

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

Case No. 21-cv-23303- ALTMAN/Brannon

Honorable Roy K. Altman, United States District Judge for the Southern District of Florida

JERALD VARGAS MALESPIN, individually  
and on behalf of all others similarly situated,

Plaintiff,

vs.

LONGEVERON INC., GEOFF GREEN,  
JAMES CLAVIJO, JOSHUA M. HARE,  
DONALD M. SOFFER, NEIL E. HARE,  
ROCK SOFFER, EF HUTTON F/K/A  
KINGSWOOD CAPITAL MARKETS, and  
ALEXANDER CAPITAL L.P.

Defendants.

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NOTICE OF PENDENCY AND  
PROPOSED SETTLEMENT OF CLASS ACTION

**All capitalized terms used in this Notice that are not otherwise defined herein shall have the meanings ascribed to them in the Stipulation and Agreement of Settlement dated April 28, 2023 (the “Settlement Stipulation”), which is available at [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron).**

If you purchased or otherwise acquired the Class A common stock (“Securities”) of Longeveron Inc. (“Longeveron”): (1) pursuant and/or traceable to the February 12, 2021 initial public offering (the “IPO” or “Offering”); and/or (2) from February 12, 2021 through August 12, 2021, inclusive, (the “Settlement Class Period”), you could get a payment from a class action settlement (the “Settlement”).

*Under law, a federal court has authorized this Notice. This is not attorney advertising.*

- If approved by the Court, the settlement will provide one million three hundred ninety-seven thousand five hundred dollars (\$1,397,500) (the “Settlement Amount”) gross, plus interest as it accrues, minus attorneys’ fees, costs, administrative expenses, and net of any taxes on interest, to pay claims of investors who purchased Longeveron Securities during the Settlement Class Period.
- The Settlement represents an average gross recovery of \$0.41 per share of Longeveron Securities for the 3.4 million shares outstanding at the end of the Settlement Class Period. This is not an estimate of the actual recovery per share you should expect. Your actual recovery, if any, will depend on the total amount of allowed claims, as well as the amount of attorneys’ fees, costs and administrative expenses awarded by the court.
- The Court has appointed a class member to represent the Plaintiff class as the “Class Representative” in an order dated February 7, 2022. Attorneys for the Class Representative (“Class

Counsel”) have asked the Court to award them fees of one-third of the Settlement Amount or four hundred sixty-five thousand, eight hundred thirty three dollars (\$465,833), reimbursement of litigation expenses incurred by Class Counsel in the amount of \$27,035 and reasonable costs and expenses (including lost wages) directly relating to the representation of the class incurred by the Class Representative in the amount of \$1,500. Collectively, the attorneys’ fees and expenses are estimated to average \$.14 per outstanding share of Longeveron Securities. If approved by the Court, these amounts will be paid from the Gross Settlement Fund. Plaintiff’s Fee and Expense Application, with details about that application, can be found on the settlement website: [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron).

- The approximate recovery, after deduction of attorneys’ fees and expenses approved by the Court, is an average of \$0.27 per outstanding share of Longeveron Securities. This estimate is based on the assumptions set forth in the preceding paragraph. Your actual recovery, if any, will depend on the aggregate losses of all Settlement Class Members, the date(s) you purchased and sold Longeveron Securities, the purchase and sales prices, and the total number and amount of claims filed.
- The Settlement resolves the Action concerning whether Longeveron, Geoff Green, James Clavijo, Joshua M. Hare, Donald M. Soffer, Neil E. Hare, Rock Soffer, EF Hutton, division of Benchmark Investments f/k/a Kingswood Capital Markets and Alexander Capital L.P. (“Defendants”) violated the federal securities laws by making misrepresentations and/or omissions of material fact in various filings with the U.S. Securities and Exchange Commission and in other public statements to the investing public including, but not limited to, statements concerning the development-stage drug Lomocel-B’s effectiveness in treating Aging Frailty. Defendants vehemently deny each and every claim and contention alleged in the Action and deny any misconduct or wrongdoing whatsoever.
- Your legal rights will be affected whether you act or do not act. If you do not act, you may permanently forfeit your right to recover on this claim. Therefore, you should read this Notice carefully.

**YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT**

<b>SUBMIT A CLAIM FORM NO LATER THAN SEPTEMBER 8, 2023</b>	The only way to get a payment.
<b>EXCLUDE YOURSELF NO LATER THAN AUGUST 25, 2023</b>	Get no payment. This is the only option that allows you to ever be part of any other lawsuit against Defendants about the legal claims in this case.
<b>OBJECT NO LATER THAN SEPTEMBER 26, 2023</b>	Write to the Court about why you do not like the Settlement.
<b>GO TO A HEARING ON OCTOBER 10, 2023</b>	Ask to speak in Court about the fairness of the Settlement.
<b>DO NOTHING</b>	Get no payment. Give up rights.

