

CELLECTIS

A French *société anonyme* with a share capital of €1,254,115.85
Registered office : 8, rue de la Croix Jarry - 75013 Paris
428 859 052 R.C.S. Paris Trade and Companies Registry

EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

OF JULY 31, 2014

AGENDA

- Increase of the share capital in a nominal amount of EUR 139,346.20 by the issuance of 2,786,924 new ordinary shares of a nominal value of EUR 0.05 each, issued at a price of EUR 9.25 each (issue premium included), representing of total subscription price of EUR 25,779,047 (issue premium included), to be fully paid-up in cash – cancellation of the preferential right of subscription of the shareholders to the benefit of Pfizer OTC BV – powers to be granted to the board of directors,
- under to the condition precedent of the adoption of the resolution relating to the above increase in the share capital and of the completion of said increase in the share capital, subsequent amendment of article 6 of the by-laws,
- delegation of authority to be granted to the board of directors for the purpose of carrying out an increase in share capital the subscription of which would be reserved to employees adhering to the savings plan established pursuant to articles L. 3332-1 et seq the French Labor Code [*code du travail*].

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