

## Acticor Biotech launches a capital increase for an amount of c. 10 million euros

- **Capital increase consisting of offers to qualified investors, categories of investors and individual investors via the PrimaryBid platform**
- **Mediolanum Farmaceutici, European industrial specialist in healthcare and historical reference shareholder, reasserts its confidence by committing to a subscription of €7.1 million (of which €2.1 million by offsetting receivables) out of a total of €9.3 million in subscription commitments from historical shareholders and members of the Board of Directors (of which €4.1 million by offsetting receivables)**
- **Issue price of the new shares of €6.80 per share**
- **Closing of the PrimaryBid Offering on March 8, 2022 at 10:00 p.m. and of the Global Offering on March 9, 2023 before market opening at the latest**
- **The funds raised will be used to pursue the development towards registration of glenzocimab for the treatment of stroke**

**Paris, France, March 8, 2023 - 5:45 p.m. CET** - ACTICOR BIOTECH (FR00140050J5 – ALACT - the "**Company**"), a clinical-stage biotechnology company focused on the development of innovative drugs for the treatment of cardiovascular emergencies, in particular stroke, announces today the launch of a fundraising of c. 10 million euros via the issuance of new ordinary shares to institutional and individual investors (via the PrimaryBid platform) (the "**Offering**").

### **A fundraising supported by a historical shareholder and dedicated to the treatment of stroke**

ACTICOR BIOTECH will use the proceeds of this capital increase to pursue its development plan towards **the registration of glenzocimab in emergency treatment of stroke**, which will mainly be achieved through:

- **continued recruitment of patients in the ACTISAVE clinical trial** (pivotal registration phase 2/3) rolled out in 7 European countries, the UK, Israel, and the USA until the first futility analysis, and
- **the preparation of a new batch of glenzocimab** and the pharmaceutical registration plan.

In addition, as part of its ongoing activities, the Company will continue **its consultations with regulatory agencies** and the work necessary for the registration of glenzocimab in Europe and the

United States and is targeting a **launch of patient recruitment in the LIBERATE phase 2b study** (sponsored by the University of Birmingham) in the treatment of myocardial infarction and **continued enrolment in the GREEN study** (sponsored by APHP) in the treatment of stroke in combination with mechanical thrombectomy.

The funds raised are intended to enable the Company to finance its operations at least until the end of the Q3 2023.

**Gilles AVENARD, Chief Executive Officer of Acticor Biotech** said: *"The capital increase we are launching today will allow us to continue the development of glenzocimab towards registration in stroke. By 2022, we have fully met our recruitment target of 200 patients in ACTISAVE. We also achieved positive results in our ACTIMIS study, which not only confirmed the favourable safety profile of glenzocimab, but more importantly shown a reduction in intracerebral haemorrhage and mortality in the glenzocimab group. We are now looking forward to involving new countries and hospitals in Actisave as well as developing glenzocimab in myocardial infarction (LIBERATE) in partnership with the University of Birmingham in the UK.*

*The funds raised through this transaction will primarily support the ongoing Phase 2/3 clinical trial, ACTISAVE, in the U.S. and Europe, a pivotal study which, if successful, should support the registration of glenzocimab in stroke. To date, more than 230 patients have been enrolled out of the planned 1,000 patients in the study. In addition, these funds will allow us to pursue the pharmaceutical development of glenzocimab with a view to its marketing and our consultations with the European (EMA) and American (FDA) regulatory agencies.*

*We would like to thank in particular our historical reference shareholder, Mediolanum Farmaceutici S.p.a. for its support in this fundraising. In case of the signature of an industrial partnership between Acticor and a third party, Mediolanum will benefit from a right of first negotiation in the European Union. We are particularly pleased to grant this right to Mediolanum Farmaceutici, which has accompanied and supported Acticor with conviction and determination since 2016. We are also pleased to be able to offer the possibility to new investors, both institutional and individual, to join us in our fight for the treatment of cardiovascular emergencies."*

### **Terms and Conditions of the Offer**

The Offer will be made at the same price, i.e. 6.80 euros per new share, in three separate and concurrent parts and under the same price conditions, together constituting the "Offering":