## INQUIRIES

**Please do not contact the Court regarding this Notice.** All inquiries concerning this Notice, the Proof of Claim and Release Form, or any other questions by Settlement Class Members should be directed to:

Longeveron Inc. Securities Litigation c/o Strategic Claims Services 600 N. Jackson St., Ste. 205 P.O. Box 230 Media, PA 19063 Tel.: 866-274-4004 Fax: 610-565-7985 info@strategicclaims.net	or	THE ROSEN LAW FIRM, P.A. 275 Madison Avenue, 40 <sup>th</sup> Floor New York, NY 10016 Tel.: 212-686-1060 Fax: 212-202-3827 info@rosenlegal.com
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## DEFINITIONS

All capitalized terms not otherwise defined herein shall have the same meanings as set forth in the Stipulation and Agreement of Settlement, dated April 28, 2023 (the “Settlement Stipulation”).

## COMMON QUESTIONS AND ANSWERS CONCERNING THE SETTLEMENT

**1. Why did I get this Notice?**

You or someone in your family may have purchased or otherwise acquired Longeveron Securities: (1) pursuant and/or traceable to the February 12, 2021 IPO; and/or (2) from February 12, 2021 through August 12, 2021, both dates inclusive.

**2. What is this lawsuit about?**

The case is known as *Malespin v. Longeveron Inc., et al.*, Case No. 1:21-cv-23303-MGC (the “Action”), and the Court in charge of the case is the United States District Court for the Southern District of Florida.

The Action involves the issue of whether Defendants violated the federal securities laws by making misrepresentations or omissions of material fact including, but not limited to, statements concerning the development-stage drug Lomocel-B’s effectiveness in treating Aging Frailty. The Complaint asserts that the alleged misstatements or omissions artificially inflated the price of Longeveron Securities, and that the Securities prices dropped in response to subsequent disclosures. Defendants have vehemently denied and continue to deny the allegations in the complaint and all charges of wrongdoing or liability. The Settlement shall in no event be construed as, or deemed to be evidence of, an admission or concession by any of the Defendants with respect to any claim or any fault or wrongdoing or damage to the Settlement Class Members or any other person. The Settlement resolves all of the claims in the Action, as well as certain other claims or potential claims.

**3. Why is this a class action?**

In a class action, one or more persons and/or entities, called plaintiffs, sue on behalf of all persons and/or entities who have similar claims. All of these persons and/or entities are referred to collectively as a class, and these individual persons and/or entities are known as class members. One court resolves all of the issues for all class members, except for those class members who exclude themselves from the class.

**4. Why is there a Settlement?**

Class Representative and Defendants do not agree regarding the merits of Class Representative’s allegations and Defendants’ defenses with respect to liability or the average amount of damages per share, if any, that would be recoverable if the Class Representative was to prevail at trial on each claim. The issues on which the Class Representative and the Defendants disagree include: (1) whether the challenged statements were materially false or misleading or otherwise actionable under federal securities law; (2) whether the Defendants acted with scienter; (3) whether the alleged disclosure was a corrective disclosure; (4) the causes of the loss in the value of the Securities; and (5) the amount of alleged damages, if any, that could be recovered at trial.

This matter has not gone to trial and the Court has not decided in favor of either Class Representative or any of the Defendants. Instead, Class Representative and Defendants have agreed to settle the case. Class Representative and Class Counsel believe the Settlement is best for all Settlement Class Members because of the risks associated with continued litigation and the nature of the defenses raised by the Defendants. Among the reasons that Class Representative and Class Counsel believe the Settlement is fair is the fact that there is uncertainty about whether they will be able to prove that the alleged misstatements and omissions actually caused the Settlement Class any damages, and the amount of damages, if any.

Even if Class Representative was to win at trial, and also prevail on any appeal, Class Representative might not be able to collect some, or all, of any judgment they are awarded. Moreover, while litigation of this type is usually expensive, it appears that, even if Class Representative’s allegations are eventually found to be true, the total amount of damages to which Settlement Class Members would be entitled could be substantially reduced.

**5. How do I know if I am part of the Settlement?**

The Settlement Class consists of all Persons (including, without limitation, their beneficiaries) who purchased or otherwise acquired Longeveron Securities: (1) pursuant and/or traceable to the February 12, 2021 IPO; and/or (2) from February 12, 2021 through August 12, 2021, both dates inclusive.

**6. Are there exceptions to being included?**

Yes. Excluded from the Settlement Class are (i) Opt-Outs, *i.e.*, those Persons who timely and validly request exclusion from the Settlement Class, (ii) Persons with no compensable losses; and (iii) Defendants, the present and former officers and directors of Longeveron, any subsidiary thereof, EF Hutton, division of Benchmark Investments f/k/a Kingswood Capital Markets (“EF Hutton”) and Alexander Capital L.P. (collectively the “Underwriter Defendants”), during the Settlement Class Period, and the immediate family members, legal representatives, heirs, successors or assigns of such excluded persons and any entity in which any excluded Person has or had a controlling interest.

**7. I am still not sure whether I am included.**

If you are still not sure whether you are included, you can ask for free help. For more information, you can contact the Claims Administrator, Strategic Claims Services, by phone at (866) 274-4004 or by facsimile at (610) 565-7985, visit the website [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron), or fill out and return the Proof of Claim and Release Form described in Question 9, to see if you qualify.

