

**CELLECTIS**

"*Société Anonyme*" (public limited company) with share capital of € 2,272,740.50  
Registered office: 8, rue de la Croix Jarry - 75013 Paris  
Trade and Companies Register No. 428 859 052 Paris  
(the "Company")

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**SPECIAL REPORT  
ON TRANSACTIONS MADE UNDER THE PROVISIONS  
OF ARTICLES L. 225-197-1 TO L. 225-197-3 OF THE FRENCH COMMERCIAL CODE**

*(Grants of free shares)*

**Fiscal year ended December 31, 2020**

We hereby present the report required by Article L. 225-197-4 of the French Commercial Code relating to grant of free shares during the fiscal year ended December 31, 2020, in order to inform you about:

- the number and value of the free shares which, during the year and for the terms of office and duties exercised in the Company, were allocated to each of its corporate officers by the Company in accordance with Article L. 225-197-2 of the French commercial code and by its subsidiaries within the meaning of Article L. 233-16 of the French Commercial Code;
- the number and value of the free shares which, during the year, were granted by the Company and by the companies or groups related to it in accordance with Article L. 225-197-2 of the French Commercial Code, to the ten employees who are not corporate officers of the Company whose number of shares thus granted is the highest;
- the number and value of the free shares which, during the year, were granted by the Company and by the companies or groups related to it under the above conditions, to all eligible employees as well as the number of shares and the allocation of shares between the categories of beneficiaries.

1. Number and value of the free shares which, during the year and for the terms of office and duties exercised in the Company, were allocated to each of its corporate officers by the Company in accordance with Article L. 225-197-2 of the French commercial code and by its subsidiaries within the meaning of Article L. 233-16 of the French Commercial Code

**None.**

2. Number and value of the free shares which, during the year and for the terms of office and duties exercised in the Company, were allocated to each of its corporate officers by its subsidiaries within the meaning of Article L. 233-16 of the French Commercial Code

**None.**

- 3 Number and value of the free shares which, during the year, were granted by the Company and by the companies or groups related to it in accordance with Article L. 225-197-2 of the French Commercial Code, to the ten employees who are not corporate officers of the Company whose number of shares thus granted is the highest

Grant by the Company :

229 employees benefit from a grant of free shares by the Company during the 2020 fiscal year:

Beneficiaries	Date of grant	Number	Value	Date of definitive acquisition	End of the holding period
1 US employee	April 14, 2020	20,000	€ 9.14	April 14, 2022	None
1 US employee	July 20, 2020	10,000	€ 15.76	July 20, 2022	None
1 French employee	August 5, 2020	10,000	€ 14.00	August 5, 2021	August 5, 2022
2 US employee/grant for each	August 5, 2020	10,000	€ 14.00	August 5, 2022	None
1 US employee		9,000	€ 14.00		
4 US employees/grant for each		5,000	€ 14.00		
5 US employees/grant for each		2,000	€ 14.00		
1 US employee	September 11, 2020	15,000	€ 14.58	September 11, 2022	None
1 US employee		6,500	€ 14.98		
1 US employee	October 14, 2020	20,000	€ 22.45	October 14, 2023	None
1 US employee		12,000	€ 22.45	October 14, 2023	None
4 French employees/grant for each		10,000	€ 22.45	October 14, 2023	None
1 US employee		10,000	€ 22.45	October 14, 2023	None
1 US employee		8,000	€ 22.45	October 14, 2023	None
9 French employees/grant for each		8,000	€ 22.45	October 14, 2023	None
1 US employee	November 5, 2020	11,600	€ 14.76	November 5, 2022	None

Translation for information purposes

1 US employee		5,000	€ 14.76	November 5, 2022	None
1 US employee	December 16, 2020	5,500	€ 23.75	December 16, 2022	None
1 US employee	December 16, 2020	1,800	€ 23.75	December 16, 2022	None

Grant by the Company's subsidiaries, each grant giving the right to one share of the concerned subsidiary:

None

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**The Board of Directors**