

# DBV Technologies Announces the Launch of a Proposed Global Offering of Ordinary Shares, Which May Be in the Form of American Depositary Shares, and Reports September 30, 2019 Cash Position

DBV Technologies (the "Company") (Euronext: DBV – ISIN: FR0010417345 – Nasdag Stock Market: DBVT), a clinical-stage biopharmaceutical company, today announced its intention to issue and sell, subject to market conditions, up to \$125.0 million of new ordinary shares, which may be in the form of American Depositary Shares ("ADSs"), by means of a global offering, the subscription of which is reserved to specified categories of investors. The global offering will be comprised of an offering of ordinary shares in the form of ADSs in the United States, Canada and certain other countries outside of Europe and a private placement of ordinary shares in Europe (including France). In addition, the Company intends to grant the underwriters a 30-day option to purchase additional ordinary shares, in the form of ADSs, in an aggregate amount of up to 15% of the total number of ordinary shares (including in the form of ADSs) proposed to be sold in the global offering, on the same terms and conditions. Each ADS offered represents the right to receive onehalf of one ordinary share. The ADSs are listed on the Nasdag Global Select Market under the symbol "DBVT", and the Company's ordinary shares are listed on Euronext Paris under the symbol "DBV".

Goldman Sachs and Citigroup are acting as joint lead book-running managers for the global offering.

The price in euros at which ordinary shares will be sold and the price in dollars at which ADSs will be sold in the global offering, as well as the final number of ordinary shares (including in the form of ADSs), will be determined following a bookbuilding process commencing immediately and will not be less than (i) the volume weighted-average of the trading price of the Company's ordinary shares on Euronext Paris on the trading day prior to pricing of the global offering or (ii) the average of the volume weighted-average of the trading price of the trading prices of the Company's ordinary shares on Euronext Paris over five (5) consecutive trading days chosen from among the thirty (30) trading days prior to pricing of the global offering, subject to a maximum discount, in each case, of 15%. The new ordinary shares will be issued through a capital increase without shareholders' pre-emptive rights reserved to



specified categories of persons under the provisions of Article L. 225-138 of the French Commercial Code and pursuant to the decisions of the Company's Board of Directors (*Conseil d'Administration*) dated October 8, 2019, in accordance with the delegations granted pursuant to resolutions 22, 23 and 24 adopted at the ordinary and extraordinary meeting of the Company's shareholders (*Assemblée Générale Mixte*) held on May 24, 2019. The global offering will be open only to persons who are natural persons or legal entities, including companies, trusts, investment funds or other investment vehicles whatever their form, governed by either French or foreign law, that invest on a regular basis in the pharmaceutical, biotechnological or medical technology sector; and/or companies, institutions or entities whatever their form, French or foreign, that carry out a significant part of their activity in these sectors. In order to purchase ordinary shares and/or ADSs, potential investors will be required to execute and provide to the underwriters an investor letter representing that they satisfy the foregoing investor criteria.

The final number of ordinary shares offered, including the number of ordinary shares offered in the form of ADSs, and the subscription price therefor will be decided by the Company's Chief Executive Officer (*Directeur Général*), in accordance with a sub-delegation granted by the Company's Board of Directors (*Conseil d'Administration*) on October 8, 2019, further to the favorable opinion of Mr. Michel de Rosen, independent director and Chairman of the Board of Directors.

The global offering will commence immediately and the Company plans to announce the result of the global offering as soon as practicable after pricing thereof in a subsequent press release. The Company plans to use the net proceeds from the global offering, together with its existing cash and cash equivalents, primarily to prepare for the commercialization of Viaskin® Peanut, if approved, as well as to advance development of the Company's other product candidates and for working capital and general corporate purposes.

Entities affiliated with Baker Bros. Advisors LP, which are existing shareholders, have indicated an interest in purchasing up to an aggregate of \$60 million of the ordinary shares and/or ADSs in this offering at the public offering price. However, because indications of interest are not binding agreements or commitments to purchase, the underwriters may determine to sell more, fewer or no ordinary shares and/or ADSs in this offering to these entities, or these entities may determine to purchase more, fewer or no ordinary shares and/or ADSs in this offering to these and/or ADSs in this offering.



The representatives of Baker Bros. Advisors LP to the Company's Board of Directors (*Conseil d'Administration*) did not take part in the vote on the decisions (relating to the approval for the launch of the global offering and for the delegation of authority) at the meeting of the Board of Directors (*Conseil d'Administration*) held on October 8, 2019.

A registration statement on Form F-3 relating to the securities to be issued in the global offering was filed with the Securities and Exchange Commission and was declared effective on October 1, 2019. The offering of ordinary shares in the form of ADSs will be made only by means of a written prospectus and prospectus supplement that form a part of the registration statement. A preliminary prospectus supplement and accompanying prospectus relating to and describing the terms of the offering will be filed with the Securities and Exchange Commission and will be available on the Securities and Exchange Commission's website at www.sec.gov. When available, copies of the preliminary prospectus supplement and accompanying prospectus may also be obtained for free from: Goldman Sachs, Attention: Prospectus Department, 200 West Street, New York, NY 10282, via telephone: 1-866-471-2526, facsimile: 212-902-9316 or via email: prospectusgroup-ny@ny.email.gs.com; or Citigroup, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York, 11717 or via telephone: 800-831-9146.