- A global placement, via the issuance of new ordinary shares with cancellation of preferential subscription right, for the benefit of qualified investors, in France and abroad on the basis of Article L. 411-2, 1° of the French Monetary and Financial Code in accordance with the 27<sup>th</sup> resolution of the General Meeting of October 4, 2021 (the "**Global Placement**");
- A public offering without a designated beneficiary, of new ordinary shares with cancellation of the preferential subscription right, intended for private individuals of French nationality or nationals of Member States of the European Economic Area, via the PrimaryBid platform, which will be carried out according to an allocation proportional to the requests within the limit of the amount allocated to this public offering, with a reduction of the allocations in the event of excess requests, if any, on the basis of Article L. 225-136 of the French Commercial Code, and of Article L. 411-2, 1° of the French Monetary and Financial Code in accordance with the 26<sup>th</sup> resolution of the combined general meeting of October 4, 2021 (the "**PrimaryBid**"); and

- An offer, via the issuance of new ordinary shares with cancellation of the preferential subscription right in favour of categories of beneficiaries, on the basis of the 13<sup>th</sup> Resolution of the General Meeting of May 12, 2022, in accordance with Article L. 225-138 of the French Commercial Code (the "**Restricted Share Offer**"), restricted to (i) Mediolanum Farmaceutici and two other natural persons who have undertaken to subscribe to it, for a total amount of 5.2 million euros; and (ii) holders of the Company's outstanding Convertible Bonds who will subscribe to the capital increase by way of set-off against claims due under the Convertible Bonds, plus accrued interest (in accordance with the terms and conditions of the Convertible Bonds) for a total amount of approximately 4.1 million euros;

The total amount of the operation would be approximately 10 million euros, including issue premium, with a possibility to increase this total amount in case of high demand.

The size of the Offer will depend exclusively on the orders received for each of the operations detailed above without the possibility of reallocating the sums allocated from one to the other. It is specified that the PrimaryBid Offer intended for individual investors is incidental to the Global Offering and that it will represent a maximum of 20% of the amount of the Offer. In any event, the PrimaryBid Offer and the corresponding capital increase will not be carried out if the capital increase taking place as a result of the Global Offering is not carried out.

The Global Offering will be carried out by accelerated bookbuilding, at the end of which the number and price of the new shares to be issued will be determined, in accordance with the resolutions of the general meetings of October 4, 2021 and May 12, 2022 (the "**Meetings**").

The subscription price of the new shares will be equal to €6.80, representing a discount of 18% to the closing price of the ACTICOR BIOTECH share on March 7, 2023, in accordance with the resolutions of the General Meeting. The subscription price of the new ordinary shares issued under the Primary Bid will be equal to the price of the new ordinary shares issued under the Global Offering and the Reserved Offering.

The final number of shares to be issued will be decided by the Chief Executive Officer of the Company, pursuant to and within the limits of the sub-delegations of authority granted by the Board of Directors of the Company as of the date of this press release and in accordance with the resolutions of the Meetings.

It should be noted that all of the directors of the Company, or whose legal entities of which they are directors, who have themselves undertaken to subscribe to the Offer (including 2022 CB Holders), did not participate in the vote which gave the Chief Executive Officer the authority to launch the Offer and to set the final terms.

The final number of shares to be issued will be the subject of a subsequent press release relating to the completion, if any, of the contemplated issue.

The accelerated bookbuilding procedure for the Global Offering will be initiated immediately after the publication of this press release and is expected to close before the opening of the markets tomorrow (March 9, 2023), subject to any early closing or extension. The PrimaryBid Offer also starts immediately and will close at 10:00 p.m. today, subject to any early closing. The Company will announce the results of the Offer as soon as possible after the closing of the order book by way of a press release.

The settlement-delivery of the new ordinary shares to be issued as a result of the Offer and their admission to trading on the Euronext Growth® Paris multilateral trading facility are scheduled for March 13, 2023. The new shares will be subject to all the provisions of the by-laws and will be

assimilated to the existing shares as from the final realization of the capital increase, they will carry current dividend rights and will be admitted to trading on the Euronext Growth Paris market on the same quotation line as the shares of the Company already listed under the same ISIN code FR00140050J5 – ALACT.

