

Translation for information purposes only

CELYAD SA

Limited liability company making or having made a public appeal on savings

Rue Edouard Belin, 2
1435 Mont-Saint-Guibert

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**INFORMATION CONCERNING THE RIGHTS OF SHAREHOLDERS
PURSUANT TO ARTICLES 533TER AND 540 OF THE BELGIAN COMPANY CODE
ON THE OCCASION OF THE EXTRAORDINARY SHAREHOLDERS' MEETING OF THE COMPANY TO BE HELD
ON 29 JUNE 2017 AT 10:00 AM (CET) AT THE COMPANY'S REGISTERED OFFICE**

1. RIGHT OF SHAREHOLDERS TO INCLUDE ITEMS ON THE AGENDA AND TO SUBMIT DECISIONS' PROPOSALS

In accordance with article 533ter of the Belgian Company Code, the shareholders have been granted with the right to request to include items on the agenda to be addressed at the general meeting. The shareholders have not exercised this right in prevision of the meeting of 12 June 2017. As the general meeting of 29 June 2017 is convoked with the same agenda, in accordance with article 533, §2 of the Company Code, the shareholders are not entitled to request the inclusion of new items on the agenda for this meeting.

2. RIGHT OF SHAREHOLDERS TO ASK WRITTEN QUESTIONS

The exercise of this right is subject to the fulfilment of the following two conditions:

- being a shareholder of the company at the record date (15 June 2017 at midnight (CET)); and
- having informed the company of the intent to participate in the general meeting, pursuant to the provisions set out in the convening notice.

These questions can be asked prior to the shareholders' meeting by email to lduez@celyad.com or by mail marked for the attention of Celyad, Mr Patrick Jeanmart, CFO, rue Edouard Belin 2, B-1435 Mont-Saint-Guibert.

These questions must be received on **23 June 2017** at 5:00 PM (CET) at the latest.

In accordance with applicable legal provisions, the directors answer questions that are asked by the shareholders during the meeting or that have been asked in writing prior to the meeting, during the general meeting on their report or on the agenda. The auditor also answers questions asked by the shareholders at the meeting or in writing prior to the meeting on its report.

Further information in relation to the abovementioned rights and the modalities for exercising them are available on the company's website (www.celyad.com).