



## **eureKING announces the signing of an agreement to purchase full ownership interest in SCTbio, taking a step closer in building a new European bio-CDMO leader**

- SCTbio is a European CDMO with 13 years of experience in cell and gene therapy industrial production; it is offering full services covering GMP production, global logistics and regulatory aspects of cell and gene therapy products and viral vectors.
- SCTbio benefits from a 2,000 sqm<sup>2</sup> cell and gene therapy manufacturing facility where its highly skilled team produces both cell-based products such as CAR-T cells and viral vectors. SCTbio is able to produce different immune cell-based products (Treg and Gamma Delta T-cells) but also retroviral and lentiviral vectors.
- The acquisition of SCTbio would immediately follow the acquisition of Skyepharma, allowing eureKING to extend its activities into a second segment of the biomanufacturing sector: from biologics and live biotherapeutics with Skyepharma to cell & gene therapy with SCTbio.
- The proposed transaction would value SCTbio at an enterprise value of circa €17.5 million, plus land acquired by eureKING and separately valued at €2.025 million.
- eureKING would acquire, for cash, 67% of the share capital (on a fully-diluted basis) of SCTbio and through the contribution to eureKING by PPF Biotech B.V. of their remaining 33% shares. PPF Biotech B.V. who would be subject to a lock-up undertaking post closing on the shares issued by eureKING as a consideration for the contribution.
- eureKING intends to finance the combined €36.05 million purchase price for the shares of SCTbio and Skyepharma acquired in cash through commitments of certain existing shareholders of eureKING not to redeem their Market Shares<sup>1</sup>, and/or additional equity funding raised from existing shareholders and/or new investors through a private placement conducted ahead of the closing of the acquisition of Skyepharma. eureKING is currently seeking such non-redemption and/or additional funding commitments.
- Following the transaction's closing, PPF will retain a minority shareholdings in eureKING to participate on building the new European bio-CDMO leader.
- eureKING intends to continue very selective bolt-on acquisitions from the fast-growing biotherapies segments as it aims on building a European bio-CDMO leader.

**Paris, France, August 09, 2023** – eureKING (ISIN: FR0014009ON9, Euronext Paris) (the “**Company**”), the first European Special Purpose Acquisition Company (“SPAC”) in healthcare dedicated to bioproduction, announces the signing of an agreement to purchase full ownership interest with PPF Biotech B.V. (“**PPF**”) under which eureKING would acquire 100% of SCT Cell Manufacturing s.r.o.

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<sup>1</sup> As described in the Prospectus approved by the *Autorité des Marchés Financiers* on May 6, 2022, under no. 22-134 for the purpose of the initial public offering of eureKING (the “**IPO Prospectus**”).



("SCTbio"), a full-service contract development and manufacturing organization (CDMO) specializing in cell-based therapy and viral vectors.

The acquisition (the "**Proposed Acquisition of SCTbio**") would complement eureKING's ongoing proposed acquisition of Skyepharma Production SAS ("**Skyepharma**"), a fully integrated bio-CDMO specialized in biologics, which constitutes the "Initial Business Combination" (or "**IBC**") of eureKING<sup>2</sup> (the "**Proposed IBC with Skyepharma**"). By joining Skyepharma with SCTbio, eureKING is taking a step closer in its ambitious plan to build a new European bio-CDMO leader.

The Proposed Acquisition of SCTbio would be completed (i) through the acquisition by eureKING, for a cash consideration of circa. €13.08 million, of 67% of the shares of SCTbio held by PPF, the sole shareholder of SCTbio (the "**SCTbio Cash Acquisition**"), and (ii) through the contribution to eureKING by PPF of their remaining 33% shares of SCTbio (the "**SCTbio Contribution**"). After completion of both the SCTbio Cash Acquisition and the SCTbio Contribution, SCTbio will be fully owned by eureKING.

eureKING intends to complete the Proposed Acquisition of SCTbio immediately after, and if not, as soon as possible after the Proposed IBC with Skyepharma.

eureKING intends to finance the combined €36.05 million purchase price for the SCTbio Cash Acquisition and for the shares of Oleron Pharma SAS ("**Oleron Pharma**", the 100% parent company of Skyepharma) being acquired in cash by eureKING (the "**Skyepharma Cash Acquisition**") through commitments of certain existing shareholders of eureKING not to redeem their Market Shares<sup>3</sup>, and/or additional equity funding raised from existing shareholders and/or new investors through a private placement conducted ahead of the closing of the Proposed IBC with of Skyepharma (a "**PIPE**" financing). eureKING is currently seeking such non-redemption and/or additional funding commitments.