**8. What does the Settlement provide?**

**a. What is the settlement fund?**

The proposed Settlement provides that Longeveron will cause the Defendants to pay one million three hundred ninety seven thousand five hundred dollars (\$1,397,500) into a settlement fund. The Settlement is subject to Court approval. Also, subject to the Court’s approval, a portion of the

settlement fund will be used to pay attorneys' fees and reasonable litigation expenses to Class Counsel and to reimburse the Class Representative for his costs incurred in this action. A portion of the settlement fund also will be used to pay taxes due on interest earned by the settlement fund, if necessary, and the costs of the claims administration, including the costs of printing and mailing this Notice and the costs of publishing notice. After the foregoing deductions from the settlement fund have been made, the amount remaining (the "Net Settlement Fund") will be distributed to Settlement Class Members who submit timely, valid claims, according to the Plan of Allocation to be approved by the Court.

**b. What can you expect to receive under the proposed Settlement?**

Your share of the Net Settlement Fund will or may depend on: (i) the number of claims filed; (ii) the dates you purchased and sold Longeveron Securities; (iii) the prices of your purchases and sales; (iv) the amount of Administrative Costs, including the costs of notice; and (v) the amount awarded by the Court to Class Counsel for attorneys' fees, costs, and expenses and to Class Representative.

The Claims Administrator will determine each Settlement Class Member's *pro rata* share of the Net Settlement Fund based upon each Settlement Class Member's valid "Recognized Loss." The Recognized Loss formula is not intended to be an estimate of the amount that a Settlement Class Member might have been able to recover after a trial; it also is not an estimate of the amount that will be paid to Settlement Class Members pursuant to the Settlement. The Recognized Loss formula is the basis upon which the Net Settlement Fund will be proportionately allocated to the Settlement Class Members with valid claims.

The Net Settlement Fund will be distributed to Settlement Class Members who submit a Proof of Claim and Release Form and whose claims for recovery are allowed by the Claims Administrator pursuant to the terms of the Settlement Stipulation or by order of the Court under the below Plan of Allocation, which reflects Class Representative's contention that because of the alleged misrepresentations made by Defendants, the price of Longeveron Securities was artificially inflated during the relevant period and that the subsequent disclosure caused changes in the inflated price of Longeveron Securities. Defendants have denied these allegations.

**PROPOSED PLAN OF ALLOCATION OF THE NET SETTLEMENT FUND AMONG CLASS MEMBERS**

The objective of the Plan of Allocation is to equitably distribute the Net Settlement Fund among Class Members based on their respective alleged economic losses as a result of the alleged fraud, as opposed to losses caused by market and/or industry-wide factors, or Company-specific factors unrelated to the alleged fraud.

The Plan of Allocation was created with the assistance of a consulting damages expert, and reflects the assumption that the price of Longeveron Securities was artificially inflated throughout the Settlement Class Period. The estimated alleged artificial inflation in the price of Longeveron Securities during the Settlement Class Period is a \$1.48 per share. The computation of the estimated alleged artificial inflation in the price of Longeveron Securities during the Settlement Class Period is based on certain misrepresentations alleged by Class Representative and the price change of Longeveron Securities, net of market and industry-wide factors, in reaction to the public announcements that allegedly corrected the misrepresentations alleged by Class Representative.

The Plan of Allocation is a matter separate and apart from the proposed Settlement, and any decision by the Court concerning the Plan of Allocation shall not affect the validity or finality of the proposed Settlement. The Court may approve the Plan of Allocation with or without

modifications agreed to among the Parties, or another plan of allocation, without further notice to Settlement Class Members. Any orders regarding a modification of the Plan of Allocation will be posted to the Claims Administrator's website, [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron).

The Claims Administrator shall determine each Authorized Claimant's *pro rata* share of the Net Settlement Fund based upon each Authorized Claimant's Recognized Loss. **Please Note:** The Recognized Loss formula, set forth below, is not intended to be an estimate of the amount that a Settlement Class Member might have been able to recover after a trial, nor is it an estimate of the amount that will be paid to Authorized Claimants pursuant to the Settlement. The Recognized Loss formula is the basis upon which the Net Settlement Fund will be proportionately allocated to the Authorized Claimants. To the extent there are sufficient funds in the Net Settlement Fund, each Authorized Claimant will receive an amount equal to the Authorized Claimant's Recognized Loss and subject to the provisions in the preceding paragraph. If, however, the amount in the Net Settlement Fund is not sufficient to permit payment of the total Recognized Loss of each Authorized Claimant, then each Authorized Claimant shall be paid the percentage of the Net Settlement Fund that each Authorized Claimant's Recognized Loss bears to the total Recognized Losses of all Authorized Claimants and subject to the provisions in the preceding paragraph (*i.e.*, "*pro rata* share"). Payment in this manner shall be deemed conclusive against all Authorized Claimants. No distribution will be made on a claim where the potential distribution amount is less than ten dollars (\$10.00) in cash.

If any funds remain in the Net Settlement Fund by reason of uncashed checks, or otherwise, after the Claims Administrator has made reasonable and diligent efforts to have Authorized Claimants who are entitled to participate in the distribution of the Net Settlement Fund cash their distribution checks, then any balance remaining in the Net Settlement Fund six (6) months after the initial distribution of such funds shall be used: (i) first, to pay any amounts mistakenly omitted from the initial distribution to Authorized Claimants; (ii) second, to pay any additional Administration Costs incurred in administering the Settlement; and (iii) finally, to make a second distribution to Authorized Claimants who cashed their checks from the initial distribution and who would receive at least \$10.00 from such second distribution, after payment of the estimated costs or fees to be incurred in administering the Net Settlement Fund and in making this second distribution, if such second distribution is economically feasible. If six (6) months after such second distribution, if undertaken, or if such second distribution is not undertaken, any funds shall remain in the Net Settlement Fund after the Claims Administrator has made reasonable and diligent efforts to have Authorized Claimants who are entitled to participate in this Settlement cash their checks, any funds remaining in the Net Settlement Fund shall be donated to a non-sectarian charitable organization(s) selected by Class Counsel and approved by the Court.

