authority to the Board of Directors to issue ordinary shares of the Company and securities giving access to shares to be issued immediately or in the future by the Company, with existing shareholders' preferential subscription rights maintained	Adopted	6 800 065	85,12%	1 025 222	14,88%	0	0,00%	6 890 085	0
26	Delegation of authority to the Board of Directors to issue ordinary shares of the Company and securities giving access to shares to be issued immediately or in the future by the Company, with shareholders' preferential subscription rights waived in the context of a public offering	Adopted	5 664 692	82,215%	1 225 393	77,785%	0	0,00%	6 890 085	0
27	Delegation of authority to the Board of Directors to issue ordinary shares of the Company and securities giving access to shares to be issued immediately or in the future by the Company, with preemptive subscription rights waived, in connection with offerings within the provisions in section II of Article L.411-2 of the French Monetary and Financial Code	Adopted	5 664 832	82,217%	1 225 253	17,783%	0	0,00%	6 890 085	0
28	Authorization for the Board of Directors, in the case of an issue, with existing shareholders' preferential subscription rights waived, of ordinary shares of the Company or securities giving access to ordinary shares to be issued by the Company, to set the issue price in accordance	Adopted	5 664 832	82,217%	1 225 253	17,783%	0	0,00%	6 890 085	0

	with the terms and conditions set by the General Meeting, of up to 10% of share capital per year									
29	Authorization for the Board of Directors, in the case of a capital increase with existing shareholders' preferential subscription rights maintained or waived, to increase the number of shares to be issued	Adopted	5 718 934	83,002%	1 171 151	16,998%	0	0,00%	6 890 085	0

30	Delegation of authority to the Board of Directors, with shareholders' preferential subscription rights waived, to increase the company's share capital through an issue reserved for certain categories of investors	Adopted	5 664 728	82,215%	1 225 357	17,785%	0	0,00 %	6 890 085	0
31	Delegation of authority to the Board of Directors to issue ordinary shares of the Company and securities giving access to shares to be issued by the Company in the event of a public exchange offer initiated by the Company, with shareholders' preemptive subscription rights waived	Adopted	5 668 868	82,275%	1 221 217	17,725%	0	0,00 %	6 890 085	0
32	Authorization for the Board of Directors to issue, with existing shareholders' preferential subscription rights waived, ordinary shares or securities giving access to ordinary shares to be issued, to be used as payment for in-kind contributions to the Company consisting of equity securities or other securities giving access to capital	Adopted	5 813 004	84,367%	1 077 081	15,633	0	0,00 %	6 890 085	0
33	Delegation of authority to the Board of Directors to increase capital by incorporating reserves, profits or premiums	Adopted	6 000 733	87,092%	889 352	12,908%	0	0,00 %	6 890 085	0

34	Delegation of authority to the Board of Directors to carry out capital increases reserved for employees enrolled in an Erytech Pharma Group savings plan, with shareholders' preemptive subscription rights waived	Rejected	3 568 961	51,798%	3 321 124	48,202%	0	0,00%	6 890 085	0
35	Authorization for the Board of Directors to award existing or future bonus shares, with existing shareholders' preferential subscription rights waived, to corporate officers or employees of the Company or related companies	Adopted	5 788 395	84,01%	1 101 690	15,99%	0	0,00%	6 890 085	0
36	Authorization for the Board of Directors to grant share subscription and/or share purchase options of the Company to corporate officers and employees of the Company or companies in the Erytech Pharma Group, entailing the waiver by shareholders of their preemptive rights to subscribe shares issued following the exercise of stock options	Adopted	5 799 425	84,17%	1 090 660	15,83%	0	0,00%	6 890 085	0
37	Authorization for the Board of Directors to issue share subscription warrants, with existing shareholders' preferential subscription rights waived, to corporate officers or employees of the Company or Erytech Pharma Group companies	Adopted	5 788 411	84,01%	1 101 674	15,99%	0	0,00%	6 890 085	0

38	Delegation given to the Board of Directors to bring the articles of incorporation into compliance with changes in legislation	Adopted	6 000 733	87,092%	889 352	12,908%	0	0,00 %	6 890 085	0
39	Powers for carrying out formalities	Adopted	6 890 085	100%	0	0,00%	0	0,00 %	6 890 085	0

About ERYTECH and ERY-ASP (GRASPA®): www.erytech.com

Founded in Lyon, France in 2004, ERYTECH is a clinical-stage biopharmaceutical company developing innovative therapies for rare forms of cancer and orphan diseases. Leveraging its proprietary ERYCAPS platform, which uses a novel technology to encapsulate therapeutic drug substances inside red blood cells, ERYTECH has developed a pipeline of product candidates targeting markets with high unmet medical needs. ERYTECH's initial focus is on the treatment of blood cancers, including acute lymphoblastic leukemia (ALL) and acute myeloid leukemia (AML), by depriving tumors of nutrients necessary for their survival. ERYTECH has recently filed for European Marketing Authorization for its lead product candidate, ERY-ASP, also known under the trade name GRASPA®, following positive efficacy and safety results from its completed Phase 2/3 pivotal clinical trial in Europe in children and adults with relapsed or refractory ALL. ERYTECH also has an ongoing Phase 1 clinical trial of ERY-ASP in the United States in adults with newly diagnosed ALL, and a Phase 2b clinical trial in Europe in elderly patients with newly diagnosed AML, each in combination with chemotherapy.

ERY-ASP consists of an enzyme, L-asparaginase, encapsulated inside donor-derived red blood cells. L-asparaginase depletes asparagine, a naturally occurring amino acid essential for the survival and proliferation of cancer cells, from circulating blood plasma.

Every year over 50,000 patients in Europe and the United States are diagnosed with ALL or AML. For about 80% of these patients, mainly adults and relapsing patients, current forms of L-asparaginase cannot be used due to their toxicity or as a result of allergic reactions. ERYTECH believes that the safety and efficacy profile of ERY-ASP/GRASPA®, as observed in its Phase 2/3 pivotal clinical trial, offers an attractive alternative option for the treatment of leukemia patients.

ERYTECH believes that ERY-ASP has the potential as a treatment approach in solid tumors and is conducting a Phase 2 clinical trial in Europe in patients with metastatic pancreatic cancer. In addition to its current product candidates that focus on using encapsulated enzymes to induce tumor starvation, ERYTECH is exploring the use of its platform for developing cancer vaccines and enzyme replacement therapies.

The EMA and the U.S. Food and Drug Administration (FDA) have granted orphan drug designations for ERY-ASP/GRASPA for the treatment of ALL, AML and pancreatic cancer. ERYTECH produces ERY-ASP at its own GMP-approved and operational manufacturing site in Lyon (France), and at a site for clinical production in Philadelphia (USA). ERYTECH has entered into licensing and distribution partnership agreements for ERY-ASP for ALL and AML in Europe with Orphan Europe (Recordati Group), and for ALL in Israel with TEVA, which will market the product under the GRASPA® brand name.

ERYTECH is listed on Euronext regulated market in Paris (ISIN code: FR0011471135, ticker: ERYP) and is part of the CAC Healthcare, CAC Pharma & Bio, CAC Mid & Small, CAC All Tradable, EnterNext PEA-PME 150 and Next Biotech indexes. ERYTECH is also listed in the U.S. under an ADR level 1 program (OTC, ticker EYRY).

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**Forward-looking information**

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