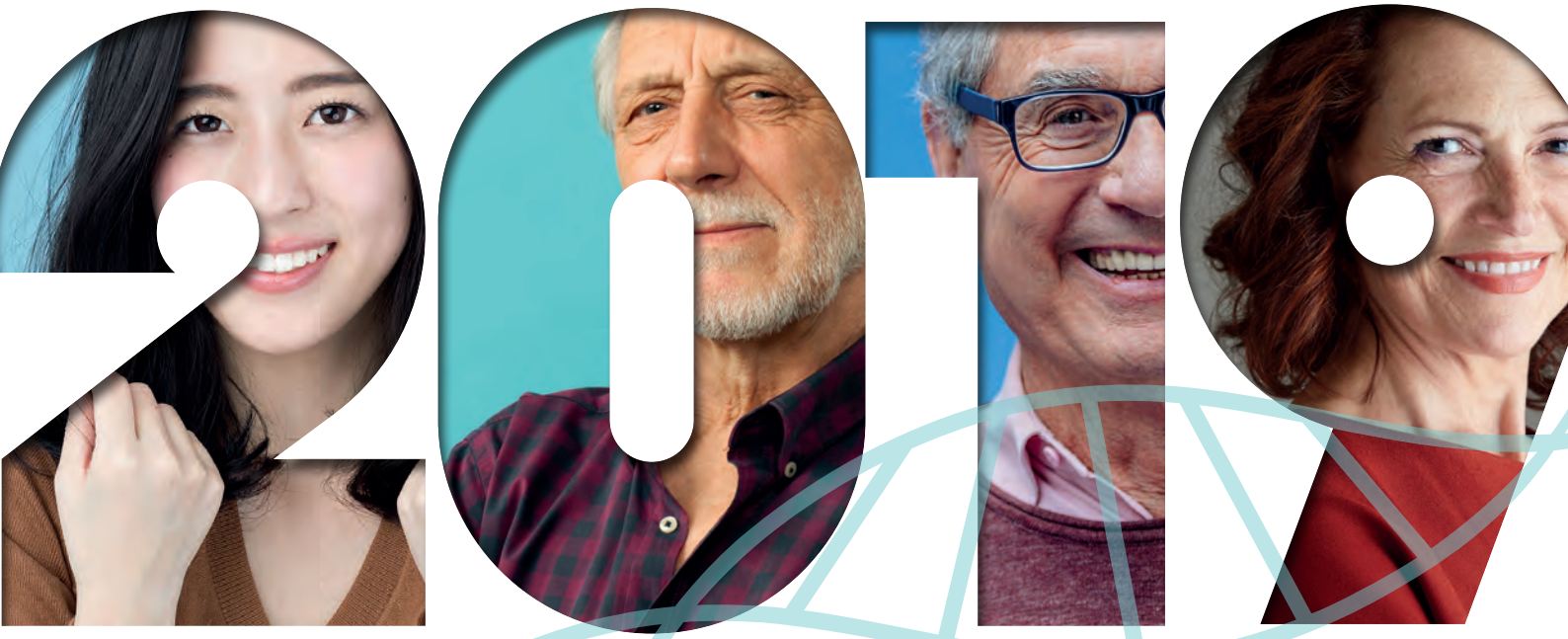

AMENDMENT TO THE 2019 UNIVERSAL REGISTRATION DOCUMENT

GenSight BIOLOGICS

GenSight Biologics S.A.

A limited liability company with a board of directors *(société anonyme à conseil d'administration)*
incorporated and organized under the laws of France with a share capital of €843,459.05

Registered Office:
74, rue du Faubourg Saint-Antoine
75012 Paris, France
751 164 757 Paris Trade and Companies Register

AMENDMENT TO THE 2019 UNIVERSAL REGISTRATION DOCUMENT

AUTORITÉ DES MARCHÉS FINANCIERS
AMF

This amendment to the 2019 Universal Registration Document was filed on October 22, 2020 with the AMF (the French Financial Markets Regulator), as the competent authority under Regulation (EU) 2017/1129, without prior approval in accordance with Article 9 of the said Regulation.

This Universal Registration Document may be used for the purpose of a public offer of securities or the admission of securities to trading on a regulated market if it supplemented by a securities note and, as the case may be, by a summary and all the amendments to the Universal Registration Document. These documents are together approved by the AMF in accordance with Regulation (EU) 2017/1129.

Pursuant to article 19 of Regulation (EU) 2017/1129, this amendment updates the universal registration document filed with the AMF on April 8, 2020 under number D.20-0271 (the **"2019 Universal Registration Document"**) and updates the necessary information pursuant to the regulation (the **"Amendment"**)

A concordance table is provided in this Amendment in order to facilitate the retrieval of the information incorporated by reference and that which are updated or amended.

Copies of this Amendment and of the 2019 Universal Registration Document are available free of charge from GenSight (74, rue du Faubourg Saint-Antoine 75012 Paris, France) and on its website (https://www.gensight-biologics.com).

These documents are also available in an electronic format on the AMF's website (https://www.amf-france.org/).

CONCORDANCE TABLE

The concordance table below identifies the information required by the annex 1 and 2 of the delegated Regulation of March 14, 2019 in accordance with the Universal Registration Document template as well as their correspondence with the sections of our 2019 Universal Registration Document.

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NOTE

In this Amendment, the terms "Company", "GenSight Biologics", "we", "us" and "our" mean GenSight Biologics S.A. All references herein to "$" are to United States dollars, the currency of the United States of America.

This Amendment describes the Company as of the date hereof. The Amendment may be consulted on the Company's website (www.gensight-biologics.com).

Forward-looking Statements

This Amendment contains statements regarding our prospects and growth strategies. These statements are sometimes identified by the use of the future or conditional tense, or by the use of forward-looking terms such as "considers", "envisages", "believes", "aims", "expects", "intends", "should", "anticipates", "estimates", "thinks", "wishes" and "might", or, if applicable, the negative form of such terms and similar expressions or similar terminology. Such information is not historical in nature and should not be interpreted as a guarantee of future performance. Such information is based on data, assumptions, and estimates that we consider reasonable. Such information is subject to change or modification based on uncertainties in the economic, financial, competitive or regulatory environments. This information is contained in several sections of this Amendment and includes statements relating to our intentions, estimates and targets with respect to our markets, strategies, growth, results of operations, financial situation and liquidity. Our forward-looking statements speak only as of the date of this Amendment. Absent any applicable legal or regulatory requirements, we expressly disclaim any obligation to release any updates to any forward-looking statements contained in this Amendment to reflect any change in our expectations or any change in events, conditions or circumstances, on which any forward-looking statement contained in this Amendment is based. We operate in a competitive and rapidly evolving environment; it is therefore unable to anticipate all risks, uncertainties or other factors that may affect our business, their potential impact on our business or the extent to which the occurrence of a risk or combination of risks could have significantly different results from those set out in any forward-looking statements, it being noted that such forward-looking statements do not constitute a guarantee of actual results.

Information on the Market and Competitive Environment

This Amendment contains, in particular in Section 3, "Business", information relating to our markets and to our competitive position. Unless otherwise indicated, the information contained in this Amendment related to market shares and the size of relevant markets are our estimates and are provided for illustrative purposes only. We believe that the information contained herein in relation to our markets and competitive position is reliable, but the information has not been verified by an independent expert, and we cannot guarantee that a third-party using different methods to collect, analyze or compute market data would arrive at the same results.

Risk Factors

Investors should carefully consider the risk factors in Section 3 of the 2019 Universal Registration Document, "Risk Factors" and in Section 2 of the Amendment, "Risk Factors". The occurrence of all or any of these risks could have an adverse effect on our business, reputation, results of operation, financial condition or prospects.

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PERSON RESPONSIBLE, THIRD PARTY, EXPERTS' REPORTS AND COMPETENT AUTHORITY APPROVAL

1

PERSON RESPONSIBLE, THIRD PARTY, EXPERTS' REPORTS AND COMPETENT AUTHORITY APPROVAL

1.1 IDENTITY OF THE PERSON RESPONSIBLE

Bernard Gilly, Chief Executive Officer of GenSight Biologics S.A. is responsible for the information contained in this Amendment.

1.2 DECLARATION OF THE PERSON RESPONSIBLE

I hereby declare that, after having taken all reasonable care to that purpose, to the best of my knowledge, the information contained in this Amendment is in accordance with the facts and contains no omission likely to affect its import.

October 22, 2020

Bernard Gilly, Chief Executive Officer of GenSight Biologics S.A.

RISK FACTORS

2

RISK FACTORS

Risk factors of the Company are described in Section 3 "Risk Factors" of the 2019 Universal Registration Document.

2.1 LIQUIDITY RISK

The sub-section 3.1.1 "Liquidity risk" is amended as follows:

The Company has carried out a specific review of its liquidity risk as of the date of this Amendment and estimates, taking into account its current cost structure and programs already underway, that its consolidated cash and cash equivalent on hand on September 30, 2020, amounting to €18.1 million, will be sufficient to cover its financing needs until Q2 2021.

This cash runway considers a certain number of Temporary Authorization for Use (ATU) until Q2 2021 which could be delayed or reduced in the event of a worsening or rebound of the Covid-19 pandemic in France. Therefore, the Company could face uncertainties on its ability to generate related revenues or could face a change of phasing of this revenue. The cash runway could be shortened consequently.

Taking into account the expected net proceeds from the Offering[(1)] amounting to €23.2 million (subject to the settlement of the Offering), the Company expects to have sufficient net working capital to meet its obligations for at least the next twelve months. Depending on the evolution of the Covid-19 pandemic in France and its potential implications for the Company as describe above, the Company expects to have sufficient net working capital to meet its obligations, until the European commercial launch of LUMEVOQ® (targeted in early 2022), subject to the approval of the Marketing Authorization Application by the EMA.

Since its incorporation, the Company has funded its activities through several equity financings, grants, conditional advances and Research Tax Credit. Since the end of 2019, the Company started to generate revenue from the sale of LUMEVOQ® (GS010) in France, since the French National Drug Safety Agency (ANSM) granted a named patient Temporary Authorization for Use (ATU nominative) for LUMEVOQ®. As announced on September 15, 2020, the Company has submitted the marketing authorization application for LUMEVOQ® to the European Medicines Agency (EMA) and expects a decision in the second semester of 2021. The Company also expects to submit the Biologics License Application (BLA) for LUMEVOQ® to the U.S. Food and Drug Administration (FDA) in the second semester of 2021. To date, the Company continues to actively prepare for the launch of LUMEVOQ® in Europe in the fourth quarter of 2021 and in the United States in 2022, if approved by such regulatory authorities.

(1) As defined in Section 7 of this Amendment.

2.2 THE REGULATORY APPROVAL PROCESS OF THE FDA, THE EMA AND OTHER REGULATORY AUTHORITIES AND THE CLINICAL TRIALS THAT OUR PRODUCT CANDIDATES WILL NEED TO UNDERGO, ARE TIME-CONSUMING AND EXPENSIVE, THE OUTCOMES OF WHICH ARE UNPREDICTABLE, AND FOR WHICH THERE IS A HIGH RISK OF FAILURE.

The sub-section 3.2.1 "The regulatory approval process of the FDA, the EMA and other regulatory authorities and the clinical trials that our product candidates will need to undergo, are time-consuming and expensive, the outcomes of which are unpredictable, and for which there is a high risk of failure" is amended as follows:

The regulatory approval process for novel product candidates such as ours can be more expensive and take longer than for other, better known or more extensively studied product candidates. As of the date of this Amendment, Spark Therapeutics' Luxturna, has received marketing approval by both the FDA and the EMA, and GlaxoSmithKline plc's Strimvelis is the only other gene therapy products currently approved by the EMA, which makes it difficult to determine how long it will take or how much it will cost to obtain regulatory approvals for our product candidates in either the United States or the European Union or how long it will take to commercialize our product candidates.

Since the EMA and the FDA have different procedures and evaluation criteria, approvals by the EMA may not be indicative of what the FDA may require for approval, and vice versa. The Company has submitted the Marketing Authorization Application (MAA) for its lead product LUMEVOQ® to the EMA in September 2020. Even if the EMA grants such marketing authorization, it does not mean there will be a similar outcome with the FDA in the United States.

In addition, we believe that certain of our product candidates, such as LUMEVOQ® (GS010) and GS030, and certain of our underlying technology platforms, such as Mitochondrial Targeting Sequence and Optogenetics, may be immediately transferable to the treatment of other diseases, including dry age-related macular degeneration, or dry AMD, and geographic atrophy, or GA, as well as diseases outside of ophthalmology, including central nervous system, or CNS, disorders. These other indications, as well as additional potential product candidates, will require additional, time-consuming and costly development efforts prior to commercial sale, which may be unpredictable and may differ significantly from those of our initial product candidates.

2.3 OUR CURRENT AND FUTURE SHAREHOLDERS MAY EXPERIENCE DILUTION

The sub-section 3.1.5 "Our current and future shareholders may experience dilution" is amended as follows:

Since incorporation, we have issued or allotted share warrants for founders (*Bons de souscription de parts de créateur d'entreprise*, or BCE), share warrants (*Bons de souscription d'actions*, or BSA), Stock-options (SO) and free shares (*Attributions gratuites d'actions*, or AGA). As of the date of this Amendment, 650,302 BCE, 1,570,191 BSA, 1,090,000 AGA and 155,000 SO have been allotted (giving the right to subscribe for or acquire, respectively, 650,302, 1,570,191, 1,090,000 and 155,000 new shares).