### **Underwriting commitments for a total amount of €9.3 million - Renewal of confidence in Mediolanum Farmaceutici S.p.a. - Redemption of the Convertible Bonds by way of debt compensation in the context of the Reserved Offer**

On October 17, 2022, the Company issued 78,000 Convertible Bonds for a total amount of €3,9 million, subscribed by Mediolanum Farmaceutici S.p.A for €2 million, ARMESA for €1 million and other individuals for 0.9 million euros (the "**Noteholders**").

The terms and conditions of the Convertible Bonds provide for their automatic redemption by way of debt compensation in the event of the completion of a fund raising for a minimum total amount of €3 million. Consequently, the Bondholders will subscribe in the framework of the Offer to an amount corresponding to the nominal value of the Convertible Bonds plus a capitalised interest of 12% per annum until the redemption date, i.e. an amount of €4.1 million.

Mediolanum Farmaceutici S.p.a., an existing shareholder, has also committed to subscribe to the Reserved Share Offer for an additional cash amount of €5 million, for a total subscription commitment of €7.1 million.

In return for its commitment, Mediolanum will enter into a "Right of First Negotiation Agreement" with the Company, whereby Acticor grants Mediolanum a right of first negotiation for the licensing of glenzocimab in the European Union.

The Chairman of the Board of Directors and another historical individual shareholder have also each committed to subscribe to the Restricted Share Offer for an amount of 100,000 euros each.

### **Capital increase open to individuals via the PrimaryBid platform**

Investors can subscribe to the PrimaryBid Offer only via the PrimaryBid partners mentioned on the PrimaryBid website ([www.PrimaryBid.fr](http://www.PrimaryBid.fr)). The PrimaryBid Offer is not subject to a placement and guarantee agreement.

### **Undertaking to abstain from trading**

In the context of the Fundraising, the Company has undertaken to abstain for a period of 90 days from the date of settlement-delivery of the Offer, subject to customary exceptions.

### **Financial Intermediaries**

GILBERT DUPONT acts as Global Coordinator, Lead Manager and Bookrunner.

Within the framework of the PrimaryBid Offer, investors will be able to subscribe only via the PrimaryBid platform (<https://primarybid.fr/>) or via the PrimaryBid partners mentioned on the PrimaryBid website.

## Guarantee of the Offer

The Offer is not subject to a guarantee. However, the Global Offering realized with qualified investors pursuant to the 27<sup>th</sup> resolution of the Ordinary and Extraordinary General Meeting of October 4, 2021 is subject to a placement agreement between the Company and the Global Coordinator, Lead Manager and Bookrunner.

## Prospectus

The Offer does not give rise to a prospectus subject to the visa of the Autorité des marchés financiers.

This press release does not constitute a prospectus under Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, as amended, or an offer to the public.

## Risk factors

The public's attention is drawn to the risk factors relating to the Company and its business, presented in chapter 3 of the 2021 universal registration document approved by the Autorité des marchés financiers on April 26, 2022 under number R. 22 - 011, which is available free of charge on the Company's website ([www.acticor-biotech.com](http://www.acticor-biotech.com)) and the website of the Autorité des marchés financiers ([www.amf-france.org](http://www.amf-france.org)). The occurrence of some or all of these risks could have an adverse effect on the Company's business, financial condition, results, development or prospects.

In addition, investors are invited to take into consideration the following risks specific to the offering: (i) the market price of the Company's shares could fluctuate and fall below the subscription price of the shares issued in the framework of the Offer, (ii) the volatility and liquidity of the Company's shares could fluctuate significantly, (iii) sales of the Company's shares could take place on the market and have an unfavorable impact on the Company's share price (iv) the Company's shareholders could suffer potentially significant dilution from any future capital increases required by the Company's search for financing, and (v) as the securities to be issued will not be listed on a regulated market, investors will not benefit from the guarantees associated with such a market.

## Forward-looking statements

This press release contains certain forward-looking statements concerning Acticor Biotech and its business. Such forward-looking statements are based on assumptions that Acticor Biotech considers to be reasonable. However, there can be no assurance that such forward-looking statements will be verified, which statements are subject to numerous risks, including the risks set forth in the Document de référence registration document as approved by the Autorité des marchés financiers under number R. 22-011 on 26 April 2022 and to the development of economic conditions, financial markets and the markets in which Acticor Biotech operates. The forward-looking statements contained in this press release are also subject to risks not yet known to Acticor Biotech or not currently considered material by Acticor Biotech. The occurrence of all or part of such risks could cause actual results, financial conditions, performance or achievements of Acticor Biotech to be materially different from such forward-looking statements.

