

ERYTECH Pharma Voting Results by Resolution from Annual General Meeting Held on June 28, 2018

ERYTECH PHARMA

French *Société Anonyme*

With a share capital of Euros 1 794 003,50

Head Office: 60 Avenue Rockefeller

Bâtiment Adénine

69008 LYON - FRANCE

479 560 013 RCS LYON

Number of shares composing the capital : 17,940,035 shares

Number of shares with voting right : 17,940,035 shares

Number total of voting rights : 19,536,045 voting rights

Legal *quorum* :

- For the extraordinary decisions, is 25% of the shares having the right to vote, as to know 4,484,384 shares;
- For the ordinary decisions, is 20% of the shares having the right to vote, as to know 4,484,384 shares.

	Number of Shareholders	Number of shares	Number of voting rights
Present to the meeting	6	2 708	2 768
Proxies	1	260 000	260 000
Proxies to the President	12	2 454 712	3 473 053
Postal voting forms	39	8 831 817	8 862 222
Total	58	11 549 237	12 598 043

The date of the General Shareholders' Meeting, the quorum was 64.385% representing 11,549,237 shares for 58 shareholders and 17,937,535 shares with voting rights.

I. Ordinary General Meeting

Resolutions (n#)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
1	Approval of the financial statements for the year ended December 31, 2017	Adopted	11 018 612	87,46 %	1 579 431	12,54 %	0	0,00%	12 598 043	0
2	Approval of the consolidated financial statements for the year ended December 31, 2017	Adopted	11 018 612	87,46 %	1 579 431	12,54 %	0	0,00%	12 598 043	0
3	Allocation of net profit/(loss) for the year	Adopted	11 018 612	87,46 %	1 579 431	12,54 %	0	0,00%	12 598 043	0
4	Statutory Auditors' special report on regulated agreements and commitments with related parties	Adopted	10 536 652	85,41 %	1 799 845	14,59 %	0	0,00%	12 336 497	261 546
5	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning changes in the compensation of Jérôme Bailly	Adopted	10 798 182	85,71 %	1 799 861	14,29 %	0	0,00%	12 598 043	0

6	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of Jérôme Bailly	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00%	12 598 043	0
Resolutions (n#)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
7	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the corporate officers' civil liability insurance of Jérôme Bailly	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00%	12 598 043	0
8	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the profit sharing of Jérôme Bailly	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00%	12 598 043	0
9	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of Gil Beyen	Adopted	10 696 956	86,71%	1 639 541	13,29 %	0	0,00%	12 336 497	261 546
10	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code	Adopted	10 697 456	86,71%	1 639 041	13,29 %	0	0,00%	12 336 497	261 546

	concerning the corporate officers' civil liability insurance of Gil Beyen									
11	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the 2017 profit sharing of Gil Beyen	Adopted	10 697 456	86,71%	1 639 041	13,29 %	0	0,00%	12 336 497	261 546

Resolutions (n#)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
12	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of Philippe Archinard	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00%	12 598 043	0
13	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the corporate officers' civil liability insurance of Philippe Archinard	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00%	12 598 043	0
14	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00%	12 598 043	0

	concerning the indemnification agreement of Luc Dochez									
15	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the corporate officers' civil liability insurance of Luc Dochez	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00%	12 598 043	0

Resolutions (n#)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
16	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the support services for managing securities for the company BVBA Hilde Windels	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00 %	12 598 043	0
17	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of the company BVBA Hilde Windels	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00 %	12 598 043	0
18	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00 %	12 598 043	0

	concerning the corporate officers' civil liability insurance of the company BVBA Hilde Windels									
19	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of Martine J. George	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00 %	12 598 043	0

Resolutions (n#)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
20	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the corporate officers' civil liability insurance of Martine J. George	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00 %	12 598 043	0
21	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of Allene Diaz	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00 %	12 598 043	0

22	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the corporate officers' civil liability insurance of Allene Diaz	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00 %	12 598 043	0
23	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the indemnification agreement of the company Galenos	Adopted	10 958 502	86,99 %	1 639 541	13,01 %	0	0,00 %	12 598 043	0

Resolutions (n°)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
24	Approval of the commitments set out in Article L. 225-38 of the French Commercial Code concerning the corporate officers' civil liability insurance of the company Galenos	Adopted	10 959 002	86,99 %	1 639 041	13,01 %	0	0,00%	12 598 043	0
25	Approval of the elements of the compensation policy for executive corporate officers	Adopted	8 850 623	71,74%	3 485 874	28,26%	0	0,00%	12 336 497	261 546