In the context of the bond financing with Kreos Capital completed in July 2020, part of the bond issuance was in the form of convertible bonds (*Obligations Convertibles en Actions* or OCA) (giving the right to subscribe to 1,452,852 new shares) and we have also issued 668,151 share warrants (BSA) subscribed by Kreos, giving the right to subscribe for a maximum of 2,121,003 new shares.

As of the date of this Amendment, the exercise of all BCE, all BSA, all OCA and the definitive acquisition of all AGA allotted and outstanding will thus allow for a subscription or acquisition of 14.58% new ordinary shares, generating a dilution of 12.72% based on fully diluted capital.

Moreover, the exercise of delegations of authority granted to the Board of Directors by the mixed general meeting of April 29, 2020 to carry out one or more capital increases could lead to additional dilution.

As part of our policy to provide incentives for our executive officers and employees, and in order to attract additional expertise, we may in the future issue or allot shares or new financial instruments giving access to our share capital, which could result in additional, potentially significant, dilution for our current and future shareholders.

2.4 RISK RELATED TO THE IMPACTS OF THE COVID-19

The sub-section 3.4.1 "Risks related to the impact of the Covid-19" is amended as follows:

The REVERSE and RESCUE Phase III trials of LUMEVOQ® (GS010) for the treatment of Leber Hereditary Optic Neuropathy (LHON) are completed, and patients have been transferred to long-term follow-up for an additional 3-year period. Given the follow-up nature of these visits and the stability of patients with no safety concern, the Company confirms that the Covid-19 situation has no significant impact on the conduct of the trial.

The strategic manufacturing partner (CDMO) for LUMEVOQ® has maintained its operations and has indicated that no delay is currently expected in the planned activities due to the Covid-19. The Company has submitted as planned the Marketing Authorization Application (MAA) for LUMEVOQ® to the EMA, with potential approval in H2 2021.

The REFLECT Phase III trial of LUMEVOQ® is fully recruited with a primary endpoint at 78 weeks. The slight delays recorded on the conduct of the 78 weeks visits had only resulted in the minimal postponement of the data availability of the primary endpoint from Q1 to Q2 2021. The regulatory filing target with the FDA in the US remains H2 2021.

The PIONEER Phase I/II clinical trial of GS030, combining gene therapy and optogenetics for the treatment of retinitis pigmentosa (RP), has fully completed recruitment of the third cohort. No further impact from the Covid-19 situation is currently expected.

Six patients ave been treated under a Temporary Authorization of Use (ATU) as of September 2020 and 4 Additional ATUs requests have recently been granted by the French National Drug Safety Agency (*Agence Nationale de Sécurité du Médicament* or ANSM). The patients should be treated in the coming weeks. .

The Company has implemented measures to protect its staff against Covid-19 by encouraging remote working for all employees.

2.5 RISK RELATED TO THE FOREIGN INVESTMENT SCREENING PROCEDURE

Any investment (i) by (a) a non-French citizen, (b) a French citizen not residing in France within the meaning of Article 4B of the General Tax Code, (c) a non-French entity or (d) a French entity controlled by one of the aforementioned individuals or entities; (ii) which would have the consequence to (a) acquire the control, within the meaning of Article L.233-3 of the French Commercial Code, of an entity governed by French law (a "French Entity"), (b) acquire all or part of a business line of a French Entity or, (c) for non EU or non-EEA investors, to cross directly or indirectly, alone or in concert, a 25% threshold of voting rights in a French Entity and (iii) such French Company develops its activities in certain strategic sectors essential to the protection of public health, including research and development in critical technologies including biotechnology, is subject to prior authorization by the Minister of Economy.

In the context of the ongoing Covid-19 pandemic, the Decree *(décret)* n° 2020-892 dated July 22, 2020 has supplemented the 25% threshold with an additional temporary 10% threshold of the voting rights for the non-European investments in listed companies, applicable, at the date of this Amendment, until December 31, 2020.

If an investment requiring the prior authorization of the Minister of Economy is completed without such authorization having been granted, the Minister of Economy might direct the relevant investor to nonetheless (i) submit a request for authorization, (ii) have the previous situation restored at its own expense or (iii) amend the investment. The relevant investor might also be found criminally liable and might be sanctioned with a fine which cannot exceed the greater of: (i) twice the amount of the relevant investment, (ii) 10% of the annual turnover before tax of the target company and (iii) €5 million (for an entity) or €1 million (for an individual).

Failure to comply with such measures could result in significant consequences on the applicable investor. Such measures could also delay or discourage a takeover attempt, and we cannot predict whether these measures will result in a lower or more volatile market price of our ordinary shares.

BUSINESS

Since the publication of the 2019 Universal Registration Document, the Company has published the following press releases, available on its website (link: https://www.gensight-biologics.com/category/press-releases/):

- **Press release dated April 8, 2020:** GenSight Biologics Announces the Filing of its 2019 Universal Registration Document
- **Press release dated April 8, 2020:** Annual General Meeting on April 29, 2020 Procedures for obtaining preparatory documents for the General Meeting
- **Press release dated April 14, 2020:** GenSight Biologics Announces Positive Data Safety Monitoring Board Review of PIONEER Phase I/II Trial of GS030 Combining Gene Therapy and Optogenetics for the Treatment of Retinitis Pigmentosa
- **Press release dated April 15, 2020**: GenSight Biologics on Track to Submit LUMEVOQ® for European Approval in September 2020 Following Pre-Submission Meeting with EMA
- **Press release dated April 21, 2020:** GenSight Biologics Reports Cash Position as of March 31, 2020 and Provides Operational Update
- **Press release dated April 22, 2020:** GenSight Biologics will hold its General Meeting on April 29, 2020 behind closed doors
- **Press release dated July 2, 2020:** GenSight Biologics to Host LUMEVOQ® Key Opinion Leader Call on July 9, 2020
- **Press release dated July 6, 2020:** GenSight Biologics reports sustained efficacy and safety among LHON patients three years after LUMEVOQ® treatment
- **Press release dated July 9, 2020:** GenSight Biologics obtains a €7 million non-dilutive loan and renegotiates the bond agreement with Kreos Capital extending runway to mid-2021
- **Press release dated July 21, 2020:** GenSight Biologics reports final REALITY natural history study results confirming poor spontaneous recovery for LHON patients with ND4 mutation
- **Press release dated July 30, 2020:** GenSight Biologics Reports Interim Financial Results for the First Half of 2020 and Provides Operational Update
- **Press release dated August 4, 2020:** GenSight Biologics draws down the €4 million second tranche of bonds from Kreos Capital
- **Press release dated September 15, 2020:** GenSight Biologics Submits EU Marketing Authorisation Application for LUMEVOQ® Gene Therapy to Treat Vision Loss due to Leber Hereditary Optic Neuropathy (LHON)
- **Press release dated September 21, 2020:** GenSight Biologics reports new analysis demonstrating statistically significant and clinically meaningful difference between visual outcomes in LUMEVOQ®-treated patients and natural history of Leber Hereditary Optic Neuropathy (LHON)
- **Press release dated September 28, 2020:** GenSight Biologics Announces Publication of Meta-Analysis Confirming that Spontaneous Recovery in LHON is rare in the Journal of Neuro-Ophthalmology
- **Press release dated October 14, 2020:** GenSight Biologics appoints Elsy Boglioli to the Board of Directors
- **Press release dated October 15, 2020:** GenSight Biologics Reports Cash Position as of September 30, 2020 and provides operational update
- **Press release dated October 21, 2020:** GenSight Biologics launches a capital increase of approximately €25 million by means of an accelerated bookbuilding process
- **Press release dated October 22, 2020:** GenSight Biologics successfully raises €25 million in an oversubscribed private placement with US and European institutional investors.

Therefore, the following information is updated in the 2019 Amendment to the Universal Registration Document:

3.1 BUSINESS OVERVIEW

In the sub-section 5.1 "Business Overview" of the 2019 Universal Registration Document, the following paragraph is added under "LUMEVOQ® for the treatment of LHON":

On April 15, 2020, the Company announced the completion of the pre-submission meeting with the European Medicines Agency (EMA) for the Company's lead product LUMEVOQ® (GS010; lenadogene nolparvovec). The EMA presubmission meeting is a procedural milestone in the preparation of a marketing authorization application (MAA). Based on its successful conclusion, the Company announced its submission of the MAA for LUMEVOQ® on September 14, 2020. LUMEVOQ® is the gene therapy developed by the Company for the treatment of Leber Hereditary Optic Neuropathy (LHON), a rare blinding disease marked by sudden, irreversible vision loss. The pivotal trials for LUMEVOQ® in Europe, RESCUE and REVERSE, were completed in 2019; patients from those trials have been invited to participate in a long-term follow-up study.

GenSight reported that statistical analysis of pooled data from LUMEVOQ® trials and natural history studies found a statistically significant and clinically meaningful difference between the visual outcomes in LUMEVOQ®-treated patients and untreated patients. Treated eyes showed progressive and sustained improvement from Month 12 to Month 52, in contrast to the absence of recovery over the same period for untreated eyes. At Month 18, the difference became statistically significant ($p = 0.01$). By Month 48, the difference between the mean visual acuity in treated patients and that in untreated patients was both statistically significant ($p < 0.01$) and clinically meaningful (-0.33 LogMAR, or +16.5 ETDRS letters equivalent, in favor of treated eyes).

In September 2020, a new meta-analysis of the natural history of Leber Hereditary Optic Neuropathy (LHON) was published in the

Journal of Neuro-Ophthalmology, the official journal of the North American Neuro-Ophthalmology Society (NANOS). The paper, written by leading global authorities on LHON, confirms the low rate of spontaneous visual recovery in patients with a mutated *ND4 gene*, the most common cause of the disease. For those 15 years or older at onset of visual loss, only an estimated 11.3% experienced some degree of visual recovery.

In the sub-section 5.1 "Business Overview" of the 2019 Universal Registration Document, the following paragraph is added under "GS030 for the Treatment of RP":

The Data Safety Monitoring Board (DSMB) completed its second planned safety review of the ongoing PIONEER Phase I/II clinical trial of GS030, GenSight's novel product combining gene therapy and optogenetics for the treatment of Retinitis Pigmentosa (RP).

The DSMB confirmed the absence of any safety issues for the second cohort of three subjects, who each received a single intravitreal injection of 1.5e11 vg (viral genomes) and used a wearable optronic visual stimulation device after the injection. The DSMB recommended moving forward as planned without any modification in the protocol and recruiting the third cohort of three subjects who are to receive the maximal dose of 5e11 vg.

3.2 OUR PRODUCT DEVELOPMENT PIPELINE

In the sub-section 5.2 "Our Product Development Pipeline", the table summarizing the development programs is replaced by the following table:

Technology	Product Candidate	Indication	Research	Preclinical	Phase I/II	Phase III	Registration	
MTS platform	LUMEVOQ® (FDA & EMA Orphan Drug Designation)	LHON ND4 (EU)	→					REVERSE: Phase III top-line data reported in Apr (48w) & Oct (72w) 2018 and in May 2019 (96w)
								RESCUE: Phase III top-line data reported in Feb (48w), Apr (72w) and Sep (96w) 2019
		LHON ND4 (US)	→			→		REFLECT*: Phase III recruitment completed in July 2019, top-line data expected in Q2 2021
	GS011	LHON ND1	→					Initiate preclinical studies following GS010 Phase III clinical data
	Undisclosed Mitochondrial Target	Undisclosed	→					
Optogenetics	GS030 (FDA & EMA Orphan Drug Designation)	RP	→		→			PIONEER: Start of 3rd cohort after DSMB#2 approval in PIONEER Phase I/II clinical trial. Report interim data one year after last subject treated
	GS030	Dry AMD & Geographic Atrophy	→					

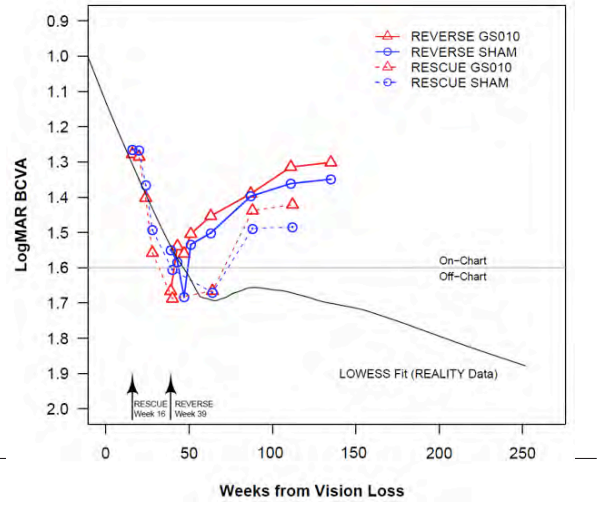
*Conducting this trial under a special protocol assessment with the FDA

3.3 OUR LEAD PRODUCT CANDIDATE: LUMEVOQ® FOR THE TREATMENT OF LHON

3.3.1 ADDITIONAL STUDIES - REALITY

In the sub-section 5.2.2 "Our lead product candidate: GS010 for the treatment of LHON", under "Additional Studies" - "REALITY", the following paragraphs are added:

Statistical analysis of the visual acuity in 23 REALITY subjects aged 15 or older with a mutated ND4 gene shows that on average, vision failed to recover from an initial sudden decline, even several years after vision loss. The sharp deterioration followed by an extended period of low visual acuity stands in sharp contrast with the improvements observed in the LUMEVOQ® RESCUE and REVERSE trials.



