

## Kiadis issues “holdback” shares to former Cytosen shareholders

*This is a press release by Kiadis Pharma N.V. (Kiadis), pursuant to the provisions of Sections 5 paragraphs 4 and 5 and 6 paragraph 2 of the Dutch Decree on Public Takeover Bids (Besluit openbare biedingen Wft) in connection with the intended public offer by Sanofi for all the issued and outstanding ordinary shares in the capital of Kiadis (the Offer). This announcement does not constitute an offer, or any solicitation of any offer, to buy or subscribe for any securities. Any offer will be made only by means of an offer memorandum approved by the Dutch Authority for the Financial Markets (Autoriteit Financiële Markten) and recognized by the Belgian Authority for the Financial Markets (Autoriteit voor Financiële Diensten en Markten). This announcement is not for release, publication or distribution, in whole or in part, in or into, directly or indirectly, the United States, Canada and Japan or in any other jurisdiction in which such release, publication or distribution would be unlawful.*

**Amsterdam, The Netherlands, December 7, 2020 – Kiadis Pharma N.V. (“Kiadis” or the “Company”) (Euronext Amsterdam and Brussels: KDS)** today announces that, following the announcement on November 2, 2020 that Kiadis and Sanofi reached conditional agreement on the Offer, the Dutch public offer rules require Kiadis to announce in a press release all transactions by Kiadis relating to the ordinary shares in its capital. Accordingly, Kiadis makes the disclosures below.

The Company will today issue 267,012 ordinary shares of Kiadis stock with a nominal value of €0.10 to former CytoSen Therapeutics Inc. (“CytoSen”) shareholders pursuant to the agreement made in relation to the Company’s acquisition of CytoSen in June 2019. These “holdback” shares were contingently committed in the acquisition agreement subject to the expiration of an 18-month indemnity and other claims period, which expired on December 5, 2020. As this period now ceased, Kiadis will issue the related number of shares to the former CytoSen shareholders today.

Following the issuance of the 267,012 ordinary shares, on the date hereof the total number of issued and outstanding ordinary Kiadis shares is 40,308,501. The ordinary shares issued to the former CytoSen shareholders listed below represent 0.0066% of the issued and outstanding shares in the capital of Kiadis.

The former CytoSen shareholders who will be issued “holdback” shares are as follows:

Shareholder	Holdback Shares to be Issued
McKee Revocable Trust	63,969
KLM Investment Trust	58,393
HLJ Investments Series, LLC - CytoSen	31,682
Salim Family Enterprises, Ltd.	16,713
JNS Capital Investments LLC	14,081
McKee Family Foundation	9,362
Mr. Corneliuson	9,152
Mr. Lee	9,040
Mr. Jameson	6,748
Mr. and Mrs. Ciurea	5,905
Ms. Altomare	4,499
Ms. Copik	4,499
Mr. Igarashi	4,499
Mr. Martinuc	4,499
Lewen/Cooper Investments, Ltd.	3,520
UCF Research Foundation, Inc.	3,292
Mr. Oyer	2,999
Werker Beleggingsmaatschappij B.V.	2,999
BGL Series, LLC - CS Series	2,113
Mr. McMahon	2,113
CiMaas B.V.	1,500
Mr. Berman	1,408
Mr. Smith	1,408
Mr. Bos	1,407
Mr. Wilson	1,212

### Dutch Translation/Nederlandse vertaling

**Kiadis Pharma N.V.** maakt bekend dat, na de aankondiging op 2 november 2020 dat Kiadis en Sanofi voorwaardelijke overeenstemming hebben bereikt over een bod van Sanofi op Kiadis, de Nederlandse openbare biedingsregels Kiadis verplichten om in een persbericht alle transacties van Kiadis met betrekking tot de gewone aandelen in haar kapitaal openbaar te maken. Dienovereenkomstig doet Kiadis de onderstaande bekendmaking.

