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TiGenix to raise capital via a private placement of new shares

Leuven (BELGIUM) – 9 March 2016, 18:45h CET – TiGenix NV (Euronext Brussels: TIG; the "Company"), an advanced biopharmaceutical company focused on developing and commercialising novel therapeutics from its proprietary platforms of allogeneic expanded stem cells, announced today the launch of a private placement to raise a target amount of approximately €15 million with institutional investors.

The New Shares will be offered through an accelerated bookbuilding to qualified institutional investors in Belgium and abroad. The Board of Directors has decided to cancel the preferential subscription rights of the existing shareholders in the framework of this transaction with respect to the issuance of the New Shares. The capital increase will take place within the limits of the authorised share capital as set out in the Company's articles of association and in accordance with Article 604 of the Belgian Companies Code.

TiGenix intends to use the net proceeds of the private placement to advance in the Cx601 marketing authorization approval process in Europe and the technology transfer of Cx601 to Lonza, a U.S.-based contract manufacturer, to enable the launch of the future phase III study of Cx601 in the U.S. The Company's cash and cash equivalents at December 17, 2015 amounted to approximately EUR 20.3 million. The Company has also made available unaudited pro forma condensed combined financial information on its website under section Investors > Financial Information. The Company will keep searching for additional funding to further strengthen its working capital and to fund its operations, which may include strategic transactions, additional private placement transactions or public offerings of securities.

The accelerated bookbuilding will start today, 9 March 2016, immediately following this announcement. TiGenix has asked the Financial Services and Markets Authority (FSMA) to suspend its shares from trading on Euronext Brussels. Trading of the shares is expected to resume shortly following the publication of the results of the placing. TiGenix will announce the results of the placement as soon as practicable after the closing of the bookbuilding in a subsequent press release.

KBC Securities NV is acting as Bookrunner for the accelerated bookbuilding. Canaccord Genuity Inc. and Nomura Securities International, Inc. are acting as U.S. Selling Agents.

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About TiGenix

TiGenix NV (Euronext Brussels: TIG) is an advanced biopharmaceutical company focused on developing and commercialising novel therapeutics from its proprietary platforms of allogeneic, or donor-derived, expanded stem cells. Two products from the adipose-derived stem cell technology platform are currently in clinical development. Cx601 is in Phase III for the treatment of complex perianal fistulas in Crohn's disease patients. Cx611 has completed a Phase I sepsis challenge trial and a Phase I/II trial in rheumatoid arthritis. Effective July 31, 2015, TiGenix acquired Coretherapix, whose lead cellular product, AlloCSC-01, is currently in a Phase II clinical trial in acute myocardial infarction (AMI). In addition, the second product candidate from the cardiac stem cell-based platform acquired from Coretherapix, AlloCSC-02, is being developed in a chronic indication. TiGenix also developed ChondroCelect, an autologous cell therapy product for cartilage repair of the knee, which was the first Advanced Therapy Medicinal Product (ATMP) to be approved by the European Medicines Agency (EMA). From June 2014, the marketing and distribution rights of ChondroCelect were exclusively licensed to Sobi for the European Union (except for Finland, where it is distributed by the Finnish Red Cross Blood Service), Norway, Russia, Switzerland and Turkey, and the countries of the Middle East and North Africa. TiGenix is headquartered in Leuven (Belgium) and has operations in Madrid (Spain). For more information, please visit www.tigenix.com.

Forward-looking information

This press release may contain forward-looking statements and estimates with respect to the anticipated future performance of TiGenix and the market in which it operates. Certain of these statements, forecasts and estimates can be recognised by the use of words such as, without limitation, "believes", "anticipates", "expects", "intends", "plans", "seeks", "estimates", "may", "will" and "continue" and similar expressions. They include all matters that are not historical facts. Such statements, forecasts and estimates are based on various assumptions and assessments of known and unknown risks, uncertainties and other factors, which were deemed reasonable when made but may or may not prove to be correct. Actual events are difficult to predict and may depend upon factors that are beyond the Company's control. Therefore, actual results, the financial condition, performance or achievements of TiGenix, or industry results, may turn out to be materially different from any future results, performance or achievements expressed or implied by such statements, forecasts and estimates. Given these uncertainties, no representations are made as to the accuracy or fairness of such forward-looking statements, forecasts and estimates. Furthermore, forward-looking statements, forecasts and estimates only speak as of the date of the publication of this document. TiGenix disclaims any obligation to update any such forward-looking statement, forecast or estimates to reflect any change in the Company's expectations with regard thereto, or any change in events, conditions or circumstances on which any such statement, forecast or estimate is based, except to the extent required by Belgian law.

IMPORTANT INFORMATION REGARDING THE PLACEMENT

This press release is for information purposes only and does not constitute, and should not be construed as, an offer to sell or the solicitation of an offer to buy or subscribe to any securities of the Company, nor shall there be any offer, solicitation or sale of securities in any jurisdiction in which such offer, solicitation or sale is not permitted or to any person or entity to whom it is unlawful to make such offer, solicitation or sale. There will be no public offering of the New Shares or any other securities for sale in or into Belgium, the United States, Canada, Australia or Japan or in any jurisdiction in which such offer, solicitation or sale is unlawful. This announcement has been issued by and is the sole responsibility of the Company.

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In Member States of the European Economic Area, the New Shares are being offered only to qualified investors within the meaning of Directive 2003/71/EC, as amended, in accordance with the respective regulations of each Member State in which the New Shares are being offered. Within the United States, the New Shares are being offered solely to qualified institutional buyers ("QIBs" as defined in Rule 144A ("Rule 144A") under the U.S. Securities Act).

This communication is only being distributed to and is only directed at (i) persons who are outside the United Kingdom to whom it may be lawfully communicated or (ii) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order") or (iii) high net worth companies, and other persons to whom it may lawfully be communicated, including persons falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons"). The New Shares are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such shares will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this document or any of its contents.

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Acquiring investments to which this announcement relates may expose an investor to a significant risk of losing the entire amount invested. Persons considering making such investments should consult an authorised person specialising in advising on such investments. This announcement does not constitute a recommendation concerning the New Shares.

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