The study aimed to enroll 50 subjects, but enrollment was curtailed due to measures taken to protect patients in the Covid-19 pandemic. Of the 44 subjects who were enrolled before the Covid-19 measures took effect, 23 were 15 years old or older at the time of vision loss due to their mutated ND4 gene. Of these 23 ND4 subjects, 15 had been treated with idebenone, the majority within 12 months of their vision loss.

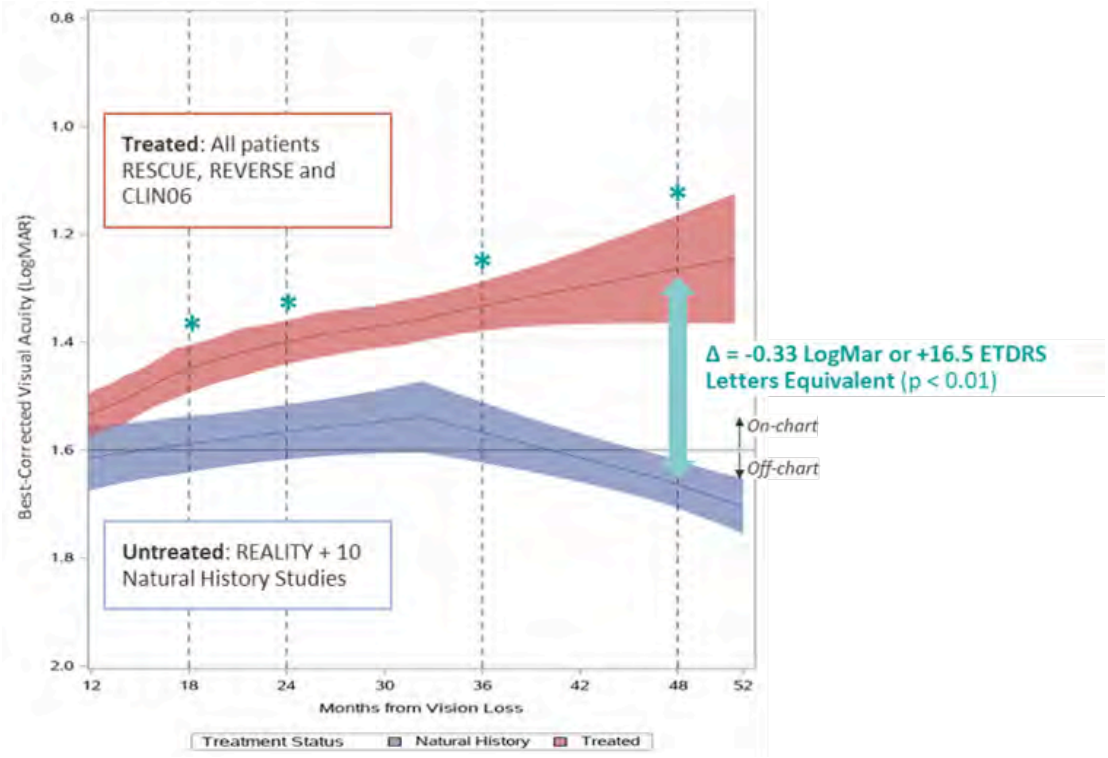
The RESCUE and REVERSE pivotal trials evaluated the efficacy and safety of a single intravitreal injection of LUMEVOQ® in LHON subjects who were at 0-6 months and 6-12 months, respectively, from onset of vision loss due to carrying a mutated ND4 mitochondrial gene. 61 of the RESCUE and REVERSE subjects accepted the invitation for long-term follow-up in the CLIN06 trial, which recently reported initial results.

3.3.2 INDIRECT COMPARISON TO NATURAL HISTORY

In the sub-section 5.2.2 "Our lead product candidate: GS010 for the treatment of LHON", under "Additional Studies", the following paragraphs are added:

In order to address the bilateral effect observed in RESCUE and REVERSE, the Company performed a statistical analysis of pooled data from LUMEVOQ® trials and natural history studies demonstrating a statistically significant and clinically meaningful difference between the visual outcomes in LUMEVOQ®-treated patients and untreated patients. Treated patients showed progressive and sustained improvement from Month 12 to Month 52, in contrast to the absence of recovery over the same period for untreated patients. At Month 18, the difference became statistically significant ($p = 0.01$). By Month 48, the difference between the mean visual acuity in treated patients and that in untreated patients was both statistically significant ($p < 0.01$) and clinically meaningful (-0.33 LogMAR, or +16.5 ETDRS letters equivalent, in favor of treated eyes).

Figure 1. Evolution of Visual Acuity in LUMEVOQ®-treated Patients (N = 76) versus Untreated Patients (N = 208)



Note: All patients had a confirmed G11778A mutation in the ND4 mitochondrial gene and were at least 15 years old. The diagram shows the Locally Estimated Scatterplot Smoothing (LOESS) curves for visual acuity in LUMEVOQ®-treated patients and untreated patients. The shaded areas represent the 95% confidence interval for the mean BCVA. "Treated" eyes refer to all eyes (LUMEVOQ® and sham) from the RESCUE, REVERSE and CLIN06 trials (N = 76 patients / 152 eyes). Untreated eyes refer to patient-level data from the REALITY study and a matched data set from two prospective and eight retrospective natural history studies[1] (N = 208 patients / 408 eyes). LOESS curves were estimated using a non-parametric, local regression model that treated each eye as independent of the other. LOESS curves are shown from Month 12 to depict post-treatment progression among treated patients (93% of LUMEVOQ® patients had already been treated within 12 months from onset). ***Statistically significant difference between mean visual acuity of treated and untreated eyes at M18, M24, M36 and M48, as illustrated by the non-overlapping confidence intervals.**

The analysis compared data from the completed Phase III trials RESCUE and REVERSE studies and interim results from the long-term follow-up CLIN06 study to a matched sample created from the REALITY registry study and 10 other natural history studies[1]. The natural history studies were identified from an extensive review of the scientific literature and selected based on specific inclusion criteria for their patient-level data. In all, the visual outcomes in 76 treated patients could be compared to the visual outcomes of 208 untreated patients.

Separate analyses of patients enrolled in RESCUE and REVERSE demonstrated similarly favorable results compared to untreated patients. Full findings from the indirect comparison were included in the European Marketing Authorisation Application (MAA) for LUMEVOQ® and are being prepared for publication in a peer-reviewed journal.

In addition, a new meta-analysis of the natural history of Leber Hereditary Optic Neuropathy (LHON) was published in September 2020 in the *Journal of Neuro-Ophthalmology*, the official journal of the North American Neuro-Ophthalmology Society (NANOS). The paper, written by leading global authorities on LHON, confirms the low rate of spontaneous visual recovery in patients with a mutated ND4 gene, the most common cause of the disease. For those 15 years or older at onset of visual loss, only an estimated 11.3% experienced some degree of visual recovery.

The *Journal of Neuro-Ophthalmology* paper, entitled *"Visual Outcomes in Leber Hereditary Optic Neuropathy Patients with the m.11778G>A (MTND4) Mitochondrial DNA Mutation"*, overcame the challenge of small patient numbers by conducting a meta-analysis of 12 retrospective and 3 prospective studies, which were identified after an extensive review of the scientific and medical literature. Treatment with idebenone did not exclude patients from the sample. This approach enabled the authors to analyze the evolution of visual function in 695 patients with a mutated *ND4* gene.

The estimate of the rate of spontaneous recovery in the paper provides important context for the bilateral improvement observed in the pivotal trials RESCUE and REVERSE for GenSight Biologics' lead product, LUMEVOQ®, a gene therapy for patients with LHON caused by a mutated *ND4* gene. In the trials, the rate of clinically meaningful improvement from nadir of at least 0.3LogMAR, or at least 3 lines on the Snellen chart, was 76% in REVERSE and 71% in RESCUE.

3.3.3 LUMEVOQ® SUBMISSION FOR MARKETING AUTHORIZATION

In the sub-section 5.2.2 "Our lead product candidate: GS010 for the treatment of LHON", under "Regulatory Interaction for GS010", the following paragraph is added:

On September 14, 2020, the Company has submitted LUMEVOQ® (GS010) to the EMA for marketing authorization and expects to be approved in H2 2021.

3.4 OUR SECOND PRODUCT CANDIDATE: GS030 FOR THE TREATMENT OF PHOTORECEPTOR DEGENERATION

Under sub-paragraph 5.2.3 "Our second product candidate: GS030 for the treatment of photoreceptor degeneration", the following paragraph is added:

The Data Safety Monitoring Board (DSMB) completed its second planned safety review of the ongoing PIONEER Phase I/II clinical trial of GS030, GenSight's novel product combining gene therapy and optogenetics for the treatment of Retinitis Pigmentosa (RP). The DSMB confirmed the absence of any safety issues for the second cohort of three subjects, who each received a single intravitreal injection of 1.5e11 vg (viral genomes) and used a wearable optronic visual stimulation device after the injection. The DSMB recommended moving forward as planned without any modification in the protocol and recruiting the third cohort of three subjects who are to receive the maximal dose of 5e11 vg.

3.5 IMPORTANT EVENTS IN THE DEVELOPMENT OF THE COMPANY

The following lines are added to section 5.3 "Important events in the development of the Company":

April 2020	Positive Data Safety Monitoring Board Review of PIONEER Phase I/II Trial of GS030
July 2020	Sustained efficacy and safety among LHON patients 3 years after LUMEVOQ® treatment
July 2020	GenSight Biologics obtains €7million non-dilutive loan and renegotiate bond agreement with Kreos Capital
July 2020	Final REALITY natural history study supporting REVERSE and RESCUE efficacy results
July 2020	GenSight Biologics drows down €4 million through Tranche B from Kreos Capital
September 2020	GenSight Biologics submits EU Marketing Authorization Application for LUMEVOQ®
September 2020	GenSight Biologics reports new analysis demonstrating statistically significant and clinically meaningful difference between visual outcomes in LUMEVOQ®-treated patients and natural history of Leber Hereditary Optic Neuropathy (LHON)
October 2020	GenSight Biologics successfully raises €25 million in an oversubscribed private placement with US and European institutional investors

3.6 COLLABORATION, PARTNERSHIP AND RELATED AGREEMENTS

The following paragraph of the sub-section 5.5.4 "Collaboration, partnership and related agreements" is amended as follows:

Sight Again Program

To be completed

3.7 OUR INTELLECTUAL PROPERTY ESTATE PATENTS

In-licensed Patent Rights

The sub-section 5.5.5.1 "Our intellectual property estate patents" of the 2019 Universal Registration Document is amended as follows:

Product candidate	Owner	Title	Patent Term	Countries	Current status
RP (GS030)	M.I.T.	Channelrhodopsins for optical control of cells	2032	Korea, United States, European Union, Hong Kong	United States: two patents issued and one application pending Granted in Europe and Korea
RP (GS030)	Sorbonne Univ. CNRS INSERM	Method and device for controlling a device for aiding vision	2032	Australia, Canada, Hong Kong, China, European Union, Korea, Japan, United States	Granted in US, EP, JP, CN, KR, AU, HK, CA
RP (GS030)	Sorbonne Univ. CNRS INSERM	Method for downsampling a signal outputted by anasynchronous sensor		European Union, United States	Granted in Europe and US

Product candidate	Owner	Title	Patent Application Number	Filing date	Countries	Current status
RP (GS030)	GenSight Biologics	Method and device for processing asynchronous signals generated by an event-based light sensor	EP 18305020.2	11/01/2018	United States, European Union, China, Japan, Korea	Pending
RP (GS030)	GenSight Biologics	Method for controlling an optogenetic device using a command law for the radiant power of a light source and associated devices	EP19305135.6	05/02/2019	PCT	International phase
RP (GS030)	GenSight Biologics	Method for controlling an optogenetic device using filtering and associated devices	EP19305136.4	05/02/2019	PCT	International phase
RP (GS030)	GenSight Biologics	Viewing apparatus and method for projecting a light signal	EP19305561.3	03/05/2019	PCT	International Phase

3.8 ENVIRONMENTAL ISSUES

The sub-section 5.7.4 "Environmental Issues" is replaces as follows:

- The Company has not identified any significant environmental risks related to its business that could require it to set a provision for such risks or to provide specific training for its employees. To date, the Company has not identified any opportunity to join an initiative to protection of biodiversity and adaptation to the consequences of climate change. The actions of the fight against food waste are not an issue given the activity of the Company.
- The Company regularly raises awareness among its employees on ways to reduce its environmental impact.

Despite an environmental impact deemed low, the Company and its employees are involved in sustainable development initiatives. The Company applies environmentally responsible paper management practices such as the use of an electronic document management system, setting all printers to default to double-sided printing, and purchasing only reams of paper of "ecological quality" (EU Ecolabel or PEFC). All of these practices thus constitute a virtuous cycle that makes it possible to avoid cutting down trees as much as possible.

OPERATING AND FINANCIAL REVIEW

All the information and statements contained in Half-Year Financial Report as of June 30, 2020, are hereby incorporated and made a part of this Amendment to the 2019 Universal Registration Document to the same extent and with the same force as if fully set forth herein. This Document was published on July 30, 2020 and may be consulted on the Company's website (www.gensight-biologics.com).