The same extraordinary meeting of the shareholders of eureKING would approve the Proposed IBC with Skyepharma and, then the Proposed Acquisition of SCTbio. Shareholders would be thus called to vote on (i) the necessary resolutions to approve the contribution to eureKING of the shares of Oleron Pharma not acquired for cash by eureKING (the "**Skyepharma Contribution**"), (ii) the SCTbio Contribution, and (iii) the PIPE capital increase.

**Michael Kloss, Co-Founder and CEO of eureKING**, commented: *"This is a key transaction for eureKING's vision of becoming a new European bio-CDMO leader and contributing to Europe's ongoing critical need for sovereignty in the bio-manufacturing value chain. SCTbio is a highly regarded manufacturing partner in the business and has a facility with proven credibility among pharma and biotech companies built over the past decade. By acquiring SCTbio and combining it with Skyepharma, we intend to build a solid network of production capacity in Europe with global reach, based on cutting-edge clinical and industrial bioproduction capacity. Our momentum keeps us growing and we are eager to begin working with the talented professionals at SCTbio."*

**Luděk Sojka, CEO of SCTbio**, added: *"We are delighted to enter into this agreement with eureKING. We were attracted to eureKING's and Skyepharma's expertise and proven track record in building and growing strong CDMOs. Together, we intend to combine our distinctive and complementary skills and*

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<sup>2</sup> See August 8, 2023 eureKING press release.

<sup>3</sup> As described in the IPO Prospectus.



*capabilities to create the foundations for a CDMO network with industry credentials. Having a new, fully integrated bio-CDMO leader is the key to reinforcing the Europe's strategic biomanufacturing capabilities."*

eureKING and Skyepharma announced yesterday a revision of the terms of their business combination agreement (see the press release published by eureKING on 8 August 2023).

Investors are reminded of the risks relating to eureKING and an investment in eureKING's securities.

## **Media Contacts**

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## **1 Presentation of SCTbio and of the proposed acquisition**

### **SCTbio: a European leader in services, development and cGMP production of cell-based therapies and retroviruses vectors**

Based in Prague, Czech Republic, SCTbio is a European cell-based therapy and retroviruses vector CDMO, led by a highly-qualified management team with deep expertise across the cell & gene and manufacturing ecosystem. SCTbio was founded in 2021, following its spin-off from SOTIO, a clinical stage immuno-oncology company. SOTIO is owned by PPF Group, a global investment group founded in the Czech Republic and with over €40 billion of assets under management. Going forward, SCTbio will continue to provide cell & gene manufacturing and related services to SOTIO.

From its facility of 2,000 sqm, including 420 sqm of GMP clean rooms, SCTbio offers personal attention through long-term manufacturing partnerships, providing strategic development and regulatory guidance alongside full services covering GMP production, testing and logistics of advanced therapy medicinal products, including genetically modified cell products and viral vectors. In addition, SCTbio provides a global reach through its close cooperation with Apheresis Centers in Europe and the USA, enabling the company to provide support in setting up the appropriate procedures within a network of 150 qualified and regularly monitored cell-collection sites.

SCTbio delivers the highest quality collaborations to cell & gene therapy companies through a range of services ensuring GMP compliance for the full life cycle of drug development, which include technology transfers, process development, clinical manufacturing services, fill & finish, quality control, QA/QP release, storage and logistics.

Thanks to its highly skilled team, the CDMO is able to manufacture both cell therapy products and viral vectors. In addition to CAR-T cells, SCTbio is able to produce other immune cell-based products such as Treg and Gamma Delta T-cells but also retroviral vectors such as lentivirus. SCTbio covers production of both autologous and allogenic cell therapies. In the future, SCTbio could expand its capabilities into CAR-NK cells and stem cells therapy for Regenerative Medicine.

With 13 years of experience, SCTbio has established itself as a strategic partner, with long-term contracts averaging from three to five years. The company generated €4.7 million in revenues in 2022 and is targeting to generate approximately €13 million in 2024 and €24 million, representing a CAGR of 36% from 2024 to 2026. The company is targeting an Adjusted EBITDA of approximately 13% in 2024 and 37% in 2026, marked by a growing utilization rate and a stable fixed cost due to state-of-the-art equipment.