Kiadis zal vandaag 267.012 gewone aandelen Kiadis met een nominale waarde van €0,10 uitgeven aan voormalige aandeelhouders van

CytoSen Therapeutics Inc. ("**CytoSen**") op basis van de overeenkomst die is gesloten met betrekking tot de overname van CytoSen door Kiadis in juni 2019. Deze zogeheten 'holdback'-aandelen werden voorwaardelijk vastgelegd in de overnameovereenkomst onder voorbehoud van het verstrijken van een periode van 18 maanden voor schadeloosstelling en andere claims, welke periode afliep op 5 december 2020. In overeenstemming hiermee zal Kiadis het gerelateerde aantal aandelen vandaag uitgeven aan de voormalige CytoSen-aandeelhouders.

Na de uitgifte van de 267.012 gewone aandelen bedraagt het totaal aantal geplaatste en uitstaande gewone aandelen Kiadis 40.308.501. De gewone aandelen die zijn uitgegeven aan de voormalige aandeelhouders van CytoSen die hieronder worden vermeld, vertegenwoordigen 0,0066% van de uitgegeven en uitstaande aandelen in het kapitaal van Kiadis.

De voormalige aandeelhouders van CytoSen die 'holdback'-aandelen zullen ontvangen, zijn:

<b>Aandeelhouder</b>	<b>Holdback-aandelen uit te geven</b>
McKee Revocable Trust	63.969
KLM Investment Trust	58.393
HLJ Investments Series, LLC - CytoSen	31.682
Salim Family Enterprises, Ltd.	16.713
JNS Capital Investments LLC	14.081
McKee Family Foundation	9.362
Mr. Corneliuson	9.152
Mr. Lee	9.040
Mr. Jameson	6.748
Mr. and Mrs. Ciurea	5905
Ms. Altomare	4.499
Ms. Copik	4.499
Mr. Igarashi	4.499
Mr. Martinuc	4.499
Lewen/Cooper Investments, Ltd.	3.520
UCF Research Foundation, Inc.	3.292
Mr. Oyer	2.999
Werker Beleggingsmaatschappij B.V.	2.999
BGL Series, LLC - CS Series	2.113
Mr. McMahon	2.113
CiMaas B.V.	1.500
Mr. Berman	1.408
Mr. Smith	1.408
Mr. Bos	1.407
Mr. Wilson	1.212

**Dit is een samenvatting van het Engelstalige persbericht. Bij eventuele verschillen is de tekst van het Engelstalige persbericht altijd leidend.**

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**About Kiadis**

Founded in 1997, Kiadis is committed to developing innovative cell-based medicines for patients with life-threatening diseases. With headquarters in Amsterdam, The Netherlands, and offices and activities across the United States, Kiadis is reimagining medicine by leveraging the natural strengths of humanity and our collective immune system to source the best cells for life.

Kiadis is listed on the regulated market of Euronext Amsterdam and Euronext Brussels since July 2, 2015, under the symbol KDS. Learn more at [www.Kiadis.com](http://www.Kiadis.com).

**Kiadis Forward-Looking Statements**

*Certain statements, beliefs and opinions in this press release are forward-looking, which reflect Kiadis' or, as appropriate, Kiadis' officers' current expectations and projections about future events. By their nature, forward-looking statements involve a number of known and*

*unknown risks, uncertainties and assumptions that could cause actual results, performance, achievements or events to differ materially from those expressed, anticipated or implied by the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein. A multitude of factors including, but not limited to, changes in demand, regulation, competition and technology, can cause actual events, performance, achievements or results to differ significantly from any anticipated or implied development. Forward-looking statements contained in this press release regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. As a result, Kiadis expressly disclaims any obligation or undertaking to release any update or revisions to any forward-looking statements in this press release as a result of any change in expectations or projections, or any change in events, conditions, assumptions or circumstances on which these forward-looking statements are based. Neither Kiadis nor its advisers or representatives nor any of its subsidiary undertakings or any such person's officers or employees guarantees that the assumptions underlying such forward-looking statements are free from errors nor does either accept any responsibility for the future accuracy of the forward-looking statements contained in this press release or the actual occurrence of the anticipated or implied developments. You should not place undue reliance on forward-looking statements, which speak only as of the date of this press release.*