In addition, as disclosed in its press release dated October 15, 2020:

- GenSight Biologics' cash and cash equivalents totaled €18.1 million as of September 30, 2020, compared to €16.8 million as of June 30, 2020.
- The operating cash burn in the third quarter of 2020 mainly reflects the conduct of the REFLECT Phase III clinical trial of LUMEVOQ® in the treatment of Leber Hereditary Optic Neuropathy, as well as the PIONEER Phase I/II trial of GS030 in the treatment of Retinitis Pigmentosa. The Company also focused on the final pharmaceutical development steps for LUMEVOQ® in preparation for the European marketing authorization filed in September 2020. These were mainly preparatory activities to ensure manufacturing readiness to commercialize under Good Manufacturing Practices (GMP).
- The operating cash burn was more than offset by the receipt of the €2.1 million balance of the €6.8 million State-guaranteed loan (*Prêt Garanti par l'Etat* or PGE), the second tranche of the bond financing from Kreos amounting to €4.0 million, as well as the final tranche of €1.1 million of the conditional advance and a €0.3 million subsidy from the Sight Again financing from Bpifrance.
- The Company also recorded revenues from the sale of LUMEVOQ® under a Temporary Authorization for Use (ATU) in France amounting to €3.5 million as of September 2020.

5

CAPITAL RESOURCES

5

CAPITAL RESOURCES

5.1 OVERVIEW

We have financed our operations since inception primarily through private placements of equity securities and sale of ordinary shares, raising a total of €151.9 million net of transaction-related costs as of the date of this Amendment including, inter alia, the sale of Series B preferred shares for which we received net proceeds of €30.8 million in a private placement which occurred in July 2015, the sale of ordinary shares in our initial public offering on Euronext Paris in July 2016 for which we received net proceeds of €41.4 million, the capital increase in June 2017 whose net proceeds amounted to €20.7 million, the capital increase in February 2019, entirely subscribed by Sofinnova, whose net proceeds amounted to €7.9 million, the capital increase in December 2019, subscribed by both Sofinnova and 3Sbio, whose net proceeds amounted to €8.3 million, as well as the capital increase in October 2020, for the benefit of a category of persons, whose net proceeds amounted to €23.2 million.

5.2 ANALYSIS OF CASH FLOW

Under the sub-section 8.2 "Analysis of cash flow" the following paragraph is added:

The table below summarizes our sources and uses of cash for the half-years ended June 30, 2019 and 2020:

	As of June 30,	
In thousands of euros	2019	2020
Net cash flows from operating activities	(19,464)	(6,734)
Net cash flows from investment activities	98	(52)
Net cash flows from financing activities	7,380	4,377

The net cash flows from operating activities as of June 30, 2020 amounted to €(6.7) million and €(19.5) million as of June 30, 2019. The significant change is explained by both the increase in the net result, from €(17,344) K as of June 30, 2019 to €(14,078) K as of June 30, 2020, mainly deriving from the slight increase deriving from the sale of ATU in revenue and the strong decrease in R&D expenses; as well as the change in working capital related to operating activities (from a decrease of €3.9 million in June 2019 to an increase of €4.6 million in June 2020). The increase of the change in trade working capital observed during the first half of the year is mainly explained by the reimbursement of the Credit Tax Research in May 2020, the increase of the trade payables over the period and decrease of the account receivables.

The negative cash flows from investment activities are due to the acquisition of own shares as part of the liquidity contract.

The positive cash flows from financing activities are mainly due to the state-guaranteed loan (*Prêt Garanti par l'Etat* or PGE) obtained, of which €4,625 K have been received as of June 2020.

5.3 FUNDING SOURCES

During 2016 and 2017, we obtained new financing by both issuance of securities and receipt of conditional advances from Bpifrance Financement. We did not get any new financing in the course of 2018, we completed two capital increases for a total net proceeds of €16.2 million in 2019, as well as a bond financing of €6 million. Finally, in 2020, we obtained a stateguaranteed loan from banks (*Prêt Garanti par l'Etat* or PGE) of €6,8 million, a bond financing of €4 million, additional conditional advance and subsidy by Bpifrance Financement for a total amount of €1.4 million as well as a capital increase for a total net proceeds of €23.2 million.

In thousands of euros	Equity capital	Bond financing	Borrowings from Banks	Conditional advances	Subsidies	Total
2014 (including financing and advances received prior to 2014)	19,436	–	–	678	865	20,979
2015	30,837	–	–	–	–	30,837
2016	41,439	–	–	2,279	–	43,718
2017	20,724	–	–	–	–	20,724
2019	16,182	5,742	–	–	–	21,924
2020	23,215	3,921	6,750	1,139	282	35,307
Total	**151,833**	**9,663**	**6,750**	**4,096**	**1,147**	**173,489**

Stateguaranteed loan (Prêt garanti par l'Etat)

In the course of 2020, we obtained a loan from a bank syndicate formed with *Crédit Industriel et Commercial* (CIC), BNP Paribas and Bpifrance, in the form of a stateguaranteed loan *(Prêt Garanti par l'Etat)*.

Bond Financing

In December 2019, GenSight Biologics obtained a committed financing in the form of a bond financing of up to €12 million from Kreos Capital VI (UK) Limited (the "Kreos Transaction"). The main characteristics are the following:

	Tranche A	Tranche B
	Straight Bonds A	Straight Bonds B
Issuance date	December 19, 2019	July 31, 2020
Amount	€4,200,000	€2,500,000
Number	420,000,000 Straight Bonds with a nominal value of €0.01	250,000,000 Straight Bonds B with a nominal value of €0.01
Drawdown conditions	Completion of the 3SBio-Sofinnova Transaction	Satisfaction of certain conditions precedent, including completion of a Qualifying Financing
Maturity date	45 months as from the issuance date	42 months as from the issuance date
Fixed interest rate	9.25% per annum (interest-only period extended until January 2021)	9.25% per annum (interest-only period until February 2021)
Principal reimbursement schedule	Monthly installments from January 2021	Monthly installments from February 2021
Repayment schedule	Monthly	Monthly

	Convertible Bonds A	Original Convertible Bonds B	Additional Convertible Bonds B
Issuance date	Simultaneously with the Straight Bonds	Simultaneously with the Straight Bonds	Simultaneously with Tranche B
Amount	€1,800,000	€1,200,000	€300,000
Number	1,800,000 Convertible Bonds with a nominal value of €1	1,200,000 Convertible Bonds with a nominal value of €1	300,000 Additional Convertible Bonds B with a nominal value of €1
Conversion conditions	At Kreos' option	At Kreos' option	At Kreos' option
Maturity date and conversion deadline	42 months as from the issuance date	42 months as from the issuance date	42 months as from the issuance date
Interest rate	Identical to the Straight Bonds A	Identical to the Straight Bonds B	Identical to Straight Bonds B
Redemption Terms	Identical to the Straight Bonds A	Identical to the Straight Bonds B	Identical to Straight Bonds B
Conversion ratio (CR)	1 / ((0.9 * P) – D) P: €2.494 (3-day VWAP prior to the board pricing meeting ie. December 16, 17 and 18, 2019) D: dividend per share paid by the Company between the issuance date and the conversion date	1 / ((0.9 * P) – D) P: €2.494 (3-day VWAP prior to the board pricing meeting ie. December 16, 17 and 18, 2019) D: dividend per share paid by the Company between the issuance date and the conversion date	1 / ((0.85 * P) – D) P: €3.028 (5-day VWAP prior to the pricing ie. July 24, 27, 28, 29 and 30, 2020) D: dividend per share paid by the Company between the issuance date and the conversion date
Conversion price	€2.245	€2.245	€2.574
Discount to the 3-days VWAP	10%	10%	15%
Maximum number of shares issued upon conversion	801,781	534,521	116,550

	Tranche A Warrants A	Tranche B Warrants B
Issuance date	Simultaneously with the Straight Bonds	Simultaneously with the Straight Bonds
Amount	€1,200,000	€300,000
Number	534,521	133,630
Drawdown conditions	Drawdown of the Straight Bonds	Drawdown of the Straight Bonds
Maturity date and exercise deadline	The earlier of the following events: (i) the tenth anniversary of the Warrants A Issuance Date or (ii) the acceptance by the shareholders of the Company of a third-party bona fide offer to purchase all outstanding shares of the Company	The earlier of the following events: (i) the tenth anniversary of the Warrants B Issuance Date or (ii) the acceptance by the shareholders of the Company of a third-party bona fide offer to purchase all outstanding shares of the Company
Exercise price	€2.245 (3-day VWAP prior to the board pricing meeting ie. December 16, 17 and 18, 2019) discounted by 10%	€2.245 (3-day VWAP prior to the board pricing meeting ie. December 16, 17 and 18, 2019) discounted by 10%
Discount to the 3-day VWAP	10%	10%
Maximum number of shares issued upon exercise of the warrants	534,521	133,630

As of the date of this Amendment, no Convertible Bonds nor Warrants have been converted or exercised.

In 2014, we received a grant from Bpifrance Financement of both non-refundable subsidies and conditional advances in relation to the development of our optogenetics technology platform. The program would be funded according to a specified schedule set forth in the contract, subject to completion of milestones. As the program advances, we provided Bpifrance Financement with interim progress reports and a final report when the funded project would end. Based on these reports, we were entitled to conditional advances from Bpifrance Financement. Each award of an advance was made to help fund a specific development milestone. The total intended amount of the conditional advances initially granted was €5.7 million, of which €0.7 million were received in December 2014 and €2.3 million in July 2016.

On June 3, 2020, the following was decided by the steering committee:

- Payment of a last conditional advance of €1.1 million and a subsidy of €0.3 million to cover for the expenses related to the key-steps 3 and 4;
- removal of the specific regulatory condition in key step 3;
- postponement by 2 years of the repayment schedule, ie a first repayment deadline on June 30, 2024 instead of June 30, 2022;
- establishment of a minimum lump sum reimbursement of €0.8 million, or 20% of the overall received conditional advance.

Bpifrance Financement conditional advance

The repayment schedule of the conditional advances has been updated accordingly for a total amount of €4,687 K (€4,096 K of cash received + €591 K of capitalized interests) and is as follows:

- €550 K from June 30, 2024;
- €1,000 K from June 30, 2025;
- €1,500 K from June 30, 2026; and
- €1,637 K from June 30, 2027;

Following the repayment of all of the conditional advances, the Company may be required to make additional payments over a period of two years, depending on whether the Company reaches cumulative revenues, excluding taxes, of €80.0 million. These additional repayments should correspond to the difference between 140% of the conditional advance, considering an interest rate of 1.44% and the amount already reimbursed as per the repayment schedule; and should be done within 15 years following the first year of reimbursement, *i.e.* 2039.

The corresponding addendum is currently being drafted as of the date this Amendment.

Bpifrance Financement non-refundable subsidy

We have been granted a total of €1.1 million in non-refundable subsidies as follows:

- €865 K received in December 2014;
- €282 K received in July 2020.

The table below summarizes the aggregate amounts of subsidies and conditional advances we have received as of the date of this Amendment:

In thousands of euros	Entitled	Granted	Repayed	To be granted
Conditional advances	5,686	4,096	–	–
Subsidies	1,147	1,147	–	–
Total	**6,833**	**5,243**	**–**	**–**

5.4 PRINCIPAL USES OF CASH

5.4.1 CAPITAL EXPENDITURES

Under sub-paragraph 8.4.3 "Capital expenditures" the following paragraph is added

	As of June 30,	
In thousands of euros	2019	2020
Licenses, software	7	–
Property, plant and equipment	65	2
Non-current financial assets	–	–
Total	**72**	**2**

As of June 2020, our capital expenditures primarily related to technical equipments for €2K.

REGULATORY ENVIRONMENT

Under "Government Regulation in the European Union", the two following paragraphs are added:

Foreign investment screening procedure

Any investment (i) by :

(a) a natural person of foreign nationality,

(b) any individual of French nationality not domiciled in France within the meaning of Article 4B of the French General Tax Code,

(c) any entity governed by foreign law; and

(d) any entity governed by French law controlled by one or more of the entities mentioned in (a) to (c),

(ii) which would result in (a) the acquisition of control within the meaning of Article L.233-3 of the French Commercial Code of a French company, (b) the acquisition of all or part of a branch of activity of a French company, or (c) for individuals or legal entities that are not nationals of a Member State of the European Union or of a State party to the Agreement on the European Economic Area, the crossing of the threshold of 25% of the voting rights of a French company; and

(iii) which develops its activities in certain strategic sectors essential to the protection of public health, including research and development in critical technologies including biotechnology, is subject to prior authorization by the Minister of the Economy.

In the context of the ongoing Covid-19 pandemic, the Decree *(décret)* n° 2020-892 dated July 22, 2020 has completed the 25% threshold with an additional temporary 10% threshold of the voting rights for the non-European investments in listed companies, applicable, at the date of this prospectus, until December 31, 2020.

If an investment in the Company requiring the prior authorization of the Minister of the Economy is made without such authorization having been granted, the Minister of the Economy may order the investor concerned (i) to submit an application for authorization, (ii) to have the previous situation restored at its own expense or (iii) to modify the investment.

The investor concerned could also be declared criminally liable and be sanctioned by a fine that may not exceed the higher of the two following fines: (i) twice the amount of the investment concerned, (ii) 10% of the Company's annual pre-tax revenues, and (iii) 5 million euros (for a company) or 1 million euros (for an individual).

Temporary Authorization for Use

Compassionate use is a treatment option that allows the use of an unauthorized medication. Its principle is established by the Compassionate Use Directive, under Article 83 of Regulation (EC) No 726/2004. Under strict conditions, products under development may be made available to groups of patients who have a disease without satisfactory therapy and who cannot participate in clinical trials.

The European Medicines Agency (EMA) makes recommendations through the Committee for Medicinal Products for Human Use (CHMP), but these do not constitute a legal framework.

Compassionate use programmes are coordinated and implemented by the Member States who set their own rules and procedures.