*These figures are extracted from SCTbio's unaudited, stand alone, Czech GAAP financial statements. SCTbio is currently in the process of producing IFRS financial statements for 2022 for the purposes of the contemplated transaction, which will be made public in due time. There can be significant differences between Czech GAAP and IFRS financial statements and therefore caution should be applied when relying on the above Czech GAAP numbers.*

**eureKING taking a step closer in its ambitious plan to build a new European bio-CDMO leader through the acquisition of SCTbio**



With SCTbio, eureKING is significantly bolstering the proposed IBC with Skyepharma, enabling the Company to extend its European presence and service offering in the development of cell and gene therapies. Cell and gene therapies are an emerging and fast-growing segment of the attractive biopharmaceutical market, expected to grow by a CAGR of 44% between 2021 and 2027<sup>4</sup>.

SCTbio has a modifiable cell and gene platform, enabling clinical stage and future commercial stage scale production services and leading capabilities in terms of development and global logistics. In addition, SCTbio's new technology platform enables the company to attract new biotech customers globally through providing services at competitive cost.

Through the proposed acquisition, eureKING and Skyepharma would be able to leverage SCTbio's unique capabilities in strategic cell and gene areas such as dendritic cells, T-cells products, CAR-T cells ("Chimeric Antigen Receptor T-cells"), retroviral vectors such as lentivirus, gamma delta T-cells and expand as well into CAR-NK cells and stem cell therapy, known as regenerative medicine.

### **A strong growth potential project driven by entrepreneurs and investors with a solid track record in healthcare, cell & gene and bioproduction**

SCTbio would benefit from the extensive and unmatched experience within the healthcare industry of Skyepharma and eureKING to transform and grow industrial sites into leading manufacturing and development centers that are both operationally and financially robust. Specifically, Skyepharma's management team succeeded in transforming their business from a low-performing drug delivery platform into a fully integrated and innovative CDMO, leveraging IP in controlled release technologies as well as its bio-CDMO offering through its innovative Skyehub model.

The Skyepharma team has experience in obtaining FDA approval which could enable SCTbio to penetrate the vast U.S. market. In addition, Michael Kloss, co-founder and CEO of eureKING, has a broad experience in leading pharmaceutical companies, including Bayer Diabetes and Panasonic Healthcare.

Similarly, eureKING and Skyepharma would benefit from SCTbio's deep experience, including from Luděk Sojka, CEO of SCTbio, a cell-therapy professional, with over a decade of experience overseeing GMP facilities in Europe and in China.

The Proposed Acquisition of SCTbio would be eureKING's second acquisition, once the Proposed IBC with Skyepharma is completed. The contemplated transaction evidences eureKING's clear and identified roadmap to bolster Skyepharma's platform and to create a financially strong and fully integrated bio-CDMO leader within a sector that is still highly fragmented in Europe.

eureKING intends to continue to grow the platform through additional strategic bolt-on acquisitions.

## **2. Structure of the proposed acquisition and steps to completion**

The Proposed Acquisition of SCTbio would be completed pursuant to an agreement on purchase of ownership interest (the "**Purchase Agreement**") entered into between eureKING and PPF on August, 08, 2023. As a consideration for the SCTbio Cash Acquisition of 67% of shares of SCTbio, eureKING will

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<sup>4</sup> Research and Markets; Frost & Sullivan; McKinsey.



pay a circa €13.08 million purchase price in cash. As consideration for the SCTbio Contribution of 33% shares of SCTbio, eureKING will issue to PPF ordinary shares representing circa. a €6.44 million contribution value, based on a price per share of €10. This brings the overall consideration for the proposed acquisition to circa. €19.52 million, corresponding to the €17.5 million enterprise value of SCTbio and to the €2.025 million price for the SCTbio land acquired by eureKING. The SCTbio Contribution would be completed pursuant to the Purchase Agreement as well as a contribution agreement to be entered into between eureKING and PPF (the “**Contribution Agreement**”).

Pursuant to the terms of a side agreement to the Purchase Agreement, entered into on the same date by eureKING and PPF, the parties’ respective obligations to actually effect the closing of the SCTbio Cash Acquisition and the SCTbio Contribution are suspended upon the execution, following the exercise of the put option signed on May 23, 2023, of the sale and purchase agreement relating to Skyepharma<sup>5</sup>.

Once the Purchase Agreement fully comes into force, the closing of the SCTbio Cash Acquisition and the SCTbio Contribution remain subject to:

- (i) the closing of the Proposed IBC with Skyepharma;
- (ii) approval of the shareholders of eureKING; and
- (iii) the prolongation of the substantive contracts related to the day-to-day business of SCT Bio (*i.e.* lease and insurance contracts).