#### **THE BASIS FOR CALCULATING YOUR RECOGNIZED LOSS:**

- (I) **Section 10b-5 Claim - Recognized Loss for the Longeveron Class A common stock purchased or otherwise acquired during the Settlement Class Period will be calculated as follows:**
- (A) For shares sold during the Settlement Class Period, the Recognized Loss per share will be zero.
  - (B) For shares sold during the period from August 13, 2021 to November 10, 2021, inclusive, the Recognized Loss will be the *lesser* of: (1) \$1.48 per share or (2) the difference between the purchase price per share and the average closing stock price as of date of sale provided in Table A below.

- (C) For shares retained as of the close of trading on November 10, 2021, the Recognized Loss will be the *lesser* of: (1) \$1.48 per share; or (2) the purchase price per share minus \$3.62<sup>1</sup> per share.

**(II) Section 11 Claim - For shares of Longeveron Class A common stock purchased or otherwise acquired during the Settlement Class Period pursuant and/or traceable to the IPO, the Recognized Loss will be calculated as follows:**

- (A) For shares sold during the Settlement Class Period, the Recognized Loss per share will be zero.
- (B) For shares retained as of the close of trading on August 12, 2021, the Recognized Loss will be the *lesser* of: (1) \$1.48 per share; or (2) the difference between the purchase price per share and \$3.68 per share<sup>2</sup>.

Date	Closing Price	Average Closing Price	-	Date	Closing Price	Average Closing Price		Date	Closing Price	Average Closing Price
8/13/2021	\$3.90	\$3.90		9/14/2021	\$3.49	\$3.62		10/13/2021	\$3.81	\$3.59
8/16/2021	\$3.48	\$3.69		9/15/2021	\$3.66	\$3.62		10/14/2021	\$4.10	\$3.60
8/17/2021	\$3.57	\$3.65		9/16/2021	\$3.59	\$3.62		10/15/2021	\$3.98	\$3.61
8/18/2021	\$3.63	\$3.65		9/17/2021	\$3.62	\$3.62		10/18/2021	\$3.82	\$3.62
8/19/2021	\$3.80	\$3.68		9/20/2021	\$3.48	\$3.62		10/19/2021	\$3.81	\$3.62
8/20/2021	\$3.57	\$3.66		9/21/2021	\$3.44	\$3.61		10/20/2021	\$3.79	\$3.62
8/23/2021	\$3.44	\$3.63		9/22/2021	\$3.54	\$3.61		10/21/2021	\$3.56	\$3.62
8/24/2021	\$3.56	\$3.62		9/23/2021	\$3.70	\$3.61		10/22/2021	\$3.37	\$3.62
8/25/2021	\$3.65	\$3.62		9/24/2021	\$3.70	\$3.61		10/25/2021	\$3.52	\$3.61
8/26/2021	\$3.53	\$3.61		9/27/2021	\$3.76	\$3.62		10/26/2021	\$3.46	\$3.61
8/27/2021	\$3.53	\$3.61		9/28/2021	\$3.76	\$3.62		10/27/2021	\$3.49	\$3.61
8/30/2021	\$3.40	\$3.59		9/29/2021	\$3.58	\$3.62		10/28/2021	\$3.49	\$3.61
8/31/2021	\$3.48	\$3.58		9/30/2021	\$3.53	\$3.62		10/29/2021	\$3.45	\$3.60
9/1/2021	\$3.58	\$3.58		10/1/2021	\$3.65	\$3.62		11/1/2021	\$3.49	\$3.60
9/2/2021	\$3.65	\$3.58		10/4/2021	\$3.38	\$3.61		11/2/2021	\$3.79	\$3.61
9/3/2021	\$3.74	\$3.59		10/5/2021	\$3.43	\$3.61		11/3/2021	\$3.86	\$3.61
9/7/2021	\$3.74	\$3.60		10/6/2021	\$3.29	\$3.60		11/4/2021	\$4.26	\$3.62
9/8/2021	\$3.63	\$3.60		10/7/2021	\$3.35	\$3.59		11/5/2021	\$3.90	\$3.63
9/9/2021	\$3.90	\$3.62		10/8/2021	\$3.42	\$3.59		11/8/2021	\$3.72	\$3.63
9/10/2021	\$3.73	\$3.63		10/11/2021	\$3.45	\$3.59		11/9/2021	\$3.50	\$3.63
9/13/2021	\$3.68	\$3.63		10/12/2021	\$3.59	\$3.59		11/10/2021	\$3.52	\$3.62

<sup>1</sup> Pursuant to Section 21(D)(e)(1) of the Private Securities Litigation Reform Act of 1995, “in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and mean trading price of that security during the 90-day period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated.” \$3.62 per share was the mean (average) daily closing trading price of the Company’s common stock during the 90-day period beginning on August 13, 2021 and ending on November 10, 2021.