At European level: PRIME is a scheme launched by the European Medicines Agency (EMA) to enhance support for the development of medicines that target an unmet medical need. This voluntary scheme is based on enhanced interaction and early dialogue with developers of promising medicines, to optimize development plans and speed up evaluation so these medicines can reach patients earlier.

PRIME is limited to medicinal products under development that are not authorized in the EU and for which the applicant intends to submit an initial marketing authorization application through the centralized procedure. Eligibility is based on the level of innovation of the medicinal product and its response to an unmet medical need. The eligibility criteria for PRIME are identical to those required for the EMA accelerated assessment, and target medicinal products of major public health interest, in particular from the point of view of therapeutic innovation.

In France, the exceptional use of pharmaceutical specialties that do not benefit from a marketing authorization and are not the subject of a clinical trial is subject to the prior obtaining of a Temporary Authorization for Use (ATU) that are issued by the ANSM under the following conditions:

- the specialties are intended to treat, prevent or diagnose serious or rare diseases,
- there is no suitable treatment available on the market,
- their effectiveness and safety of use are presumed in the state of scientific knowledge and the implementation of the treatment cannot be postponed.

In practice, there are two types of temporary authorization for use: cohort ATUs and nominative ATUs.

Cohort ATUs: these are requested by the laboratory and granted to medicines whose efficacy and safety are strongly presumed by the results of therapeutic trials conducted with a view to obtaining a marketing authorization application (MA). The marketing authorization application must have been filed or the interested company must undertake to file it within a specified period.

Named ATUs: these are requested by the prescribing doctor for the benefit of a named patient who cannot participate in

biomedical research. They are granted if the efficacy and safety of the medicines are presumed in the state of scientific knowledge.

ATUs are granted for a fixed period which may not exceed one year and may be renewed.

Medicinal products subject to an ATU are only available in the health establishments where they are either administered to hospitalized patients or, under certain conditions, dispensed to patients by duly authorized hospital pharmacies.

Drugs benefiting from an ATU are 100% covered by the health insurance. They are supplied to the health establishment by the laboratory holding the exploitation rights, free of charge or in return for an indemnity the amount of which is freely determined by the laboratory. However, if appropriate, the laboratory would have to reimburse the difference between the price set for the sale of the ATUs and the commercial price to the health insurance.

TREND INFORMATION

A sub-section 10.3 "Recent Financings" is added:

7.1 RECENT FINANCINGS

Tranche B of the bond financing with Kreos Capital

Following a renegotiation with Kreos Capital, the Company issued, with the authorization of the ordinary and extraordinary shareholders' meeting of April 29, 2020, 300,000 additional convertible bonds which are included in the €1.5 million in the form of convertible bonds for the second tranche. These convertible bonds may be converted into ordinary shares at any time from their issuance date to their maturity date at a price of €2.574 reflecting a 15% discount to the volume weighted average price of the Company's shares on the regulated market of Euronext Paris over the five last trading days before pricing, *i.e.*, July 24, 27, 28, 29 and 30, 2020. See section 5.3 "Funding Sources" for further details on the Bond Financing with Kreos Capital.

State-guaranteed loan

The Company obtained a €6.75 million loan from a bank syndicate formed with *Crédit Industriel et Commercial* (CIC), BNP Paribas and Bpifrance, in the form of a state-guaranteed loan *(Prêt Garanti par l'Etat)* (the "PGE").

Initiated by the French Government to support companies during the Covid-19 crisis, the PGE is a bank loan with a fixed interest rate ranging from 0.25% and 1.75% for the first 12 months. After an initial interest-only term of one year, the loan can be amortized over up to five years at the option of the Company. The French government guarantees 90% of the borrowed amount.

Capital increase

On October 22, 2020, the Company published a press release announcing the completion of a capital increase (as described below) without shareholders' preferential subscription rights, for an amount of €25 million (the "Offering").

The Offering is exclusively reserved, in Europe (including in France) to "qualified investors", as that term is defined in Article 2(e) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 (the "Prospectus Regulation"), and, in the United States to "Qualified Institutional Buyers" within the meaning of Rule 144A under the U.S. Securities Act of 1933 (the "Securities Act") in reliance on the exemption from registration under Section 4(a)(2) of the Securities Act and, in accordance with Article L.225-138 of the French Commercial Code, in a capital increase for the benefit of specified categories of for investors as defined in the 19th resolution of the Company's ordinary and extraordinary shareholders' meeting of April 29, 2020, with the following characteristics:

- (i) individual or legal entities (including companies), investment companies, trusts, investment funds, or other investment vehicles of any form whatsoever, whether French or foreign generally investing in the pharmaceutical, bio-technological, ophthalmological, neurodegenerative diseases or medical technologies sectors; and/or
- (ii) companies, institutions or entities of any form whatsoever, whether French or foreign conducting a significant part of their business in those sectors; and/or
- (iii) financial service providers, being French or foreign with an equivalent status, capable of guaranteeing that an increase in capital will be successfully placed with the persons referred to in (i) and (ii) here above and, in this context, subscribing to the issued securities.

Reasons for the Offering and use of proceeds

The Company intends to use the net proceeds from the Reserved Offering to actively prepare the commercial launch of LUMEVOQ® (targeted in early 2022) in Europe and finance the end of its clinical development necessary for the filing of a Biologics License Application (**"BLA"**) in the United States ; to prepare a Phase III clinical trial of GS030 in the treatment of Retinitis Pigmentosa.

Main characteristics of the Offering

The new ordinary shares are issued as part of a capital increase without shareholders' preferential subscription rights by way of an offering reserved to categories of persons in accordance with the provisions of Article L.225-138 of the French Commercial Code and the decision of the Chief Executive Officer dated October 21, 2020, taken pursuant to the sub-delegation of the Company's Board of Directors dated October 21, 2020, under the terms of the 19th and 25th resolutions adopted at the Company's ordinary and extraordinary shareholders' meeting on April 29, 2020.

The gross proceeds of the Offering are estimated at 25 million euros, before deducting underwriting fees and estimated expenses related to the Offering. The settlement of the Offering is expected to take place on October 26, 2020, subject to customary conditions. The Company's ordinary shares are admitted to trading on Euronext in Paris.

The price at which the ordinary shares are offered is equal to the volume weighted average price of the Company's shares on the regulated market of Euronext in Paris over the five last trading days preceding pricing of the Offering (*i.e.*, October 15, 16, 19, 20 and 21, 2020), less a discount of 15%.

Dilution

The new shares represent 15.0% of the number of outstanding shares after the Offering. Thus, a shareholder holding 1% of the share capital and voting rights of the Company issued prior to the Offering will hold 0.85% of the share capital after the Offering.

The allocation of the Company's share capital and voting rights following the Offering is described in section 11 of this Amendment.

ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT

Under sub-section 12.1.1 "Directors and officers", the line "Bpifrance (as represented by Laurent Higueret)" is deleted and the two following lines are added:

Name	Expiration date of term of office	Main position within the Company	Main positions and offices held outside the Company during the last 5 years
Marie-Claude Holtz	2021	Deputy Chief Executive Officer Quality Vice-President Chief Pharmacist	Position and offices held as of the date of this Amendment: • None Position and offices held during the last 5 years that are no longer held: • Pharmaceuticals Affairs Director, Chief Executive officer and Responsible pharmacist at Exeltis Santé S.A.S • Pharmacist Quality Assurance at Hospira France, A Pfizer Company
Elsy Boglioli	2022	Director	Position and offices held as of the date of this Amendment: • Founder and CEO of Bio-Up Position and offices held during the last 5 years that are no longer held: • Executive Vice President, Chied Operating Officer at Cellectis • Partner and Managing Director at the Boston Consulting Group (BCG)

Mrs. Holtz has been appointed Deputy Chief Executive Director and Chief Pharmacist by the Board of Directors on April 29, 2020.

Mr. Higueret has resigned from the Board of Directors on July 22, 2020 and has been replaced by Elsy Boglioli on September 22, 2020.

As of the date of this Amendment, the Company has two executive directors, Mr. Gilly (CEO) and Mrs. Holtz (DCEO).

The table below gives the identity of our non-voting observers, who also attend the board meetings as of the Date of this Amendment:

Name	Expiration date of term of office
José-Alain Sahel	2021
Thibaut Roulon	2021
Kreos Capital (UK) Limited (as represented by Maurizio Petitbon)	2023

Audrey Cacaly has resigned on July 22, 2020.

Under sub-section 12.1.2 "Biographical information about the members of the Board of Directors and officers of the Company", the following paragraph is added under "Officers":

Marie-Claude Holtz has been our Quality Vice-President and Chief Pharmacist (Responsible Pharmacist) since June 1, 2020.

Marie-Claude joined the Company after more than 25 years in the pharmaceutical industry, where she held senior positions in the areas of quality (quality control, quality assurance), regulatory affairs and pharmacovigilance at a number of pharmaceutical groups and companies, including ratiopharm GmbH / Teva Group, Galderma Group, Abbvie, Hospira. In her past role as Chief Pharmacist or deputy Chief Pharmacist, she supported the research, development, manufacture, and marketing of drugs and medical devices. As the Responsible Pharmacist at GenSight Biologics, she is leading the activities to register the Company as a pharmaceutical establishment, a designation that is required for marketing gene therapies in France.

Marie-Claude holds a Doctor of Pharmacy degree and a Specialized Higher Studies degree (DESS) in Industrial Pharmacy from the University of Pharmacy of Strasbourg, and a university degree (Diplôme d'université, or DU) in Pharmacovigilance and Drug Safety from the University of Pharmacy of Paris V.

The following paragraph is added under "Directors":

Elsy Boglioli is the founder and CEO of Bio-Up, a healthcare advisory firm supporting companies in strong scale up or transformation phases, mainly in the filed of cell and gene therapy. She has far-reaching expertise and a broad network within the pharma and medtech industries.

Before she created Bio-Up, Elsy was Executive Vice President, Chief Operating Officer at Cellectis, a French biotechnology company focused on gene editing and its applications in oncology. At Cellectis she led various strategic and operational functions: strategy, business development, clinical trials program management, as well as manufacturing, with the objective of building in-house capacity. Prior to joining Cellectis, Elsy worked at the Boston Consulting Group (BCG) for 12 years. She served as Partner and Managing Director in the Paris Office, was the leader of BCG's biotech-focused business in Europe. She worked closely with Biotech and Pharma companies on topics such as specialty product launch optimization, partnering and M&A.

Elsy graduated from the Ecole Polytechnique in Paris, France and holds a master's degree in economy and management from the Pompeu Fabra University in Barcelona, Spain. She also completed a College degree in Immuno-oncology at Institut Gustave Roussy.

COMPENSATION AND BENEFITS

9.1 COMPENSATION AND BENEFITS OF SENIOR EXECUTIVES

9.1.1 COMPENSATION POLICY

The compensation policy, as included in our 2019 Universal Registration Document, has been submitted to the vote and approved by the Annual Combined Shareholders' Meeting held on April 29, 2020 in its 7th, 8th and 9th resolutions.

The compensation of Mrs. Hotlz, our Deputy Chief Executive Officer, complies with the Compensation Policy.

The Company has entered into a compensation agreement with Mrs. Holtz on June 1, 2020, relating to her VP, Quality position.

Her annual fixed remuneration is set at €125,004.

Her annual variable compensation represents a maximum of 30% of her annual fixed compensation.

She does not receive any remuneration related to her Deputy Chief Executive Officer position.

9.1.2 SUMMARY TABLE OF COMPENSATION, OPTIONS AND SHARES GRANTED TO SENIOR EXECUTIVES FOR THE FISCAL YEARS 2018 AND 2019

The payment of the elements of variable remuneration attributed for a financial year to the Chief Executive Officer was approved by the shareholders' meeting held on April 29, 2020, in its 11th and 12th resolutions.

9.2 SHARE WARRANTS, SHARE WARRANTS FOR FOUNDERS, STOCK OPTIONS AND FREE SHARES GRANTED TO SENIOR EXECUTIVES AND DIRECTORS

As of September 30, 2020, BCE warrants and BSA warrants held by our directors could be exercised for the purchase of an aggregate of 449,000 ordinary shares at a weighted average exercise price of €3.466 per share. In addition, BCE warrants and BSA warrants could be exercised for the purchase of an aggregate of 1,552,342 ordinary shares at a weighted average exercise price of €2.822 per share. As of September 30, 2020, 490,000 AGA granted to our directors are outstanding and could be acquired subject to performance criteria or free of performance criteria.

9.2.1 FREE SHARES TO SENIOR EXECUTIVES AND DIRECTORS GRANTED AS OF SEPTEMBER 30, 2020

Table 6 (AMF definition)

Name	Grant Date	Number of Shares Granted	Value of Shares according to IFRS 2	Beginning of Acquisition Period	End of Lock-up Period	Performance Criteria
Bernard Gilly	01/28/2020 (3)	220,000	€818,400	01/28/2020(1)	(2)	(3)
	01/28/2020 (3)	270,000	€1,004,400	01/28/2020	(2)	—
Marie-Claude Holtz	09/22/2020	85,000	€255,000	09/22/2020(1)	(2)	(3)

(1) If the performance criteria are not fulfilled by January 27, 2022 at the latest, the free shares granted will be canceled.
(2) The lock-up period will end one (1) year after the end of the actual acquisition date.
(3) In January 2020, the Company issued 1,020,000 free shares (AGA 2018) to employees of the Company (as described in section 19.1.4 of the URD, p. 228), of which:
- 567,500 are subject to the achievement of the following performance criteria at the latest on January 27, 2022:
  - 50% will be acquired upon the filing with the European Medicines Agency (EMA) of the application for market authorization (MA) at the European level of the LUMEVOQ®, and
  - 50% will be acquired upon the filing with the Food and Drug Agency (FDA) of the application for Biologics License Application (BLA) for the LUMEVOQ®, and
- 452,500 are not subject to performance conditions, but subject to a one-year vesting period.