Application will be made to list the new ordinary shares to be issued pursuant to the global offering on the regulated market of Euronext Paris pursuant to a listing prospectus subject to the approval by the *Autorité des Marchés Financiers* ("**AMF**") and comprising (i) the 2018 universal registration document, including the risk factors, which will be filed with the AMF on October 9, 2019 (*document d'enregistrement universel 2018*), which will incorporate by reference the 2018 registration document (*document de référence 2018*) and the 2019 half-year financial report (*rapport financier semestriel 2019*), and (ii) a Securities Note (*Note d'opération*), including (iii) a summary of the prospectus. As from such filing with the AMF, copies of the Company's 2018 universal registration document will be available free of charge at the Company's head office located at 177-181 avenue Pierre Brossolette – 92120 Montrouge – France. The listing prospectus will be published on the AMF's website at <u>www.amf-france.org</u>.

As of September 30, 2019, the Company had cash and cash equivalents of €73.0 million, compared to €122.8 million as of December 31, 2018.



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### **About DBV Technologies**

DBV Technologies is developing Viaskin®, an investigational proprietary technology platform with broad potential applications in immunotherapy. Viaskin is based on epicutaneous immunotherapy, or EPIT®, DBV's method of delivering biologically active compounds to the immune system through intact skin. With this new class of self-administered and non-invasive product candidates, the Company is dedicated to safely transforming the care of food-allergic patients, for whom there are no approved treatments. DBV's food allergies programs include ongoing clinical trials of Viaskin Peanut and Viaskin Milk, and preclinical development of Viaskin Egg. DBV is also pursuing a human proof-of-concept clinical trial of Viaskin Milk for the treatment of Eosinophilic Esophagitis, and exploring potential applications of its platform in vaccines and other immune diseases. DBV Technologies has global headquarters in Montrouge, France, and offices in Bagneux, France, and North American operations in Summit, NJ and New York, NY. The Company's ordinary shares are traded on segment B of Euronext Paris (Ticker: DBV, ISIN code: FR0010417345), part of the SBF120 index, and the Company's ADSs (each representing one-half of one ordinary share) are traded on the Nasdaq Global Select Market (Ticker: DBVT).

#### **Forward Looking Statements**

This press release contains forward-looking statements, including statements about the expected closing of the global offering and the anticipated use of proceeds from the offering. These forward-looking statements are not promises or guarantees and involve substantial risks and uncertainties. Factors that could cause actual results to differ materially from those described or projected herein include risk associated with market and other financing conditions, risks associated with clinical trials and regulatory reviews and approvals, and risk related to the sufficiency of the Company's existing cash resources and liquidity. A further list and description of these risks, uncertainties and other risks can be found in the Company's regulatory filings with the French *Autorité des Marchés Financiers* and U.S. Securities and Exchange Commission, including in the Company's Annual Report on Form 20-F for the year ended December 31, 2018. Existing and prospective investors are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. The Company undertakes no obligation to update or revise forward-looking statements as a result of new information, future events or circumstances, or otherwise, except as required by law.

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#### Disclaimers

This press release does not constitute an offer to sell nor a solicitation of an offer to buy, nor shall there be any sale of ordinary shares or ADSs in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

The distribution of this document may, in certain jurisdictions, be restricted by local legislations. Persons into whose possession this document comes are required to inform themselves about and to observe any such potential local restrictions.

A French listing prospectus comprising (i) the Company's universal registration document, which will be filed with the AMF on October 9, 2019, (ii) a securities note (including the summary) relating to the admission to trading of the Company's new shares on Euronext Paris and (iii) the summary of the French listing prospectus will be submitted to the approval by the AMF and will be published on the AMF's website at <u>www.amf-france.org</u>. As from such filing with the AMF, copies of the Company's 2018 universal registration document will be available free of charge at the Company's head office located at 177-181 avenue Pierre Brossolette – 92120 Montrouge – France.

This document does not constitute an offer to the public in France and the securities referred to in this document can only be offered or sold in France pursuant to article L. 411-2-II of the French Monetary and Financial Code to (i) providers of third party portfolio management investment services, (ii) qualified investors (*investisseurs qualifiés*) acting for their own account and/or (iii) a limited group of investors (*cercle restreint d'investisseurs*) acting for their own account, all as defined in and in accordance with articles L. 411-1, L. 411-2 and D. 411-1 to D. 411-4 and D. 754-1 and D. 764-1 of the French Monetary and Financial Code.

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

With respect to the member States of the European Economic Area, no action has been undertaken or will be undertaken to make an offer to the public of the securities referred to herein requiring a publication of a prospectus in any relevant member State. As a result, the securities may not and will not be offered in any relevant member State except in accordance with the exemptions set forth in Article 1 (4) of the Prospectus Regulation or under any other circumstances which do not require the publication by the Company of a prospectus pursuant to Article 3 of the Prospectus Regulation and/or to applicable regulations of that relevant member State.

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MIFID II product governance / Retail investors, professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the new shares has led to the conclusion that: (i) the target market for the new shares is retail investors, eligible counterparties and professional clients, each as defined in MiFID II; and (ii) all channels for distribution of the new shares to retail investors, eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the



new shares (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the new shares (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels. For the avoidance of doubt, even if the target market includes retail investors, the manufacturers have decided that the new shares will be offered, as part of the initial offering, only to eligible counterparties and professional clients.