The Proposed IBC with Skyepharma remains subject to the approval, by the holders of the different securities issued by eureKING at the time of its initial public offering, of certain amendments to its by-laws, necessary to complete the Proposed IBC with Skyepharma. Extraordinary meetings of the holders of the different securities have been convened on August 11, 2023 to that effect.

As consideration for the SCTbio Contribution, eureKING will issue circa. 644 thousand new shares (the “**SCTbio Contribution Shares**”). The value of one SCTbio Contribution Share for the purpose of determining the exchange ratio would amount to €10.00, representing a circa. €6.44 million contribution value. In due course, STCbio and eureKING would file a joint request with the *président* of the commercial court of Paris to appoint one contribution appraiser (*commissaire aux apports*), who would be asked to assess the value of the ordinary shares of SCTbio to be contributed to eureKING in the context of the SCTbio Contribution, to confirm that it is not over-valued and that it corresponds at least to the share capital increase of eureKING, increased by the contribution premium and to confirm, in accordance with the AMF recommendation DOC-2020-06, that the exchange rate is fair.

The same extraordinary meeting of the shareholders of eureKING would approve the Proposed IBC with Skyepharma and, then the Proposed Acquisition of SCTbio. Shareholders would be thus called to vote on (i) the necessary resolutions to approve the Skyepharma Contribution of the shares of Oleron Pharma to eureKING, (ii) the Contribution, and (iii) the PIPE capital increase.

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<sup>5</sup> See August 8, 2023 eureKING press release.



The closing of the proposed IBC with Skyepharma will take place as soon as possible after this extraordinary shareholders' meeting. eureKING intends to complete the acquisition of SCTbio immediately after, and if not, as soon as possible after the IBC with Skyepharma.

The Contribution Shares, together with the new ordinary shares to be issued by eureKING as consideration for the contribution of the Oleron Pharma shares (the "**Skyepharma Contribution Shares**", and, together with the SCTbio Contribution Shares, the "**Contribution Shares**") and the new ordinary shares to be issued in the context of the PIPE (the "**PIPE Shares**"), will be listed and traded on the Professional Segment (*Compartment Professionnel*) of the regulated market of Euronext Paris.

The time of issuance, and thus listing, of the Contribution Shares will depend on the respective timing of the closing of the Proposed IBC with Skyepharma and of the Proposed Acquisition of SCTbio. If both closings can be effected on the same day, the listing of the Skyepharma Contribution Shares and of the SCTbio Contributions Shares will take place simultaneously, if not, the listing will take place on the respective closing days. The closing of the Proposed IBC with Skyepharma will in any event take place before that of the Proposed Acquisition of SCTbio.

Similarly, with respect to the PIPE Shares, their issuance and listing will depend on the respective timing of the two closings.

A prospectus will be prepared and submitted to the approval of the AMF for the purpose of the listing of the Contribution Shares (the "**Contribution Prospectus**"), which will be approved and made public at least two weeks ahead of the extraordinary shareholders' meeting of eureKING called to approve de Skyepharma Contribution and the SCTbio Contribution. The prospectus in relation to the PIPE Shares (the "**PIPE Prospectus**") will be approved and made public prior to the date of issuance of the PIPE Shares.

### **3. Financial Information**

The financial information regarding SCTbio presented above is extracted from its unaudited Czech GAAP financial statements. SCTbio is currently in the process of producing IFRS financial statements for the year 2022. These financial statements, together with pro forma financial statements on eureKING reflecting the situation following the completion of the Proposed IBC with Skyepharma and the Proposed Acquisition of SCTbio, will be included in the Contribution Prospectus and the PIPE Prospectus.

Risk Factors relating to eureKING following the two acquisitions and relating to those acquisitions themselves will be included in the Contribution Prospectus and the PIPE Prospectus.

### **4. Conflicts of interest**

The IPO Prospectus described certain conflicts of interest management procedures to be implemented in case a proposed IBC would generate conflicts of interest between eureKING, the Founders (as defined in the IPO Prospectus) and their affiliates (see "*Provision relating to conflict of interests*" on pages 117-118 of the IPO Prospectus). The Proposed IBC with Skyepharma does not generate such conflict of interest and those procedures have therefore not been implemented.

The situation is the same with respect to the Proposed Acquisition of SCTbio.



In this context, no fairness opinion on the Proposed IBC with Skyepharma or the Proposed Acquisition of SCTbio will be sought by the Board of Directors of eureKING in relation with either transaction.