In this context, Mr. Bernard Gilly received 220,000 free shares with performance conditions and, in addition to his fixed and variable compensation, 270,000 free shares without performance conditions (as permitted by the legal and regulatory provisions applicable on that date). Those 270,000 free shares without performance conditions are subject to a one-year vesting period as well as a lock-up period of one year (until 01/27/2022).

9.2.1 FREE SHARES AVAILABLE IN 2020 (AS OF SEPTEMBER 30, 2020)

The following free shares became available during the fiscal year ended December 31, 2020 (as of September 2020).

Name	Grant Date	Number of Shares Granted	Number of Shares which became available during the exercise	Performance Criteria
Bernard Gilly	09/18/2018	45,000	45,000	(1) (2)
	07/23/2019	220,000	220,000	(1) (3)

(1) 50% of AGA 2018 and 50% of AGA 2019 were acquired upon completion of the enrollment of the patients of the Phase I/II clinical trials with GS030 in retinitis pigmentosa, on July 29, 2020.
(2) 50% of AGA 2018 were acquired upon completion of the production of the first PPQ batch of LUMEVOQ® on September 1, 2020.
(3) 50% of AGA 2019 were acquired upon the filing with the European Medicine Agency of the application for Market Authorization (MA) at the European level of LUMEVOQ® on September 14, 2020.

9.3 HISTORY OF ALLOCATION OF SHARE WARRANTS, SHARE WARRANTS FOR FOUNDERS AND STOCK OPTIONS

9.3.1 HISTORY OF SHARE WARRANTS FOR FOUNDERS (BCE)

Table 8 (AMF definition)

	BCE Issued July 2013	BCE Issued April 2014	BCE Issued December 2014	BCE Issued July 2015[1]
Date of shareholders' meeting	02/05/2013	02/05/2013	06/25/2014	06/29/2015
Date of allocation by the Board of Directors	07/08/2013	04/09/2014	12/03/2014	07/08/2015
Total number of BCE authorized	2,334,959	2,334,959	2,334,959	856,000
Total number of BCE granted	892,000	193,800	60,000	733,298
Including those granted to Mr. Gilly	300,000	—	—	161,000
Including those granted to Mr. Wyzga	—	—	—	—
Start date for the exercise of the BCE	07/08/2013	04/08/2014	12/03/2014	07/08/2015
BCE expiry date	07/07/2023	04/07/2024	12/02/2024	07/07/2025
BCE exercise price	€0.025	€0.025	€0.025	€3.275
Number of shares subscribed as of September 30, 2020	768,280	193,800	—	87,765
Total number of BCE canceled or obsolete as of September 30, 2020	—	—	—	178,952
Total number of BCE outstanding as of September 30, 2020	123,720	—	60,000	466,582
Total number of shares available for subscription as of September 30, 2020	123,720	—	60,000	466,582

(1) The figures have been adjusted in order to reflect the 5 for 2 reverse stock split which took place on August 17, 2015.

9.3.2 HISTORY OF SHARE WARRANTS (BSA)

	BSA Issued July 2013	BSA Issued April 2014	BSA Issued July 2015	BSA Issued July 2016	BSA Issued July 2017	BSA Issued September 2018	BSA Issued July 2019	BSA Issued January 2020
Date of shareholders' meeting	02/05/2013	02/05/2013	06/29/2015	05/19/2016	05/19/2016	04/12/2018	06/11/2019	06/11/2019
Date of allocation by the Board of Directors	07/08/2013	04/09/2014	07/08/2015	07/26/2016	07/27/2017	09/18/2018	07/23/2019	01/28/2020
Total number of BSA authorized	2,334,959	2,334,959	856,000	680,456		1,211,711	1,436,227	1,436,227
Total number of BSA subscribed	328,000	33,000	121,000	205,000	165,000	20,000	105,000	40,000
Including those granted to Mr. Gilly	—	—	—	—	—	—	—	—
Including those granted to Mr. Wyzga	—	—	40,000	31,000	15,000	10,000	20,000	—
Start date for the exercise of the BSA	07/08/2013	04/09/2014	07/08/2015	07/26/2016	07/27/2017	09/18/2018	07/23/2019	01/28/2020
BSA expiry date	07/07/2023	04/08/2024	07/07/2025	07/25/2023	07/26/2024	09/17/2025	07/22/2026	01/27/2027
BSA exercise price	€0.025	€0.025	€3.275	€8.08	€5.04	€2.22	€1.45	€3.48
BSA subscription price	€0.002	€0.002	€0.25	€0.65	€0.40	€0.18	€0.13	€0.30
Number of shares subscribed as of September 30, 2020	67,960	—	—	—	—	—	—	—
Total number of BSA canceled or obsolete as of September 30, 2020	—	—	—	47,000	—	—	—	—
Total number of BSA outstanding as of September 30, 2020	260,040	33,000	121,000	158,000	165,000	20,000	105,000	40,000
Total number of shares available for subscription as of September 30, 2020	260,040	33,000	121,000	158,000	165,000	20,000	105,000	40,000

BSA are subscribed by directors at a price of 8% of the exercise price, therefore, representing an investment risk and aligning directors and shareholders interest. The exercise price of share warrants is determined as the weighted average of the share price of the last 20 trading sessions preceding the attribution date. The net fair value of granted share warrants (BSA) has been determined by an independent expert using a Black-Scholes model.

9.3.3 HISTORY OF STOCK OPTIONS (SO)

	SO Issued July 2017	SO Issued December 2017	SO Issued March 2018	SO Issued September 2018	SO Issued September 2020
Date of shareholders' meeting	05/31/2017	05/31/2017	05/31/2017	04/12/2018	04/12/2018
Date of allocation by the Board of Directors	07/27/2017	12/19/2017	03/14/2018	09/18/2018	09/22/2020
Total number of SO authorized		977,022		1,211,711	
Total number of SO granted	220,000	300,000	175,000	30,000	155,000
Including those granted to Mr. Gilly	—	—	—	—	—
Including those granted to Mr. Wyzga	—	—	—	—	—
Including those granted to Mrs. Holtz	—	—	—	—	—
Start date for the exercise of the SO	(1)	(2)	(2)	(2)	(2)
SO expiry date	07/26/2024	12/18/2024	03/13/2025	09/17/2025	09/21/2027
SO exercise price	€5.040	€5.55	€6.98	€2.19	€2.82
Number of shares subscribed as of September 30, 2020	—	—	—	—	—
Total number of SO canceled or obsolete as of September 30, 2020	220,000	300,000	175,000	30,000	—
Total number of SO outstanding as of September 30, 2020	—	—	—	—	155,000
Total number of shares available for subscription as of September 30, 2020	—	—	—	—	155,000

(1) 25% of the stock options are exercisable at the grant date; the remaining 75% will become exercisable at a rate of 1/36 per month during the 3 following years.
(2) 25% of the stock options are exercisable at the first anniversary of the grant date; the remaining 75% will become exercisable at a rate of 1/36 per month during the 3 following years.

9.4 HISTORY OF ALLOCATION OF FREE SHARES AS OF SEPTEMBER 30, 2020

Table 10 (AMF definition)

	AGA Issued July 2016	AGA Issued July 2017	AGA Issued December 2017	AGA Issued September 2018	AGA Issued December 2018	AGA Issued July 2019	AGA Issued January 2020	AGA Issued September 2020
Date of shareholders' meeting	05/19/2016	05/19/2016	05/19/2016	04/12/2018	04/12/2018	04/12/2018	04/12/2018	04/29/2020
Date of allocation by the Board of Directors	07/26/2016	07/27/2017	12/19/2017	09/18/2018	12/19/2018	07/23/2019	01/28/2020	09/22/2020
Total number of AGA authorized	10% share capital at the grant date	10% share capital at the grant date	10% share capital at the grant date	10% share capital at the grant date	10% share capital at the grant date	10% share capital at the grant date	10% share capital at the grant date	5% share capital at the grant date
Total number of AGA granted	766,000	593,500	72,500	380,000	135,000	610,000	1,020,000	85,000
Including those granted to Mr. Gilly	250,000	200,000	–	45,000	–	220,000	490,000	–
Including those granted to Mr. Wyzga	–	–	–	–	–	–	–	–
Including those granted to Mrs. Holtz	–	–	–	–	–	–	–	85,000
Date of definitive acquisition of AGA	07/26/2017	07/27/2018	12/19/2018	09/18/2019	12/19/2019	07/23/2020	01/28/2022[2]	
End of lock-up period	[1]	[1]	[1]	[1]	[1]	[1]	[1]	[1]
Number of shares definitively acquired as of September 30, 2020	602,000	505,000	72,500	225,000	135,000	575,000	–	–
Total number of AGA canceled or obsolete as of September 30, 2020	164,000	88,500	–	155,000	–	35,000	15,000	–
Total number of AGA outstanding as of September 30, 2020	–	–	–	–	–	–	1,005,000	85,000

(1) The lock-up period will end one (1) year after the end of the actual acquisition date.
(2) If the performance terms are not fulfilled by January 27, 2022 at the latest, the free shares granted will be canceled.

9.5 BENEFITS OF SENIOR EXECUTIVES

The table 11 (AMF definition) is amended as follows:

Table 11 (AMF definition)

	Employment Agreement		Supplemental Pension Plan		Benefits or advantages due or likely to be due as a result of termination or change of office		Benefits relating to a non-compete clause	
	Yes	No	Yes	No	Yes	No	Yes	No
Marie-Claude Holtz Deputy Chief Executive Officer Responsible Pharmacist Beginning of term: 2020 End of term: 2021	X			X		X	X	

BOARD PRACTICES

10.1 COMMITTEES OF THE BOARD OF DIRECTORS

Under sub-section 14.3 "Committees of the Board of Directors", the table of the composition of the Board of Directors of the Company and its Committees is amended as follows:

Name and title of Board members	Independent Board member	Year of first nomination	Audit Committee	Compensation Committee	Nominations Committee
Michael Wyzga, Chairman of the Board of Directors	Yes	2013	Chairman	—	Member
Peter Goodfellow	Yes	2014	—	Member	Chairman
Simone Seiter	Yes	2017	Member	Chairman	—
Natalie Mount	Yes	2017	—	—	Member
Maritza McIntyre	Yes	2019	—	—	—
Sofinnova Partners (as represented by Cédric Moreau)	No	2019	—	Member	—
Elsy Boglioli	Yes	2020	—	—	—

Mr. Magni has resigned from the Board of Directors on April 24, 2019. On consideration for the subscription by Sofinnova Crossover I SLP for the capital increase of €8 million implemented in February 2019, Sofinnova Partners and one independant member proposed by Sofinnova, Maritza McIntyre have been appointed as Directors by the shareholders' meeting held on June 11, 2019. Bpifrance Participations has resigned from the Board of Directors and has been replaced by Ms. Elsy Boglioli on September 22, 2020 (See section 8 of this Amendment).

10.1.1 AUDIT COMMITTEE

10.1.1.1 Composition

The Board of Directors has amended its internal rules on July 27, 2020 to provide that the Audit Committee is composed of at least two members.

The Audit Committee is composed of at least two members including at least one who is particularly knowledgeable in finance and accounting and one who is independent, nominated by our Board of Directors further to an opinion from the Compensation Committee.

Our Audit Committee is composed of Mr. Wyzga and Ms. Seiter.

10.1.2 NOMINATIONS COMMITTEE

10.1.2.1 Composition

As of date of this Amendment, we have a Nominations Committee composed of Dr. Goodfellow, Mr. Wyzga, Ms. Mount.

MAJOR SHAREHOLDERS

11

MAJOR SHAREHOLDERS

As of the date of this Amendment and before the Offering[1], we are not controlled by any majority shareholder and our share capital is equal to €843,459.05 divided into 33,738,362 fully authorized, subscribed and paid-up ordinary shares with a nominal value of €0.025.

The table below sets forth the share capital structure, based on available information as of the date of this Amendment and before the Offering:

Shareholders	Shareholders (non-diluted)		Shareholders (diluted)	
	Number of shares and voting rights	% of share capital and voting rights	Number of shares and voting rights	% of share capital and voting rights
5% Shareholders:				
Sofinnova	5,610,044	16.6%	5,610,044	14.5%
3SBio	2,110,595	6.3%	2,110,595	5.5%
Kreos Capital (Expert Fund) LP	—	—	2,121,003	5.5%
Bpifrance Participations	2,000,000	5.9%	2,000,000	5.2%
Bpifrance Investissement	975,666	2.9%	975,666	2.5%
Directors and Executive Officers:	**1,687,600**	**5.0%**	**3,261,600**	**8.4%**
Employee	503,000	1.5%	851,000	2.2%
Other Shareholders (total)	20,851,457	61.8%	21,726,799	56.2%
TOTAL	**33,738,362**	**100.00%**	**38,656,707**	**100.00%**

The table below sets forth the share capital structure, based on available information as of the date of this Amendment and after the Offering: our share capital is equal to €992,325.30 divided into 39,693,012 fully authorized, subscribed and paid-up ordinary shares with a nominal value of €0.025.