<sup>2</sup> This represents the closing price per share of Longeveron Class A common stock on September 13, 2021, the filing date of the initial lawsuit in this matter.

## **ADDITIONAL PLAN OF ALLOCATION PROVISIONS**

To the extent a claimant had a trading gain or “broke even” from his, her or its overall transactions in Longeveron Securities during the Settlement Class Period, the value of the Recognized Loss will be zero, and the claimant will not be entitled to a share of the Net Settlement Fund. To the extent that a claimant suffered a trading loss on his, her or its overall transactions in Longeveron Securities shares during the Settlement Class Period, but that trading loss was less than the Recognized Loss calculated above, then the Recognized Loss shall be limited to the amount of the claimant’s actual trading loss.

For purposes of calculating your Recognized Loss, all purchases, acquisitions and sales shall be matched on a First In First Out (“FIFO”) basis in chronological order. Therefore, on the Proof of Claim and Release Form enclosed with this Notice, you must provide all of your purchases, acquisitions and sales of Longeveron Securities during the time period February 12, 2021 through and including November 10, 2021. If shares are eligible for both the Section 10b-5 Claim and Section 11 Claim, the claimant’s Recognized Loss will be the higher of the two calculations.

Payment pursuant to the Plan of Allocation approved by the Court shall be conclusive against all Authorized Claimants. No person shall have any claim against Defendants, Defendants’ Counsel, Defendants’ Insurers, Class Representative, Class Counsel or the Claims Administrator or other agent designated by Class Counsel based on the distributions made substantially in accordance with the Stipulation and the Settlement contained therein, the Plan of Allocation, or further orders of the Court. Each claimant shall be deemed to have submitted to the jurisdiction of the Court with respect to the claimant’s Proof of Claim and Release Form. All persons involved in the review, verification, calculation, tabulation, or any other aspect of the processing of the claims submitted in connection with the Settlement, or otherwise involved in the administration or taxation of the Settlement Fund or the Net Settlement Fund shall be released and discharged from any and all claims arising out of such involvement, and all Settlement Class Members, whether or not they are to receive payment from the Net Settlement Fund, will be barred from making any further claim against the Net Settlement Fund beyond the amount allocated to them as provided in any distribution orders entered by the Court.

For purposes of calculating your Recognized Loss, the date of purchase, acquisition or sale is the “contract” or “trade” date and not the “settlement” or “payment” date. The receipt or grant by gift, inheritance or operation of law of Longeveron Securities during the Settlement Class Period shall not be deemed a purchase, acquisition or sale of those shares of Longeveron Securities for the calculation of each Class Member’s Recognized Loss, nor shall such receipt or grant be deemed an assignment of any claim relating to the purchase of such shares of Longeveron Securities during the Settlement Class Period unless (a) the donor or decedent purchased or otherwise acquired such Longeveron Securities during the Settlement Class Period; (b) no claim form was submitted by or on behalf of the donor, on behalf of the decedent, or by anyone else with respect to such Longeveron Securities; and (c) it is specifically so provided in the instrument of gift or assignment.

The date of covering a “short sale” is deemed to be the date of purchase of Longeveron Securities. The date of a “short sale” is deemed to be the date of sale of Longeveron Securities. In accordance with the Plan of Allocation, however, the Recognized Loss on “short sales” is zero. In the event that a Class Member has an opening short position in Longeveron Securities, the earliest Settlement Class Period purchases shall be matched against such opening short position, and not be entitled to a recovery, until that short position is fully covered.

Longeveron Securities is the only security eligible for recovery under the Plan of Allocation. Option contracts with Longeveron Securities as the underlying security are not securities eligible to participate in the Settlement. With respect to Longeveron Securities purchased or sold through the exercise of an option, the exercise date of the option shall be considered the purchase/sale date of the Securities, and the exercise price of the option shall be considered the purchase/sale price of the Securities.

**9. How can I get a payment?**

To qualify for a payment, you must send in a form entitled “Proof of Claim and Release Form.” This Proof of Claim and Release Form is attached to this Notice. You may also obtain a Proof of Claim and Release Form at [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron). Read the instructions carefully, fill out the form, sign it in the location indicated. The Proof of Claim and Release Form may be completed in two ways: (1) by completing and submitting it electronically at [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron) by 11:59 p.m. EST on September 8, 2023; or (2) by mailing the claim form together with all documentation requested in the form, postmarked no later than September 8, 2023, to:

Longeveron Inc. Securities Litigation  
c/o Strategic Claims Services  
600 N. Jackson St., Ste. 205  
P.O. Box 230  
Media, PA 19063  
Tel.: 866-274-4004  
Fax: 610-565-7985  
[info@strategicclaims.net](mailto:info@strategicclaims.net)

The Claims Administrator will process your claim and determine whether you are an Authorized Claimant.