## 5. Shareholding of eureKING structure after completion of the Proposed IBC with Skyepharma and the Proposed Acquisition of SCTbio

The current shareholding of eureKING is as follows:

Shareholders	Founders' Shares	%	Market Shares	%	Total	%
Michael Kloss	270 266	5,41%	69 000	0,46%	339 266	1,70%
Gérard Le Fur	270 266	5,41%	69 000	0,46%	339 266	1,70%
Alexandre Mouradian	270 266	5,41%	0	0	270 266	1,35%
Christophe Jean	27 026	0,54%	0	0	27 026	0,14%
Hubert Olivier	27 026	0,54%	6 900	0,05%	33 926	0,17%
Rodolphe Besserve	27 026	0,54%	6 900	0,05%	33 926	0,17%
eureKARE	2 012 349	40,25%	428 026	2,85%	2 440 375	12,20%
<b>Total Initial Founders</b>	<b>2 904 225</b>	<b>58,08%</b>	<b>579 826</b>	<b>3,87%</b>	<b>3 484 051</b>	<b>17,42%</b>
VTT Fund Ltd	919 228	18,38%	592 639	3,95%	1 511 867	7,56%
Aroma Health AG	656 592	13,13%	423 313	2,82%	1 079 905	5,40%
Lagfin S.C.A. (Lussemburgo, succursale di Paradiso)	334 861	6,70%	1 215 889	8,11%	1 550 750	7,75%
JAM Invest Sàrl	131 318	2,63%	84 663	0,56%	215 981	1,08%
Jacques Lewiner	26 264	0,53%	16 933	0,11%	43 197	0,22%
Guillaume Destison	19 698	0,39%	12 699	0,08%	32 397	0,16%
Stefan Berchtold	7 814	0,16%	5 038	0,03%	12 852	0,06%
<b>Total Cornerstone Investors</b>	<b>2 095 775</b>	<b>41,92%</b>	<b>2 351 174</b>	<b>15,67%</b>	<b>4 446 949</b>	<b>22,23%</b>
<b>Total Founders</b>	<b>5 000 000</b>	<b>100,00%</b>	<b>2 931 000</b>	<b>19,54%</b>	<b>7 931 000</b>	<b>39,66%</b>
Investors	0	0	12 069 000	80,46%	12 069 000	60,35%
<b>TOTAL</b>	<b>5 000 000</b>	<b>100,00%</b>	<b>15 000 000</b>	<b>100,00%</b>	<b>20 000 000</b>	<b>100,00%</b>

During the course of January and February 2023, Mr. Mouradian sold on the market all of the 69,000 Market Shares he had acquired in the initial public offering of eureKING.

The shareholding of eureKING following the completion of the Proposed IBC with Skyepharma and the Proposed Acquisition of the SCTbio will depend upon various parameters that are unknown at this stage: as indicated above, the combined €36.05 million purchase price for the Skyepharma



Cash Acquisition and the SCTbio Cash Acquisition will be financed through commitments from its existing shareholders not to redeem their Market Shares and/or from additional equity financing from its existing shareholders and/or from new investors. The shareholders committing not to redeem their Market Shares could be among the Cornerstone Investors listed above, or could be other holders of Market Shares. The same applies to the existing shareholders providing additional equity financing, if any. Finally, the amount of financing coming from new investors is unknown. Further, eureKING will need to raise financing to finance its operations after completion of the two transactions, including in the context of further the bolt-on acquisitions referred to above.

As indicated in the IPO Prospectus, in the case of an Initial Business Combination:

- (i) The Initial Founders have committed not to redeem their 579,826 Market Shares. Therefore, it's an amount of €5,798,260 (579,826 Market Shares at €10.00) which will remain in the Secured Deposit Accounts into which the proceeds of the issuance of the Market Shares were deposited.<sup>6</sup>
- (ii) The Cornerstone Investors, on their end, retain the possibility to redeem their 2,351,174 Market Shares, but have agreed to forego the €0,30 redemption premium that other holders of Market Shares would be entitled to upon redemption. Therefore, an amount of €405,352.20 (1,351,174 Market Shares at €0.30) will remain in the Secured Deposit Accounts into which the proceeds of the issuance of the Market Shares were deposited if the Cornerstone Investors were to redeem their Market Shares.