Shareholders	Shareholders (non-diluted)		Shareholders (diluted)	
	Number of shares and voting rights	% of share capital and voting rights	Number of shares and voting rights	% of share capital and voting rights
5% Shareholders:				
Sofinnova	6,681,472	16.8%	6,681,472	15.0%
3SBio	2,110,595	5.3%	2,110,595	4.7%
Kreos Capital (Expert Fund) LP	—	—	2,121,003	4.8%
Bpifrance Participations	2,000,000	5.0%	2,000,000	4.5%
Bpifrance Investissement	1,213,761	3,1%	1,213,761	2.7%
Directors and Executive Officers:	**1,687,600**	**4.3%**	**3,261,600**	**7.3%**
Employee	503,000	1.3%	851,000	1.9%
Other Shareholders (total)	25,496,584	64.2%	26,371,926	59.1%
TOTAL	**39,693,012**	**100.0%**	**44,611,357**	**100.0%**

(1) As defined in Section 7 of this Amendment.

RELATED PARTY TRANSACTIONS

12.1 REGULATED AGREEMENTS

12.1.1 EMPLOYMENT ARRANGEMENTS

Marie-Claude Holtz has been our Deputy Chief Executive Officer and our Responsible Pharmacist since April 29, 2020; and our VP Quality since June 1, 2020.

The Company has entered into an employment agreement with Mrs. Holtz which covers her VP Quality duties. This agreement has standard terms relating to base salary, bonuses, equity grants, termination and restrictions on competitive activities. This agreement has not been approved by the Board of Directors before its conclusion.

Mrs. Holtz does not receive any remuneration related to her Deputy Chief Executive Officer position.

FINANCIAL INFORMATION CONCERNING THE GROUP'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

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FINANCIAL INFORMATION CONCERNING THE GROUP'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES

All the information and statements contained in the Half-Year Financial Report as of June 30, 2020, are hereby incorporated and made a part of this Amendment to the 2019 Universal Registration Document to the same extent and with the same force as if fully set forth herein. This Document was published on July 30, 2020 and may be consulted on the Company's website (www.gensight-biologics.com).

ADDITIONAL INFORMATION

14.1 AMOUNT OF ISSUED CAPITAL

The sub-section 19.1.1 "Amount of issued capital" is replaced by the following:

As of the date of this Amendment and before the Offering, we are not controlled by any majority shareholder and our share capital is equal to €843,459.05 divided into 33,738,362 shares fully authorized, subscribed and paid-up ordinary shares with a nominal value of €0.025.

14.1.1 FREE SHARES

The paragraph 19.1.4 is amended as follows:

(a) Free shares granted by the Company

We have granted free shares (*Attributions Gratuites d'Actions*, or AGA) since July 26, 2016.

As of the date of this Amendment, 2,114,500 of the granted shares have been definitively acquired, including 1,958,500 performance shares and 156,000 non-performance shares.

AGA 2018 granted on September 18, 2018

With the authorization of the General Meeting of Shareholders on April 12, 2018, the Board of Directors granted 380,000 free shares (AGA 2018) on September 18, 2018, including:

- 185,000 AGA 2018 were fully acquired by Key Managers, including Mr. Gilly, subject to (i) a one year acquisition period from the date of grant and (ii) achievement of the performance criteria described below:
  - 92,500 of these free shares were acquired upon completion of the enrollment of the patients of a Phase I/II clinical trial of GS030 in RP on July 29, 2020; and
  - the remaining 92,500 free shares were acquired upon completion of the production of the first PPQ Batch of LUMEVOQ® on September 1, 2020.
- 40,000 AGA 2018 were fully acquired on September 18, 2019 (one year after their grant date).

The AGA 2018 were issued at their nominal value and are subject to a lock-up period of one year after their actual acquisition date.

The Board of Directors held on September 25, 2019 acknowledged the definitive acquisition of 40,000 free shares and decided accordingly to increase the capital increase of €1,000.

The Board of Directors held on July 29, 2020 acknowledged the definitive acquisition of 92,500 free shares and decided accordingly to increase the capital increase of €2,312.5.

The Board of Directors held on September 22, 2020 acknowledged the definitive acquisition of 92,500 free shares and decided accordingly to increase the capital increase of €2,312.5.

AGA 2018 granted on December 19, 2018

With the authorization of the General Meeting of Shareholders on April 12, 2018, the Board of Directors granted 135,000 free shares (AGA 2018) on December 19, 2018.

The AGA 2018 were fully acquired by one Key Manager, subject to (i) a one year acquisition period from the date of grant and (ii) achievement of the performance criteria described below:

- 67,500 of these free shares were acquired upon completion of the enrollment of the patients of a Phase I/II clinical trial of GS030 in RP on July 29, 2020;
- the remaining 67,500 free shares were acquired upon completion of the production of the first PPQ Batch of LUMEVOQ® on September 1, 2020.

The AGA 2018 were issued at their nominal value and will be subject to a lock-up period of one year after their actual acquisition date.

The Board of Directors held on July 29, 2020 acknowledged the definitive acquisition of 67,500 free shares and decided accordingly to increase the capital increase of €1,687.5.

The Board of Directors held on September 22, 2020 acknowledged the definitive acquisition of 67,500 free shares and decided accordingly to increase the capital increase of €1,687.5.

AGA 2018 granted on July 23, 2019

With the authorization of the General Meeting of Shareholders on April 12, 2018, the Board of Directors granted 610,000 free shares (AGA 2018) on July 23, 2019.

- 547,500 AGA 2018 were fully acquired by Key Managers, including Mr. Gilly, subject to (i) a one year acquisition period from the date of grant and (ii) achievement of the performance criteria described below:
  - 273,750 of these free shares were acquired upon the filing with the European Medicines Agency (EMA) the application for market authorization (MA) at the European level of the LUMEVOQ® on September 14,2020;
  - 273,750 of these free shares were acquired upon completion of the enrollment of the patients of a Phase I/II clinical trial of GS030 in RP on July 29,2020.
- 27,500 AGA 2018 were fully acquired on July 23, 2020 (one year after their grant date).

The AGA 2018 will be issued at their nominal value and will be subject to a lock-up period of one year after their actual acquisition date.

The Board of Directors held on July 29, 2020 acknowledged the definitive acquisition of 273,500 free shares and decided accordingly to increase the capital increase of €6,843.75.

The Board of Directors held on September 22, 2020 acknowledged the definitive acquisition of 273,750 free shares and decided accordingly to increase the capital increase of €6,843.75.

AGA 2020 granted on September 22, 2020

With the authorization of the General Meeting of Shareholders on April 29, 2020, the Board of Directors granted 85,000 free shares (AGA 2020) on September 22, 2020.

- 85,000 AGA 2020 may be fully acquired by one Key Manager, subject to (i) a one year acquisition period from the date of grant and (ii) achievement of the performance criteria described below no later than January 28, 2022:
  - 42,500 of these free shares will be acquired upon the approval with the European Medicines Agency (EMA) of the application for market authorization (MA) at the European level of the LUMEVOQ®;
  - 42,500 of these free shares will be acquired upon the filing with the Food and Drug Administration (FDA) of the application for Biologics License Application (BLA) for the LUMEVOQ®.

(c) Free shares holders

The table below sets forth the free shares granted by us to our executive officers and directors as of the date of this Amendment :

Name	Grant Date	Number of free shares	Performance condition
Bernard Gilly	07/26/2016	250,000	Yes
	07/27/2017	200,000	Yes
	09/18/2018	45,000	Yes
	07/23/2019	220,000	Yes
	01/28/2020	220,000	Yes (1)
	01/28/2020	270,000	No (1)
Thomas Gidoin	07/26/2016	150,000	Yes
	07/27/2017	90,000	Yes
	09/18/2018	45,000	Yes
	07/23/2019	150,000	Yes
	01/28/2020	150,000	Yes
	01/28/2020	100,000	No
Magali Taïël	12/19/2018	135,000	Yes
	07/23/2019	65,000	Yes
	01/28/2020	100,000	Yes
	01/28/2020	40,000	No
Marie-Claude Holtz	09/22/2020	85,000	Yes
Total		**2,315,000**	

(1) In January 2020, the Company issued 1,020,000 free shares (AGA 2018) to employees of the Company (as described in section 19.1.4 of the URD, p. 228), of which:
- 567,500 are subject to the achievement of the following performance criteria at the latest on January 27, 2022:
  - 50% will be acquired upon the filing with the European Medicines Agency (EMA) of the application for market authorization (MA) at the European level of the LUMEVOQ®, and
  - 50% will be acquired upon the filing with the Food and Drug Agency (FDA) of the application for Biologics License Application (BLA) for the LUMEVOQ®, and
- 452,500 are not subject to performance conditions, but subject to a one-year vesting period.

In this context, Mr. Bernard Gilly received 220,000 free shares with performance conditions and, in addition to his fixed and variable compensation, 270,000 free shares without performance conditions (as permitted by the legal and regulatory provisions applicable on that date). Those 270,000 free shares without performance conditions are subject to a one-year vesting period as well as a lock-up period of one year (until 01/27/2022).

14.1.2 OTHER SECURITIES GIVING ACCESS TO SHARE CAPITAL

As of the date of this Amendment and before the Offering, the total number of ordinary shares that can be issued by full exercise of all of the securities giving access to the capital and instruments issued to date amounts to 4,918,345, or a maximum dilution of 14.58% on the basis of the capital and voting rights existing to date and 12.72% on the basis of the capital and the fully diluted voting rights.

The following table summarizes the instruments giving access to share capital as of the date of this Amendment :

	Number of shares warrants for founders, share warrants or free shares	Exercice Price range in Euro
BCE	650,302	0,025 – 3,275
BSA	1,570,191	0,025 – 8,080
AGA	1,090,000	–
SO	155,000	2.82
OCA	1,452,852	–
Total outstanding instruments giving access to capital as of the date of this Universal Registration Document	**4,918,345**	

14.1.2.1 Warrants

(a) Warrants granted by the Company

The sub-section 19.1.5.1 "Warrants" is amended as follows:

We have granted share-based warrants in the form of share warrants for founders (*Bons de Souscription de Parts de Créateur d'Entreprise*, or BCE) and share warrants (*Bons de Souscription d'Actions*, or BSA).

As of the date of this Amendment, 650,302 share warrants for founder (BCE) will give right to 650,302 ordinary shares with nominal value of €0.025 at an average exercise price of €2.357 per share.

As of the date of this Amendment, 1,570,191 share warrants (BSA) will give right to 1,570,191 ordinary shares with nominal value of €0.025 at an exercise price of €2.77 per share.

The following warrants have been issued since the issuance of our 2019 Universal Registration Document:

BSA 2019-2 warrants

With the authorization of the General Meeting of Shareholders on June 11, 2019, the Board of Directors issued 40,000 BSA 2019-2 warrants, with an exercise price of €3,48 per share on January 28, 2020.

The BSA 2019 warrants may be exercised by the beneficiary on the basis of the following vesting schedule:

- up to 1/4 as from the date of the grant;
- the remaining 75% on the basis of 1/36th per month as from the Date of Grant (*i.e.* as from July 23, 2019), at the end of each month; and
- at the latest within 7 years from the date of grant.

BSA 2019 KREOS-B

With the authorization of the General Meeting of Shareholders on June 11, 2019, the Board of Directors issued 133,630 BSA2019 KREOS-B warrants, with an exercise price of €2.245 per share on July 31, 2020.

The period of validity of the BSA2019-KREOS-B Warrants shall start upon their issuance and shall expire on the occurrence of the earlier of the following two events: (i) the tenth anniversary of the grant date, or (ii) the acceptance by the shareholders of the Borrower of a third-party bona fide offer for all outstanding shares in the Issuer. See section 5.3 "Funding Sources" for further details on the Bond Financing with Kreos Capital.

(b) Warrants holders

The table below sets forth the warrants granted by us to our executive officers and directors as of the date of this Amendment:

Name	Grant Date	Type of Grant	Number of Ordinary Shares Underlying Awards (#)[1]	Exercise Price (€)	Expiration Date
Bernard Gilly	07/08/2013	BCE	300,000	0.025	07/07/2023
	07/08/2015	BCE[2]	161,000	3.275	07/07/2025
José-Alain Sahel	07/08/2013	BSA	280,000	0.025	07/07/2023
	07/08/2015	BSA	48,000	3.275	07/07/2025
	07/26/2016	BSA	120,000	8.08	07/25/2023
	07/27/2017	BSA	80,000	5.04	07/26/2024
	07/23/2019	BSA	40,000	1.45	07/22/2026
	01/28/2020	BSA	40,000	3.45	01/27/2027
Peter Goodfellow	04/09/2014	BSA	33,000	0.025	04/08/2024
	07/08/2015	BSA	7,000	3.275	07/07/2025
	07/26/2016	BSA	7,000	8.08	07/25/2023
	07/27/2017	BSA	10,000	5.04	07/26/2024
Thomas Gidoin	07/08/2015	BCE[2]	160,000	3.275	07/07/2025
Michael Wyzga	07/08/2015	BSA	40,000	3.275	07/07/2025
	07/26/2016	BSA	31,000	8.08	07/25/2023
	07/27/2017	BSA	15,000	5.04	07/26/2024
	09/18/2018	BSA	10,000	2.22	09/17/2025
	07/23/2019	BSA	20,000	1.45	07/22/2026
Simone Seiter	07/27/2017	BSA	30,000	5.04	07/26/2024
	09/18/2018	BSA	5,000	2.22	09/17/2025
	07/23/2019	BSA	15,000	1.45	07/22/2026
Natalie Mount	07/27/2017	BSA	30,000	5.04	07/26/2024
	09/18/2018	BSA	5,000	2.22	09/17/2025
Maritza McIntyre	07/23/2019	BSA	30,000	1.45	07/22/2026
Kreos Capital (Expert Fund) LP	12/19/2019	BSA	534,521	2.245	12/18/2029
	07/31/2020	BSA	133,630	2.245	07/30/2030
Total			**2,185,151**		

(1) Each BCE and BSA warrant entitles its holder to subscribe to one ordinary share, with a nominal value of €0.025 each, at an exercise price of €0.025, €3.275, €8.08, €1.45, € 2.245.
(2) The figures have been adjusted in order to reflect the 5 for 2 reverse stock split which took place on August 17, 2015.