26	Approval of the fixed, variable and exceptional compensation allocated to Gil Beyen for the year ended December 31, 2017	Adopted	8 975 977	72,76 %	3 360 520	27,24 %	0	0,00%	12 336 497	261 546
27	Setting of attendance fees allocated to the Board of Directors	Adopted	10 798 058	82,217%	1 779 985	14,29 %	0	0,00%	12 598 043	0
28	Approval of the regulations of the share subscription and/or purchase options plan adopted by the Board of Directors on June 27, 2017	Adopted	10 654 344	84,57 %	1 943 699	15,43 %	0	0,00%	12 598 043	0
29	Authorization for the Company to buy back treasury shares	Adopted	10 915 692	86,65 %	1 682 351	13,35 %	0	0,00%	12 598 043	0

II. Assemblée Générale ExtraOrdinaire

Resolutions (n°)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote

30	Authorization to the Board of Directors to reduce the Company's share capital by canceling the treasury shares held by the Company	Adopted	10 798 198	85,71 %	1 799 845	14,29 %	0	0,00 %	12 598 043	0
31	Delegation of authority to the Board of Directors to issue common Company shares and marketable securities convertible to common shares to be issued by the Company immediately or in the future, with shareholders' preemptive subscription rights maintained	Adopted	9 227 499	73,25 %	3 370 544	26,75 %	0	0,00 %	12 598 043	0
32	Delegation of authority to the Board of Directors to issue common Company shares and marketable securities convertible to common shares to be issued by the Company immediately or in the future, with shareholders' preemptive subscription rights waived in the context of a public offering	Adopted	9 207 319	73,09 %	3 390 724	26,91 %	0	0,00 %	12 598 043	0

Resolutions (n°)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote

Place de cotation : Euronext Paris de Euronext - Compartiment : Compartiment B - Code ISIN : FR0011471135

ADS's Level 3 - Nasdaq: ERYP

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33	Delegation of authority to the Board of Directors to issue common Company shares and marketable securities convertible to common shares to be issued by the Company immediately or in the future, with shareholders' preemptive subscription rights waived, in connection with offerings within the provisions in section II of Article L. 411-2 of the French Monetary and Financial Code.	Adopted	9 207 825	73,09 %	3 390 218	26,91 %	0	0,00 %	12 598 043	0
34	Authorization to the Board of Directors to set the price of any issue of common shares of the Company or marketable securities convertible to common shares to be issued by the Company, with shareholders' preemptive subscription rights waived, at an amount not to exceed 10% of share capital per year in accordance with the conditions set out by the General Shareholders' Meeting	Adopted	8 903 653	70,67 %	3 694 390	29,33 %	0	0,00 %	12 598 043	0

Resolutions (n°)	Resolutions (subject)	Results	Voting Rights							
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			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
	Authorization to the Board of Directors to									
35	increase the number of shares to be issued in the event of capital increase with shareholders' preemptive subscription rights maintained or waived	Adopted	9 207 785	73,09 %	3 390 258	26,91 %	0	0,00 %	12 598 043	0
36	Delegation of authority to the Board of Directors, with shareholders' preemptive subscription rights waived, to increase the company's share capital through an issue reserved for certain categories of investors	Adopted	8 903 609	70,67 %	3 694 434	29,33 %	0	0,00 %	12 598 043	0
37	Delegation of authority to the Board of Directors to issue common Company shares and marketable securities providing access to common shares to be issued by the Company in the event of a public exchange offer initiated by the Company, with a waiver of shareholders' preemptive subscription rights	Adopted	8 903 649	70,68 %	3 694 294	29,32 %	0	0,00 %	12 598 043	0

Resolutions	Resolutions (subject)	Results	Voting Rights
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(n°)										
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
38	Authorization to the Board of Directors to issue common shares or marketable securities giving access to common shares to be issued, with shareholders' preemptive subscription rights waived, in consideration of contributions in kind granted to the Company and consisting of capital securities or marketable securities convertible to capital.	Adopted	9 131 173	72,48 %	3 466 870	25,52 %	0	0,00 %	12 598 043	0
39	Delegation of authority to the Board of Directors to increase the Company's capital by incorporating reserves, earnings or premiums	Adopted	9 125 403	72,44 %	3 472 640	27,56 %	0	0,00 %	12 598 043	0
40	Delegation of authority to the Board of Directors to carry out capital increases reserved for members of an Erytech Pharma Group savings plan, with a waiver of shareholders' preemptive subscription rights	Rejected	7 277 017	57,76 %	5 321 026	42,24 %	0	0,00 %	12 598 043	0

