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*This announcement is not an offer to sell, or a solicitation of an offer to acquire any securities. This announcement is an advertisement and not a prospectus and investors should not purchase any securities referred to in this announcement except on the basis of information in the prospectus*

*A prospectus was approved by the Belgian Financial Services and Markets Authority on 19 June 2013 and has been notified to the French Autorité des marchés financiers on 19 June 2013 in accordance with the European passport mechanism provided for by Directive 2003/71/CE. The prospectus may be obtained free of charge from the company upon request by email ([investors@c3bs.com](mailto:investors@c3bs.com)). The prospectus is also available on the company's website ([www.c3bs.com](http://www.c3bs.com)).*

*Investing in the Offered Shares involves a high degree of risks. Before any investment in shares, the investor must read the "Risk Factors Section", in particular the risks relating to the description of the Company's business (from page S-6 to S-9 of the summary and from page 1 to 12 of the prospectus) and more generally, the risks relating to the shares (from page S-9 to page S-10 of the summary and from page 12 to 16 of the prospectus).*

*The Company's main assets are intellectual property rights concerning technologies that have not led to the commercialization of any product. The Company has never been profitable and it has never commercialised any products.*

## **PMV and SRIW Group Commit To Invest in Cardio3 BioSciences IPO**

**Mont-Saint-Guibert, Belgium** - The biotechnology company, Cardio3 BioSciences SA (Cardio3 BioSciences), a leader in the discovery and development of regenerative, protective and reconstructive therapies for the treatment of cardiac diseases, today announces that PMV (PMV nv (ParticipatieMaatschappij Vlaanderen nv)) and SRIW group have each committed to invest in the Company's Initial Public Offering on NYSE Euronext Brussels and NYSE Euronext Paris. The offering was launched today (see separate press release).

The total commitment is €13.95 million comprising €9.5 million from PMV, which is investing in Cardio3 BioSciences for the first time via the TINA fund, and €4.45 million from SRIW Group, an existing investor in the Company. Following the investments, PMV and SRIW would have equivalent equity positions in Cardio3 BioSciences. The investors have guaranteed their commitment at any price within the indicative price range which has been set at a minimum of €16.65 and a maximum of €19.00 per share.

Cardio3 BioSciences is developing its most advanced therapy, C-Cure<sup>®</sup>, for the treatment of heart failure, one of the world's greatest unmet medical needs. C-Cure<sup>®</sup> is a unique cell therapy aimed at repairing damaged tissue and improving heart function, clinical outcomes and quality of life.

Having achieved positive Phase II results, C-Cure<sup>®</sup> is currently being tested in Europe in a Phase III trial (CHART-1 - Congestive Heart failure Cardiopoietic Regenerative Therapy). CHART-1 is the world's first phase III trial using pre-programmed cardiac progenitor cells for the treatment of heart failure.

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Cardio3 BioSciences' headquarters are located in Mont-Saint-Guibert and it is intended that the corporate headquarters, R&D and the manufacturing of its products for clinical trials will remain in the Walloon Region. Post-commercialisation, the Company intends to establish an additional manufacturing facility in Flanders as part of an international manufacturing strategy that also include a production unit in the US to cover the future US needs.

**Dr Christian Homsy, CEO of Cardio3 BioSciences said:** "The continued support of the SRIW Group and new commitment from PMV are very encouraging for our IPO and, we believe, reflect the contribution Cardio3 BioSciences can make to the biotechnology sector in the Walloon Region and in Flanders. Drawing on the skills and networks of what are recognised as strong life sciences regions can only benefit us as we progress C-Cure<sup>®</sup> through development as a potential breakthrough treatment for heart failure."

**\*\*\* END \*\*\***

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**About PMV**

PMV nv is a Flemish investment company. It finances promising entrepreneurs from the very start through the growth and to the internationalization of their business. It also invests in large infrastructure projects and real estate. It focuses on the sustainable economic development of Flanders, with demonstrable added value for both economy and society ([www.pmv.eu](http://www.pmv.eu)).