14.1.2.2 Stock Options

The sub-section 19.1.5.2 "Stock Options" is amended as follows:

As of the date of this Amendment, 155,000 stock options for employees (SO) will give right to 155,000 ordinary shares.

With the authorization of the General Meeting of Shareholders on April 29, 2020, the Board of Directors issued 155,000 SO 2020, with an exercise price of €2.82 per share on September 22, 2020.

The SO 2020 may be exercised by the beneficiary on the basis of the following vesting schedule:

- up to 1/4 of the SO 2020 on the first anniversary of the date of grant;
- the remaining 75% becoming exercisable up to 1/36 per month from the first anniversary of the date of grant; and
- at the latest within 7 years from the date of grant.

The beneficiaries would be the salaried employees or some of them, or certain categories of the personnel, of the Company and, as appropriate, companies or economic interest groups which are bound to it under the conditions of Article L.225-180 of the Commercial Code and the corporate officers that meet the conditions provided by Article L.225-185 of the Commercial Code.

14.1.2.3 Convertible Bonds

The sub-section 19.1.5.3 "Convertible Bonds" is amended as follows:

On December 20, 2019 and July 30, 2020, the Company issued, with the authorization of the General Meeting of Shareholders on June 11, 2019, drawdown notices thereunder for the first tranche of €6 million and second tranche of €4 million of the bond financing with Kreos Capital, including €1.8 million in the form of convertible bonds for the first tranche and €1.5 million for the second tranche. The convertible bonds (nominal value of €1) bear an annual interest of 9.25%. Each convertible bond will arrive to maturity 42 months after their issuance. The convertible bonds might be converted into ordinary shares at any time from their issuance date to their maturity date at a price of €2.245 reflecting a 10% discount to the volume weighted average price of the Company's shares on the regulated market of Euronext Paris over the three last trading days before pricing, *i.e.*, December 16, 17 and 18, 2019.

Following a renegotiation with Kreos Capital, the Company issued, with the authorization of the ordinary and extraordinary shareholders' meeting of April 29, 2020, 300,000 additional convertible bonds which are included in the €1.5 million in the form of convertible bonds for the second tranche. These convertible bonds might be converted into ordinary shares at any time from their issuance date to their maturity date at a price of €2.754 reflecting a 15% discount to the volume weighted average price of the Company's shares on the regulated market of Euronext Paris over the five last trading days before pricing, *i.e.*, July 24, 27, 28, 29 and 30, 2020. See section 5.3 "Funding Sources" for further details on the Bond Financing with Kreos Capital.

14.1.3 TERMS GOVERNING ANY RIGHT OF ACQUISITION AND/OR ANY OBLIGATION ATTACHED TO SUBSCRIBED BUT NOT PAID-UP CAPITAL

The table below sets forth the resolutions regarding issuance of shares currently in force:

Purpose	Maximum amount	Period of validity	Global maximum amount in euros	Use of the delegations	Residual maximum amount in euros
Delegation of authority to be given to the Board of Directors in order to issue ordinary shares [1] giving right, as the case may be, to ordinary shares or the allocation of debt securities (of the company or a company of the group), and/or securities giving a right to ordinary shares (of the company or a company of the group) without preferential subscription rights by public offering in accordance with the provisions of articles L.225-129-2, L.225-136 and L.228-92 of the Commercial Code (*15th resolution*).	Capital increase: Maximum **60% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€492,410.43** Debt instruments giving access to equity securities: **€50,000,000**	26 months *i.e.* until June 28, 2022	Capital increase: **75% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€615,513.04** Debt instruments giving access to equity securities: **€50,000,000**	–	Capital increase: **€457,733.04** Debt instruments giving access to equity securities: **€50,000,000**
Delegation of authority given to the Board of Directors in order to issue ordinary shares giving right, as the case may be, to ordinary shares or the allocation of debt securities (of the company or a company of the group), and/or securities giving a right to ordinary shares (of the company or a company of the group) without preferential subscription rights as remuneration for the securities contributed in the context of a public exchange offering in accordance with the provisions of articles L.225-129-2, L.225-135, L.225-148 and L.228-92 of the Commercial Code (*16th resolution*).	Capital increase: Maximum **20% of the share capital** at the date of the Shareholder's Meeting *i.e.* **€164,136.81** Debt instruments giving access to equity securities: **€50,000,000**	26 months *i.e.* until June 28, 2022		–	

Purpose	Maximum amount	Period of validity	Global maximum amount in euros	Use of the delegations	Residual maximum amount in euros
Delegation of authority to be given to the Board of Directors in order to issue ordinary shares [1] giving right, as the case may be, to ordinary shares or the allocation of debt securities (of the company or a company of the group), and/or securities giving a right to ordinary shares (of the company or a company of the group) without preferential subscription rights by an offer referred to at section II of article L.411-2 of the Monetary and Financial Code in accordance with the provisions of articles L.225-129-2, L.225-135, L.225-136 and L.228-92 of the Commercial Code *(17th resolution)*.	Capital increase: Maximum **20% of the share capital** at the date of the Shareholder's Meeting *i.e.* **€164,136.81** Debt instruments giving access to equity securities: **€50,000,000**	26 months *i.e.* until June 28, 2022	Capital increase: **75% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€615,513.04** Debt instruments giving access to equity securities: **€50,000,000**	–	Capital increase: **€457,733.04** Debt instruments giving access to equity securities: **€50,000,000**
Delegation of authority to be given to the Board of Directors in order to issue common shares giving, where applicable, access to common shares or the award of debt securities (for the company or a company in the group) and/or securities entitling to common shares (in the company or a company in the group) with the elimination of the preemptive right to the benefit of categories of persons fulfilling certain characteristics[3], duration of the delegation of authority, maximum par value of the capital increase[4], issue bonus, option of limiting the amount of subscriptions or distributing unsubscribed shares *(19th resolution)*.	Capital increase: Maximum **60% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€492,410.43** Debt instruments giving access to equity securities: **€50,000,000**	18 months *i.e.* until October 28, 2021		Date of use by the Board of Directors: June 29, 2020 Number of convertible bonds issued: **116,550** consisting of a potential capital increase of **€2,913.75** Date of use by the Board of Directors: October 22, 2020 Capital increase: **€148,866.25** consisting of of the issue of **5,954,650** new ordinary shares , at a price of €4.20 per share, with a nominal value of **€0.025** (issue premium of €4.175)	
Delegation of authority to be given to the Board of Directors in order to increase the capital through the issue of ordinary shares and/or securities giving right to the capital, subject to a limitation of 10% of the capital in view of remunerating contributions in kind of shares or securities giving right to the capital in accordance with the provisions of articles L.225-129-2, L.225-147 and L.228-92 of the Commercial Code *(21st resolution)*.	Capital increase: **10% of the share capital** at the date of the Shareholder's Meeting *i.e.* **€82,068.41**	26 months *i.e.* until June 28, 2022		–	
Delegation of authority to be granted to the Board of Directors in order to issue share purchase warrants (BSA), purchase and/or subscription warrants for existing and/or new shares (BSAANE) and/or purchase and/or subscription warrants for new and/or existing redeemable shares (BSAAR) with a waiver of the preferential subscription right benefiting categories of persons in accordance with the provisions of articles L.225-129-2, L.225-138 and L228-91 of the Code of Commerce *(22nd resolution)*.	**2% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€16,413.68** **656,547** warrants	18 months *i.e.* until October 28, 2021		–	

Purpose	Maximum amount	Period of validity	Global maximum amount in euros	Use of the delegations	Residual maximum amount in euros
Authorization to be given to the Board of Directors with a view to allocating free of charges shares to members of the salaried work force and/or certain corporate officers in accordance with the provisions of articles L.225-197-1 and L.225-197-2 of the Commercial Code *(24th resolution)*.	**5% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€41,034.20** **1,641,368.1** free shares	38 months *i.e.* until June 28, 2023	Capital increase: **75% of the share capital** at the date of the 2020 Shareholder's Meeting *i.e.* **€615,513.04** Debt instruments giving access to equity securities: **€50,000,000**	Date of use by the Board of Directors: September 22, 2020 Number of free shares issued: **85,000** corresponding to approximately 0.25% of the share capital as of the date of the decision of the Board of Directors and consisting of a potential capital increase of **€2,125**	Capital increase: **€457,733.04** Debt instruments giving access to equity securities: **€50,000,000**
Authorization given to the Board of Directors with a view to the granting of options for the subscription and/or purchase of shares to members of the salaried work force (and/or certain corporate officers) in accordance with the provisions of articles L.225-177 to L.225-185 of the Commercial Code *(22nd resolution)* of the Shareholders' meeting of April 12, 2018.	**5% of the share capital** at the date of the 2018 Shareholder's Meeting *i.e.* **€30,292.78** **1,211,711** options	38 months *i.e.* until June 11, 2021		Number of warrants issued: **155,000** corresponding to a potential capital increase of **€3,875**	

(1) The issue price should at least be equal to the minimum required by the legal and regulatory provisions applicable at the time when the Board of Directors shall implement the delegation (for reference, to date the weighted average of the listed prices of the share on the regulated Euronext Paris market for the three trading sessions preceding the determination of the subscription price for the increase in capital decreased by a maximum discount of 10%).

(2) The issue price of the ordinary shares shall at least be equal, at the choice of the Board of Directors (i) either to the weighted average of the Company share price on the Euronext Paris regulated market on the date preceding the determination of the issue price, which may be decreased by a maximum discount of 15%, (ii) or the average of 5 consecutive listed prices of the Company share on the Euronext Paris regulated market chosen amongst the thirty trading sessions preceding the determination of the issue price, which may be decreased by a maximum discount of 15%.

(3) The present delegation shall be made in favor of the following categories of persons:
- (i) individual or legal entities (including companies), investment companies, trusts, investment funds, or other investment vehicles of any form whatsoever, whether French or foreign generally investing in the pharmaceutical, bio-technological, ophthalmological, neurodegenerative diseases or medical technologies sectors; and/or
- (ii) companies, institutions or entities of any form whatsoever, whether French or foreign conducting a significant part of their business in those sectors; and/or
- (iii) financial service providers, being French or foreign with an equivalent status, capable of guaranteeing that an increase in capital will be successfully placed with the persons referred to in (i) and (ii) hereabove and, in this context, subscribing to the issued securities.

(4) The issue price should at least be equal to the average weighted by the volumes (in the central order book and not including blocks and off market) of the price of the Company's shares on the Euronext Paris regulated market for the last 3 trading sessions preceding the determination of the issue price, such average subject to amendment as the case may be in order to take into account the differences in the entitlement to dividends date and may be decreased as the case may be by a maximum discount of 15%.

(5) The issue price of the warrant shall equal to at least 8% of the market value of an ordinary share on the date of attribution.

(6) The price for the subscription and/or purchase of the shares to which the warrants shall give right shall at least be equal to the weighted average of the closing prices of the Company's shares for the last 20 trading sessions preceding the date of the decision to issue warrants, deducted by any issue price of the warrant.

14.1.4 HISTORY OF THE COMPANY'S SHARE CAPITAL SINCE ITS INCEPTION

The sub-section 19.1.8 "History of the Company's share capital since its inception" is amended as follows:

Date	Nature of Operation	Number of shares issued	Nominal value of the share (in €)	Issue price per share (in €)	Share premium (in €)	Issue price (in €)	Number of shares representing the share capital	Capital increase (in €)	Share capital (in €)
TOTAL as of December 31, 2019		**32,827,362**			**128,141,695.32**	**136,365,091.97**		**820,684.05**	
April 30, 2020	Subscription of warrants (BSA2019-2)		0.025		12,000	12,000	32,827,362	–	820,684.05
July 23, 2020	Share capital increase (issuance of ordinary share through acquisition of AGA2019)	27,500	0.025	–	(687,5)	–	32,854,862	687,5	821,371.55
July 24, 2020	Share capital increase (issuance of ordinary share through exercise of BCE2015-06)	16,000	0.025	3.275	52,000	52,400	32,870,862	400.00	821,771.55
July 29,2020	Share capital increase (issuance of ordinary share through acquisition of AGA2018 & 2019)	433,750	0.025		(10,843.75)	–	33,304,612	10,843.75	832,615.30
July 31, 2020	Subscription of Warrants (BSA 2019 Kreos-B)	–	0.025	–	1.00	1.00	33,304,612	–	832,615.30
September 1, 2020	Share capital increase (issuance of ordinary share through acquisition of AGA2018)	160,000	0.025	–	(4,000)	–	33,464,612	4,000	836,615.30
September 14, 2020	Share capital increase (issuance of ordinary share through acquisition of AGA2019)	273,750	0.025	–	(6,843.75)	–	33,738,362	6,843.75	843,459.05
October 22, 2020	Share capital increase	5,954,650	0.025	4.20	24,860,663.75	25,009,530	39,693,012	148,866.25	992,325.30
TOTAL as of the date of this Amendment		**39,693,012**			**153,031,985.07**	**161,427,022.97**		**992,325.30**	

GLOSSARY

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GLOSSARY

The following definition is added to section 22 “Glossary” of the 2019 Universal Registration Document:

ATU: Temporary Authorization for Use

Natural history: natural evolution of untreted patients

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