**10. What am I giving up to get a payment or stay in the Class?**

Unless you exclude yourself from the Settlement Class by the August 25, 2023 deadline, you will remain a member of the Settlement Class and will be bound by the release of claims against the Defendants and other Released Parties if the Settlement is approved. That means you and all other Settlement Class Members and each of their respective parent entities, associates, affiliates, subsidiaries, predecessors, successors, assigns, attorneys, agents, immediate family members heirs, representatives, administrators, executors, devisees, legatees, and estates will release (agreeing never to sue, continue to sue, or be part of any other lawsuit) as against the Defendants and other Released Parties any and all claims which arise out of, are based upon or relate in any way to the purchase, acquisition, sale, or ownership of Longeveron Securities during the Settlement Class Period. It means that all of the Court’s orders will apply to you and legally bind you. That means you will accept a share of the Net Settlement Fund as sole compensation for any losses you suffered in the purchase, acquisitions, sale or ownership of Longeveron Securities during the Settlement Class Period. The specific terms of the release are included in the Stipulation.

**11. How do I get out of the Settlement?**

If you do not want to receive a payment from this Settlement, and you want to keep any right you may have to sue or continue to sue Defendants or other Released Parties on your own about the claims being released in this Settlement, then you must take steps to exclude yourself from the Settlement. To exclude yourself from the Settlement, you must mail a letter that (A) clearly indicates your name, address, phone number and e-mail contact information (if any) and states that you “request to be excluded from the Settlement Class in *Malespin v. Longeveron Inc.*, Case No.

1:21-cv-23303-MGC (S.D. Fla.)”, and (B) states the date, number of shares and dollar amount of each Longeveron Securities purchase or acquisition during the Settlement Class Period, and any sale transactions, and (ii) the number of shares of Longeveron Securities held by you as of August 12, 2021. In order to be valid, such request for exclusion must be submitted with documentary proof (i) of each purchase and, if applicable, sale transaction of Longeveron Securities during the Settlement Class Period and (ii) demonstrating your status as a beneficial owner of the Longeveron Securities. Any such request for exclusion must be signed and submitted by you, as the beneficial owner, under penalty of perjury. You must mail your exclusion request, to be received no later than August 25, 2023, to the Claims Administrator at the following address:

Longeveron, Inc. Securities Litigation  
c/o Strategic Claims Services  
600 N. Jackson St., Ste. 205  
P.O. Box230  
Media, PA 19063

You cannot exclude yourself by telephone or by e-mail.

If you properly exclude yourself, you will not receive a payment from the Net Settlement Fund, you cannot object to the Settlement, and you will not be legally bound by the judgment in this case.

**12. If I do not exclude myself, can I sue the Defendants for the same thing later?**

No. Unless you followed the procedure outlined in the Notice to exclude yourself, you give up any right to sue the Defendants or other Released Parties for the claims being released in this Settlement. If you have a pending lawsuit related to any Released Claims, speak to your lawyer in that case immediately, since you must exclude yourself from this Settlement Class to continue your own lawsuit.

**13. Do I have a lawyer in this case?**

The Court appointed The Rosen Law Firm, P.A. as Class Counsel, to represent you and the other Settlement Class Members. If you want to be represented by your own lawyer, you may hire one at your own expense. Contact information for The Rosen Law Firm, P.A. is provided below.

**14. How will the lawyers be paid?**

Class Counsel have expended considerable time litigating this action on a contingent fee basis and have paid for the expenses of the case themselves. They have not been paid attorneys’ fees or reimbursed for their expenses in advance of this Settlement. Class Counsel have done so with the expectation that, if they are successful in recovering money for the Settlement Class, they will receive attorneys’ fees and be reimbursed for their litigation expenses from the settlement fund, as is customary in this type of litigation. Class Counsel will not receive attorneys’ fees or be reimbursed for their litigation expenses except from the settlement fund. Therefore, Class Counsel have filed a motion asking the Court at the Settlement Hearing to make an award of attorneys’ fees in the amount of \$465,833, for reimbursement of litigation expenses incurred by Class Counsel in the amount of \$27,035 and reasonable costs and expenses (including lost wages) directly relating to the representation of the class incurred by the Class Representative in the amount of \$1,500. The Court may award less than these amounts. Any amounts awarded by the Court will come out of the settlement fund.

**15. How do I tell the Court that I do not like the Settlement?**

You can tell the Court you do not agree with the Settlement, any part of the Settlement, Class Counsel’s motion for attorneys’ fees and expenses and application for an award to Class Representative, and that you think the Court should not approve the Settlement, by mailing a letter

stating that you object to the Settlement in the matter of *Malespin v. Longeveron Inc., et al.*, Case No. 1:21-cv-23303-MGC (S.D. Fla.). Be sure to include (1) your name, address, and telephone number, (2) a list of all purchases and sales of Longeveron Securities during the Settlement Class Period in order to show membership in the Settlement Class, (3) all grounds for the objection, including any legal support known to you or your counsel, (4) the name, address and telephone number of all counsel who represent you, including your former or current counsel who may be entitled to compensation in connection with the objection, and (5) the number of times you and/or your counsel has filed an objection to a class action settlement in the last five years, the nature of each such objection in each case, the jurisdiction in each case, and the name of the issuer of the security or seller of the product or service at issue in each case. Attendance at the Settlement Hearing is not necessary. Objectors wishing to be heard orally at the Settlement Hearing are required to indicate in their written objection (or in a separate writing that is submitted in accordance with the deadline and after instruction pertinent to the submission of a written objection) that they intend to appear at the Settlement Hearing and identify any witnesses they may call to testify or exhibits they intend to introduce into evidence at the Settlement Hearing. Be sure to serve copies of any objections, papers and briefs to **each** of the two addresses listed below, to be received no later than September 26, 2023:

<p><i>Class Counsel</i>          Laurence M. Rosen, Esq.          THE ROSEN LAW FIRM, P.A.          275 Madison Avenue, 40th Floor          New York, New York 10016</p>	<p><i>Counsel for Defendants</i>          Carl Goldfarb, Esq.          BOIES SCHILLER FLEXNER LLP          401 E. Las Olas Blvd. Suite 1200          Fort Lauderdale, FL, 33301</p>
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In addition, be sure to also file any said objections, papers and briefs, showing due proof of service upon counsel identified above, with the Clerk of the Court at the below address no later than September 26, 2023:

Clerk of the Court  
 United States District Court  
 Southern District of Florida  
 400 North Miami Avenue  
 Miami, FL 33128

**16. What is the difference between objecting and requesting exclusion?**

Objecting is simply telling the Court you do not like something about the Settlement or some portion thereof. You can object only if you stay in the Settlement Class. Requesting exclusion is telling the Court you do not want to be part of the Settlement Class and Settlement. If you exclude yourself, you cannot object to the Settlement because it no longer concerns you. If you stay in the Settlement Class and object, but your objection is overruled, you will not be allowed a second opportunity to exclude yourself.

**17. When and where will the Court decide whether to approve the Settlement?**

The Court will hold a Settlement Hearing either in person or virtually on October 10, 2023, at 3:00 p.m., at the United States District Court for the Southern District of Florida, 400 North Miami Avenue, Miami, Florida, 33128, Courtroom #11-2. The Court reserves the right to hold the Settlement Hearing telephonically or by other virtual means. In the event the Court decides to hold the Settlement Hearing telephonically or by other virtual means, Class Counsel will direct the Claims Administrator to update its website, on the page dedicated to this Settlement, to include the telephone number or other virtual means to access the Settlement Fairness Hearing.

At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate and whether to approve the Settlement. If there are objections, the Court will consider them, and the Court will listen to people who have asked to speak at the hearing. The Court may also decide how much to pay Class Counsel for attorneys' fees and expenses and how much to award to Class Representative.

**18. Do I have to come to the hearing?**

No. Class Counsel will answer any questions the Court may have. However, you are welcome to attend at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mail your written objection on time, the Court will consider it.

**19. What happens if I do nothing at all?**

If you do nothing, you will not receive a payment from the Settlement. However, unless you exclude yourself, you will not be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against Defendants about the Release Claims (as defined in the Settlement Stipulation) ever again.

DATED: MAY 12, 2023

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BY ORDER OF THE UNITED STATES  
DISTRICT COURT FOR THE  
SOUTHERN DISTRICT OF FLORIDA

## PROOF OF CLAIM AND RELEASE FORM

**Deadline for Submission: September 8, 2023**

**ALL CAPITALIZED TERMS USED IN THIS NOTICE THAT ARE NOT OTHERWISE DEFINED HEREIN SHALL HAVE THE MEANINGS ASCRIBED TO THEM IN THE STIPULATION AND AGREEMENT OF SETTLEMENT DATED APRIL 28, 2023 (THE “STIPULATION”), WHICH IS AVAILABLE AT [WWW.STRATEGICCLAIMS.NET/LONGEVERON](http://WWW.STRATEGICCLAIMS.NET/LONGEVERON).**

IF YOU PURCHASED OR OTHERWISE ACQUIRED THE CLASS A COMMON STOCK OF LONGEVERON INC. (“LONGEVERON”): (1) PURSUANT AND/OR TRACEABLE TO THE FEBRUARY 12, 2021 INITIAL PUBLIC OFFERING (THE “IPO” OR “OFFERING”); AND/OR (2) FROM FEBRUARY 12, 2021 THROUGH AUGUST 12, 2021, BOTH DATES INCLUSIVE (THE “SETTLEMENT CLASS PERIOD”), YOU ARE A “SETTLEMENT CLASS MEMBER” AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS. (EXCLUDED FROM THE CLASS ARE DEFENDANTS, THE PRESENT AND FORMER OFFICERS AND DIRECTORS OF LONGEVERON, EF HUTTON, OR ALEXANDER CAPITAL, AND ANY SUBSIDIARY THEREOF, DURING THE SETTLEMENT CLASS PERIOD, THE IMMEDIATE FAMILY MEMBERS, LEGAL REPRESENTATIVES, HEIRS, SUCCESSORS OR ASSIGNS OF SUCH EXCLUDED PERSONS AND ANY ENTITY IN WHICH ANY EXCLUDED PERSON HAS OR HAD A CONTROLLING INTEREST, PERSONS WHO SUFFERED NO COMPENSABLE LOSSES, AND PERSONS WHO SUBMIT A VALID AND TIMELY REQUEST FOR EXCLUSION IN ACCORDANCE WITH THE PRELIMINARY APPROVAL ORDER.)

IF YOU ARE A SETTLEMENT CLASS MEMBER, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS. YOU CAN COMPLETE AND SUBMIT THE ELECTRONIC VERSION OF THIS CLAIM FORM BY 11:59 P.M. EST ON SEPTEMBER 8, 2023 AT [WWW.STRATEGICCLAIMS.NET/LONGEVERON](http://WWW.STRATEGICCLAIMS.NET/LONGEVERON).