**About SRIW Group**

The SRIW Group is a key player at the heart of the economy of Wallonia (the Walloon region of Belgium). The SRIW Group (Société Régionale d'Investissement de Wallonie/ the Wallonia Regional Investment Company) provides finance within and outside Belgium for businesses undertaking industrial projects or providing services that generate added value. For the last 30 years, the company has in this way been facilitating the region's economic development, contributing

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effectively and in real terms to the modernisation, growth and restructuring of the businesses that make up our industrial fabric.

### **About Cardio3 BioSciences**

Cardio3 BioSciences is a leading Belgian biotechnology company focused on the discovery and development of regenerative and protective therapies for the treatment of cardiac diseases. The company was founded in 2007. Cardio3 BioSciences leverages research collaborations in the US and in Europe with, amongst other, Mayo Clinic and the Cardiovascular Centre Aalst, Belgium.

The Company's lead product candidate C-Cure<sup>®</sup> is an innovative pharmaceutical product that is being developed for heart failure indication. C-Cure consists of a patient's own cells that are harvested from the patient's bone marrow and engineered to become new cardiac progenitor cells that behave like those cells lost to heart disease. This reprogramming process is known as Cardiopoiesis.

Cardio3 BioSciences has also developed C-Cath<sup>®ez</sup>, a technologically advanced injection catheter with superior efficiency of delivery of biotherapeutic agents into the myocardium.

*In accordance with the Bayh-Dole Act, Mayo Clinic has licensed the technology underlying C-Cure<sup>®</sup> to Cardio3 BioSciences and received an equity position in the company in the context of the license. Mayo Clinic and the inventors of the technology, Drs. Andre Terzic and Atta Behfar, have a financial interest associated with the technology related to this research. While no royalties have accrued to date, Mayo Clinic has rights to receive future royalties which will be shared with Drs. Terzic and Behfar in accordance with the Mayo Clinic Royalty sharing policy.*

*C3BS-CQR-1, C-Cure, C-Cath, Cardio3 BioSciences and the Cardio3 BioSciences and C-Cath logos are trademarks or registered trademarks of Cardio3 BioSciences SA, in Belgium, other countries, or both. In addition to historical facts or statements of current condition, this press release contains forward-looking statements, which reflect our current expectations and projections about future events, and involve certain known and unknown risks, uncertainties and assumptions that could cause actual results or events to differ materially from those expressed 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. These forward-looking statements are further qualified by important factors, which could cause actual results to differ materially from those in the forward-looking statements, including timely submission and approval of anticipated regulatory filings; the successful initiation and completion of required Phase III studies; additional clinical results validating the use of adult autologous stem cells to treat heart failure; satisfaction of regulatory and other requirements; and actions of regulatory bodies and other governmental authorities.*

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mechanism provided for by Directive 2003/71/CE (including the risk factors relating to the Company's business (see "Summary - D1", pages S-6 to S-9 and Section 1.1 "Risks factors related to the Company's business", pages 1 to 12) and the risk factors relating to the offering (see "Summary – D3", page S-9 to S-10 and Section 1.2 "Risks factors related to the Company's shares and the Offering ", pages 12 to 16").

Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing the entire amount or part of the amount invested. Persons considering such investments should consult an authorised person specialising in advising on such investments. This announcement does not constitute a recommendation concerning the contemplated offering. The value of the shares can decrease as well as increase. Potential investors should consult a professional advisor as to the suitability of the contemplated offering for the person concerned.

This announcement is not an offer of securities in the United States. The securities to which these materials relate have not been and will not be registered under the US Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. There will be no public offering of the securities in the United States.

The Company has not authorized any offer to the public of securities in any Member State of the European Economic Area other than Belgium and France. With respect to each Member State of the European Economic Area other than Belgium and France and which has implemented the Prospectus Directive (each, a "Relevant Member State"), no action has been undertaken or will be undertaken to make an offer to the public of securities requiring a publication of a prospectus in any Relevant Member State. As a result, the securities may only be offered in a Relevant Member State to qualified investors in that Relevant Member State within the meaning of the Prospectus Directive.

For the purposes of this paragraph, the expression an "offer to the public of securities" in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the securities to be offered so as to enable an investor to decide to purchase any securities, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "Prospectus Directive" means Directive 2003/71/EC (as amended) and includes any relevant implementing measure in each Relevant Member State.

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