	Resolutions		Voting Rights
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Resolutions (n°)	(subject)	Results								
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
41	Autorisation au Conseil d'Administration à l'effet de procéder à l'attribution gratuite d'actions existantes ou à émettre, avec suppression du droit préférentiel de souscription des actionnaires, en faveur de mandataires sociaux ou de salariés de la société ou de sociétés liées.	Adopted	8 903 259	70,67 %	3 694 784	29,33 %	0	0,00 %	12 598 043	0
42	Authorization to the Board of Directors to grant share subscription and/or share purchase options to corporate officers and employees of the Company or companies in the Erytech Pharma Group, entailing the waiver by shareholders of their preemptive rights to subscribe for shares issued following the exercise of stock options	Adopted	8 903 669	70,68 %	3 694 374	29,32 %	0	0,00 %	12 598 043	0

Resolutions (n°)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
43	Authorization to the Board of Directors to issue detachable share subscription warrants, with shareholders' preemptive subscription rights waived, to corporate officers and employees of the Company or companies in the Erytech PharmaGroup	Adopted	8 903 625	70,67 %	3 694 418	29,33 %	0	0,00 %	12 598 043	0
44	Ratification of changes to the articles of incorporation made by the Board of Directors for compliance with new legislative and regulatory provisions	Adopted	8 979 597	71,28 %	3 618 4446	28,72 %	0	0,00 %	11 549 237	0
45	Powers for carrying out formalities	Adopted	11 018 612	87,46 %	1 579 431	12,54 %	0	0,00 %	12 598 043	0

Resolutions (n°)	Resolutions (subject)	Results	Voting Rights							
			Voted for		Voted against		Abstention		Total	
			Voting rights	%	Voting rights	%	Voting rights	%	Voting rights	Off Vote
44	Ratification des modifications statutaires réalisées par le Conseil d'Administration aux fins de mise en conformité avec les nouvelles dispositions législatives et réglementaires.	Adopted	8 979 597	71,28 %	3 618 446	28,72 %	0	0,00 %	11 549 237	0
45	Pouvoirs pour formalités	Adopted	11 018 612	87,46 %	1 579 431	12,54 %	0	0,00 %	12 598 043	0



About ERYTECH: www.erytech.com

Founded in Lyon, France in 2004, ERYTECH is a clinical-stage biopharmaceutical company developing innovative therapies for rare forms of cancer and orphan diseases. Leveraging its proprietary ERYCAPS platform, which uses a novel technology to encapsulate therapeutic drug substances inside red blood cells, ERYTECH has developed a pipeline of product candidates targeting markets with high unmet medical needs. ERYTECH's initial focus is on the development of products that target the altered amino acid metabolism of cancer cells, depriving them of nutrients necessary for their survival.

The Company's lead product, eryaspase, also known under the trade name GRASPA[®], consists of an enzyme, L-asparaginase, encapsulated inside donor-derived red blood cells. L-asparaginase depletes asparagine, a naturally occurring amino acid essential for the survival and proliferation of cancer cells. L-asparaginase has been a standard component of multi-agent chemotherapy for the treatment of pediatric acute lymphoblastic leukemia (ALL), but side effects limit treatment compliance, especially in adults and patients with weak performance status.

Eryaspase demonstrated promising efficacy and safety results in various clinical trials in ALL, as well as in a Phase 2b trial in second-line pancreatic cancer. ERYTECH is preparing for the launch of a pivotal Phase 3 clinical trial in second line pancreatic cancer and Phase 2 trials in first line pancreatic cancer and triple-negative breast cancer.

ERYTECH produces eryaspase at its own GMP-approved and operational manufacturing site in Lyon (France), and at a site for clinical production in Philadelphia (USA). A large-scale manufacturing facility is under construction in New Jersey (USA).

In addition to eryaspase, ERYTECH is developing erymethionase, methionine- γ -lyase encapsulated in red blood cells, to target cancer cells' amino acid metabolism and induce tumor cell starvation. ERYTECH is also exploring the use of its ERYCAPS platform for developing cancer immunotherapies (ERYMMUNE) and enzyme replacement therapies (ERYZYME).

ERYTECH is listed on the Nasdaq Global Select Market in the United States (ticker: ERYP) and on the Euronext regulated market in Paris (ISIN code: FR0011471135, ticker: ERYP). ERYTECH is part of the CAC Healthcare, CAC Pharma & Bio, CAC Mid & Small, CAC All Tradable, EnterNext PEA-PME 150 and Next Biotech indexes.

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