



PRESS RELEASE

Extraordinary General Meeting of August 10, 2016 Notice of the Meeting

Paris, July 7, 2016

CARMAT (FR0010907956, ALCAR), the designer and developer of the world's most advanced artificial heart project, aiming to provide a therapeutic alternative for people suffering from end-stage biventricular heart failure, informs its shareholders and the financial community that **an Extraordinary General Meeting will be held on Wednesday, August 10, 2016 at 11 am at the headquarters of the Company 36, avenue de l'Europe, building The Etendard - Energy III, 78140 Vélizy-Villacoublay**. The documents related to this meeting are available upon request from the company, or will be available on the website www.carmatsa.com, under Investors / Documentation / Shareholders' meetings in the applicable legal deadlines.

The principal purpose of this Shareholders' Meeting is to authorize implementation of a bonus share plan rewarding management and employees for attainment of the next key milestones in the Company's development. This bonus share plan provides for the issue of preferred shares convertible into ordinary shares at maturity, in proportion to the level of achievement of performance criteria. The preferred shares may be granted on one or more occasions by the Board of Directors on the recommendation of the Recruitment and Compensation Committee.

The performance criteria determined by the Committee and approved by the Board of Directors cover the key milestones in Carmat's development (CE marking, arrangement of financing, implementation of the production process, marketing of the bioprosthesis, establishment of units in the United States and worldwide, share price performance over the period in question). The number of bonus shares that may be issued over this plan may not exceed 10% of the share capital of the company.

The strict alignment of the interests of managers, employees and shareholders during next years will be a crucial factor helping to motivate teams and to attract key personnel necessary to Carmat's development.

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About CARMAT: the world's most advanced total artificial heart project

A credible response to end-stage heart failure: CARMAT aims to eventually provide a response to a major public health issue associated with heart disease, the world's leading cause of death: chronic and acute heart failure. By pursuing the development of its total artificial heart, CARMAT intends to overcome the well-known shortfall in heart transplants for the tens of thousands of people suffering from irreversible end-stage heart failure, the most seriously affected of the 20 million patients with this progressive disease in Europe and the United States.

The result of combining two types of unique expertise: the medical expertise of Professor Carpentier, known throughout the world for inventing Carpentier-Edwards® heart valves, which are the most used in the world, and the technological expertise of Airbus Group, world aerospace leader.

Imitating the natural heart: given its size, the choice of structural materials and its innovative physiological functions, CARMAT's total artificial heart could, assuming the necessary clinical trials are successful, potentially benefit the lives of thousands of patients a year with no risk of rejection and with a good quality of life.

A project leader acknowledged at a European level: with the backing of the European Commission, CARMAT has been granted the largest subsidy ever given to an SME by Bpifrance; a total of €33 million.

Strongly committed, prestigious founders and shareholders: [Airbus Group](#) (Matra Défense), Professor [Alain Carpentier](#), the [Centre Chirurgical Marie Lannelongue](#), [Truffle Capital](#), a leading European venture capital firm, ALIAD, Air Liquide's venture capital investor, CorNovum, an investment holding company held 50-50 by Bpifrance and the French State, the family offices of Pierre Bastid (ZAKA) and of Dr. Antonino Ligresti (Santé Holdings S.R.L.) as well as the thousands of institutional and individual shareholders who have placed their trust in CARMAT.

For more information: www.carmatsa.com

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Disclaimer

This press release and the information contained herein do not constitute an offer to sell or subscribe to, or a solicitation of an offer to buy or subscribe to, shares in CARMAT ("the Company") in any country. This press release contains forward-looking statements that relate to the Company's objectives. Such forward-looking statements are based solely on the current expectations and assumptions of the Company's management and involve risk and uncertainties. Potential risks and uncertainties include, without limitation, whether the Company will be successful in implementing its strategies, whether there will be continued growth in the relevant market and demand for the Company's products, new products or technological developments introduced by competitors, and risks associated with managing growth. The Company's objectives as mentioned in this press release may not be achieved for any of these reasons or due to other risks and uncertainties.

No guarantee can be given as to any of the events anticipated by the forward-looking statements, which are subject to inherent risks, including those described in the *Document de Référence* filed with the *Autorité des Marchés Financiers* under number D.16-0221 on March 29, 2016 and changes in economic conditions, the financial markets or the markets in which CARMAT operates. In particular, no guarantee can be given concerning the Company's ability to finalize the development, validation and industrialization of the prosthesis and the equipment required for its use, to manufacture the prostheses, satisfy the requirements of the ANSM, enroll patients, obtain satisfactory clinical results, perform the clinical trials and tests required for CE marking and to obtain the CE mark. CARMAT products are currently exclusively used within the framework of clinical trials.

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