## About ACTICOR BIOTECH

Acticor Biotech is a clinical stage biopharmaceutical company, a spin-off from INSERM (the French National Institute of Health and Medical Research), which is aiming to develop an innovative treatment for cardiovascular emergencies, including ischemic stroke.

Acticor Biotech is developing glenzocimab (ACT017), a humanized monoclonal antibody (mAb) fragment directed against a novel target of major interest, platelet glycoprotein VI (GPVI). Glenzocimab inhibits platelet binding to the thrombus without affecting physiological hemostasis, thereby limiting the bleeding risk, particularly in the brain.

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This press release does not constitute an offering document and is for information purposes only*

In May 2022, Acticor Biotech presented positive results from its Phase 1b/2a study, ACTIMIS, at the ESOC, confirming the safety profile and showing a reduction in mortality and intracerebral hemorrhage in the glenzocimab-treated group in patients with stroke. The efficacy of glenzocimab is now being evaluated in an international Phase 2/3 study, ACTISAVE, which will include 1,000 patients. In July 2022, Acticor Biotech was granted "PRIME" status by the European Medicines Agency (EMA) for glenzocimab in the treatment of stroke. This designation will allow the company to strengthen its interactions and obtain early dialogues with regulatory authorities.

Acticor Biotech is supported by a panel of European and international investors (Karista, Go Capital, Newton Biocapital, CMS Medical Venture Investment (HK) Limited, A&B (HK) Limited, Mirae Asset Capital, Anaxago, Primer Capital, Mediolanum Farmaceutici and the Armesa foundation). Acticor Biotech is listed on Euronext Growth Paris since November 2021 (ISIN: FR00140050J5 – ALACT).

For more information, visit: [www.acticor-biotech.com](http://www.acticor-biotech.com)

## Contacts

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### ACTICOR BIOTECH

Gilles AVENARD, MD  
CEO and founder  
[gilles.avenard@acticor-biotech.com](mailto:gilles.avenard@acticor-biotech.com)  
T. : +33 (0)6 76 23 38 13

Sophie BINAY, PhD  
General Manager and CSO  
[Sophie.binay@acticor-biotech.com](mailto:Sophie.binay@acticor-biotech.com)  
T. : +33 (0)6 76 23 38 13

### NewCap

Mathilde BOHIN / Quentin MASSÉ  
Investor Relations  
[acticor@newcap.eu](mailto:acticor@newcap.eu)  
T. : +33 (0)1 44 71 94 95

### NewCap

Arthur ROUILLÉ  
Media Relations  
[acticor@newcap.eu](mailto:acticor@newcap.eu)  
T. : +33 (0)1 44 71 00 15

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This announcement is an advertisement and not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, as amended (the "**Prospectus Regulation**").

In France, the Offering described above will take place solely as (i) a global placement to qualified investors or a limited number of investors, pursuant to Article L. 411-2, 1° of the French Monetary and Financial Code and applicable regulations, and (ii) a global placement to qualified investors or a limited number of investors, pursuant to Article L. 411-2, 1° of the French Monetary and Financial Code and applicable regulations and (iii) a public offering of securities without a named beneficiary, pursuant to Article L. 225-136 of the French Commercial Code, Article L.411.2-1,1° of the Monetary and Financial Code and applicable regulations.

With respect to Member States of the European Economic Area (including France), no action has been taken or will be taken to permit a public offering of the securities referred to in this press release which would require the publication of a prospectus (pursuant to article 3 of the Prospectus Regulation) in any Member State.

This press release and the information it contains is not an offer to sell, nor the solicitation of an offer to subscribe for or buy, new ordinary shares in the United States or any other jurisdiction where restrictions may apply including notably Canada, Australia or Japan. Securities may not be offered or sold in the United States absent registration under the Securities Act or an exemption from registration thereunder. Acticor

Biotech does not intend to conduct a public offering of the new ordinary shares in the United States, or in any other jurisdiction.

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