

PRESS RELEASE

ERYTECH raises approximately €25.4 million in a private placement

- Financing supported by prominent institutional investors in the United States and in Europe
- Cash proceeds to expand key clinical and preclinical programs

Lyon (France), December 7, 2015 – ERYTECH Pharma (Euronext Paris - ERYP), the French biopharmaceutical company that develops innovative 'tumor starvation' treatments for acute leukemia and other oncology indications with unmet medical needs (the "Company"), today announces the closing of a private placement of 940,000 ordinary shares to qualified investors in the United States and Europe for a total amount of approximately €25.4 million.

The Company intends to use the proceeds from the private placement in order to fund the following initiatives in accordance with the progress of the development of its product candidates:

- the continued clinical development of its ERY-ASP/GRASPA specifically (i) for the treatment of acute lymphoblastic leukemia (ALL) as a first-line therapy in Europe and the United States, and (ii) for the treatment of Non-Hodgkin lymphoma;
- the development of new product candidates, including (i) the Phase I clinical trial of its product candidate, ERY-MET, and (ii) the incubation of its tumor vaccination program, ERY-VAX; and
- the development of its ERYCAPS platform technology and other pre-clinical development programs.

The Company intends to use the remainder of the funds for working capital and other general corporate purposes.

The capital raise was subscribed by prominent institutional investors in the United States and in Europe.

"We are pleased with the successful completion of this placement," commented Gil Beyen, Chairman and CEO of ERYTECH Pharma. "The proceeds of this financing will allow us to expand our key clinical and preclinical programs, including the launch of global pivotal trials with our lead product candidate ERY-ASP/GRASPA as a first-line treatment for ALL, and to target the U.S. market. This capital increase, with the participation of prominent institutional investors, also strengthens our base of investors in the United States. This raise is fully consistent with our overall financing strategy, which continues to include a potential registered initial public offering of our securities in the U.S., as we previously announced in July".

Admission of the new shares

As of today, the new shares are entitled to current dividend rights and are immediately fungible in existing shares. The new shares will be admitted to trading on the Euronext Paris under ISIN FR0011471135 – ERYP as of Tuesday, December 8, 2015.

The share capital of the Company is now 784,953 euros, composed of 7,849,531 shares with a nominal value of €0.10.

Reminder of the main terms of the share capital increase

The Company placed 940,000 new shares with a par value of $\pounds 0.10$, at a price of $\pounds 27.00$ per share, including share premium, for a total amount subscribed of approximately $\pounds 25.4$ million, representing approximately 14% of the share capital of the Company.

The issue price of the new shares represented a discount of 3.1% from the closing price on December 2, 2015, and 4.8% from the weighted average share price of the Company's shares on the regulated market of Euronext Paris during the three trading days preceding the determination of the issue price.

On an illustrative basis, a shareholder holding 1% of the Company's share capital before the issuance will now hold a stake of 0.88% after the transaction.

The share capital increase of the Company was carried out by issuing ordinary shares without preferential subscription rights by private placement amongst qualified investors in accordance with Article L. 411-2 II of the French Monetary and Financial Code (*Code monétaire et financier*).

Availability of the Prospectus

A prospectus including the 2014 Reference Document of the Company (*document de référence*) registered with the Autorité des Marchés Financiers ("**AMF**") on June 4, 2015 with the number R.15-0048 (the "**Reference Document**"), the update (*actualisation*) of the Reference Document registered with the AMF on December 3, 2015 under registration number D.15-0497-A01, and a securities note (*note d'opération*), including a summary of the prospectus, with AMF visa n°15-614 delivered on December 3, 2015, are available the AMF's website and on the company's website.

Update of the Company's corporate presentation

An update of the Company's corporate presentation dated November 2015, with a presentation of the Company's activities, including the progress status of preclinical and clinical programs, is now available on the Company's website.

Information available to the public

Detailed information regarding the Company, including on its business, financial information, results and related risk factors are contained in the Reference Document which can be accessed, together with other regulated information and all of the Company's press releases, on the Company's website (<u>http://erytech.com</u>) and AMF (<u>www.amf-france.org</u>), and is available free of charge, upon request, at the headquarters of the Company located at 60 Avenue Rockefeller, Bâtiment Adénine – 69008 Lyon, France.

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With respect to the member States of the European Economic Area which have implemented the Prospectus Directive, 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 have not and will not be offered in any relevant member State except in accordance with the exemptions set forth in Article 3(2) of the Prospectus Directive, if they have been implemented in that relevant member State, or under any other circumstances which do not require the publication by the Company of a prospectus pursuant to Article 3 of the Prospectus Directive and/or to applicable regulations of that relevant member State.

The securities offered in the private placement have not been registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and have not and will not be offered or sold in the United States absent registration, or an applicable exemption from registration requirements under the Securities Act. This document does not constitute an offer to the public in France and the securities referred to in this document can only be offered or sold in France pursuant to article L. 411-2-II of the French Monetary and Financial Code to (i) providers of third party portfolio management investment services, (ii) qualified investors (investisseurs qualifiés) acting for their own account and/or (iii) a limited group of investors (cercle restreint d'investisseurs) acting for their own account, all as defined in and in accordance with articles L. 411-1, L. 411-2 and D. 411-1 to D. 411-4 and D. 754-1 and D. 764-1 of the French Monetary and Financial Code. 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.

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