However, assuming that commitments not to redeem (from the Cornerstone Investors and/or other holders of Market Shares – as the Initial Founders have committed no to redeem their Market Shares as described above) would be sufficient to finance the €36.05 million combined purchase price, the redemption of all the Market Shares for which non-redemption commitments would not have been obtained, and that no further equity financing would be needed, following the completion of the Proposed IBC with Skyepharma and the Proposed Acquisition of SCTbio :

- the shareholders of Oleron Pharma that would have contributed their shares to eureKING would end-up holding 24.1%, and
- PPF would end up holding 5.3% of the share capital of eureKING.

## 6. Lock-up Undertakings

PPF has agreed to a six-month lock-up on the 644,000 eureKING shares it would receive as consideration for the SCTbio Contribution.

### Advisors

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<sup>6</sup> In addition to the commitment not to redeem their Market Shares, the Initial Founders have agreed to forego the €0.30 liquidation premium they would normally be entitled to in case of liquidation of eureKING if no Initial Business Combination is completed by August 13, 2023. The corresponding amount, €173,947.80 has therefore not been deposited in the Secured Deposit Accounts into which the proceeds of the issuance of the Market Shares were deposited.



Kommerční Banka, part of Société Générale Group, is acting as financial advisor to eureKING and Weinhold Legalis acting as legal advisor to eureKING.

## **About eureKING**

Founded in March 2022, eureKING is a French SPAC (Special Purpose Acquisition Company) formed with the aim of acquiring European companies in the field of cutting-edge biomanufacturing, with the ambition of creating a leading bio-CDMO in Europe capable of meeting the growing outsourcing needs of this industry. eureKING has chosen to focus on three highly specialized and strategic segments of the biopharmaceutical industry: the production of biologics, in particular new generations of monoclonal antibodies or complex proteins, the production of cell and gene therapies and the production of live biotherapeutics (with applications in the microbiome).

With a €150 million capital raising in May 2022, eureKING is led by an international management team of experienced healthcare industry talent, 100% dedicated to the SPAC project and its development strategy. eureKING is supported by a Board of Directors with complementary pharmaceutical and financial expertise to achieve its goal of developing and promoting the promising biomanufacturing sector in Europe on an international scale.

eureKING is listed on the professional compartment of Euronext Paris since May 12, 2022.

[www.eureking.com](http://www.eureking.com)

## **Disclaimer**

On June 6, 2023, J.P. Morgan terminated its association with eureKING and waived any fees and compensation in connection with such association. On the same day, J.P. Morgan also waived its entitlement to the payment of any deferred compensation in connection with its role as underwriter in eureKING's initial public offering. J.P. Morgan has informed eureKING that it is not responsible for any portion hereof.

## **Disclaimer**

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## **Forward-Looking Statements**

This communication includes objectives, forecasts or other forward-looking statements that may be identified by the use of words such as "anticipate," "believe," "expect," "estimate," "plan," "outlook," and "project" and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. Such objectives, forecasts or other forward-looking statements with respect to revenues, earnings, performance, strategies, prospects and other aspects of the



businesses of eureKING, SCTbio and the combined company after completion of the proposed acquisition are based on current data (including information provided to eureKING by SCTbio and its shareholders in connection with the proposed transaction), as well as assumptions and analysis made by eureKING in light of its perception of historical trends, current conditions and expected future developments and other factors it believes are appropriate in the circumstances. Such forward looking statements may evolve or be revised due to a number of risks and uncertainties, including in particular the risks factors referred to above. You are cautioned not to place undue reliance upon any forward-looking statements, which speak only as of the date made. eureKING expressly declines any obligation or undertaking to update or revise any objectives, forecasts or other forward-looking statements made in this communication, whether as a result of new information, future events or otherwise, except as required by applicable law or regulation.

### **Industry and Market Data**

Statements made in this communication regarding the beliefs of eureKING on the biomanufacturing sector, market and corporate landscape in European jurisdictions are based on research conducted by eureKING, on publicly available information published by third party and, in some cases, on management estimates based on their industry, experience and other knowledge. While eureKING believes this information to be reliable, eureKING has not independently verified such third party information, and does not make any representation or warranty as to the completeness of such information set forth in this communication.

It is also possible that the data and estimates may be inaccurate or out of date, or that the forecast trends may not occur for the same reasons as described above, which could have a material adverse impact on eureKING's results of operations, financial condition, development or prospects. Trends in the industry, market and corporate landscape in European jurisdictions may differ from the market trends described in this communication.

### **Estimates**

The historical figures related to SCTbio included in this communication have been provided to eureKING by SCTbio and its shareholders in connection with the proposed transaction described herein.