IF YOU DO NOT COMPLETE AND SUBMIT AN ELECTRONIC VERSION OF THIS CLAIM FORM, YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND RELEASE FORM AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN SEPTEMBER 8, 2023 TO STRATEGIC CLAIM SERVICES, THE CLAIMS ADMINISTRATOR, AT THE FOLLOWING ADDRESS:

Longeveron Inc. Securities Litigation  
c/o Strategic Claims Services  
600 N. Jackson St., Ste. 205  
P.O. Box 230  
Media, PA 19063  
Tel.: 866-274-4004  
Fax: 610-565-7985  
[info@strategicclaims.net](mailto:info@strategicclaims.net)

YOUR FAILURE TO SUBMIT YOUR CLAIM BY SEPTEMBER 8, 2023 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOU FROM RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS ACTION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE CLAIMS ADMINISTRATOR. IF YOU ARE A SETTLEMENT CLASS MEMBER AND DO NOT SUBMIT A PROPER PROOF OF CLAIM AND RELEASE FORM, YOU WILL NOT SHARE IN THE SETTLEMENT BUT YOU NEVERTHELESS WILL BE BOUND BY THE ORDER AND FINAL JUDGMENT OF THE COURT UNLESS YOU EXCLUDE YOURSELF.

SUBMISSION OF A PROOF OF CLAIM AND RELEASE FORM DOES NOT ASSURE THAT YOU WILL SHARE IN THE PROCEEDS OF THE SETTLEMENT.

## CLAIMANT'S STATEMENT

1. I (we) purchased or otherwise acquired the Class A common stock of Longeveron Inc. ("Longeveron") during the Settlement Class Period. (Do not submit this Proof of Claim and Release Form if you did not purchase or otherwise acquire Longeveron Class A common stock during the Settlement Class Period.)
2. By submitting this Proof of Claim and Release Form, I (we) state that I (we) believe in good faith that I am (we are) a Settlement Class Member as defined above and in the Notice of Pendency and Proposed Settlement of Class Action (the "Notice"), or am (are) acting for such person(s); that I am (we are) not a Defendant in the Action or anyone excluded from the Settlement Class; that I (we) have read and understand the Notice; that I (we) believe that I am (we are) entitled to receive a share of the Net Settlement Fund, as defined in the Notice; that I (we) elect to participate in the proposed Settlement described in the Notice; and that I (we) have not filed a request for exclusion. (If you are acting in a representative capacity on behalf of a Settlement Class Member [e.g., as an executor, administrator, trustee, or other representative], you must submit evidence of your current authority to act on behalf of that Settlement Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents.)
3. I (we) consent to the jurisdiction of the Court with respect to all questions concerning the validity of this Proof of Claim and Release Form. I (we) understand and agree that my (our) claim may be subject to investigation and discovery under the Federal Rules of Civil Procedure, provided that such investigation and discovery shall be limited to my (our) status as a Settlement Class Member(s) and the validity and amount of my (our) claim. No discovery shall be allowed on the merits of the Action or Settlement in connection with processing of the Proof of Claim and Release Form.
4. I (we) have set forth where requested below all relevant information with respect to each purchase or acquisition of Longeveron Class A common stock and each sale, if any, of such common stock. I (we) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so.
5. I (we) have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, or other documents evidencing each purchase, acquisition, and sale of Longeveron Class A common stock listed below in support of my (our) claim. **IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER OR TAX ADVISOR BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM. YOUR FAILURE TO SUBMIT COPIES OF OFFICIAL DOCUMENTS EVIDENCING YOUR PURCHASES AND/OR SALES OF LONGEVERON CLASS A COMMON STOCK MAY CAUSE THE CLAIMS ADMINISTRATOR TO REJECT YOUR CLAIM.**
6. I (we) understand that the information contained in this Proof of Claim and Release Form is subject to such verification as the Claims Administrator may request or as the Court may direct, and I (we) agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your recognized claim. In some cases, the Claims Administrator may condition acceptance of the claim based upon the production of additional information, including, where applicable, information concerning transactions in any derivatives securities such as options.)
7. Upon the occurrence of the Court's approval of the Settlement, as detailed in the Notice, I (we) agree and acknowledge that my (our) signature(s) hereto shall effect and constitute a full and complete release, remise and discharge by me (us) and my (our) heirs, joint tenants, tenants in common, beneficiaries, executors, administrators, predecessors, successors, attorneys, agents, insurers and assigns (or, if I am (we are) submitting this Proof of Claim and Release Form on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and by its, his, her or their heirs, executors, administrators, predecessors, successors, and assigns) of each of the "Released Parties" of all "Released Claims."

8. Upon the occurrence of the Court's approval of the Settlement, as detailed in the Notice, I (we) agree and acknowledge that my (our) signature(s) hereto shall effect and constitute a covenant by me (us) and my (our) heirs, joint tenants, tenants in common, beneficiaries, executors, administrators, predecessors, successors, attorneys, agents, insurers and assigns (or, if I am (we are) submitting this Proof of Claim and Release Form on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and by its, his, her or their heirs, executors, administrators, predecessors, successors, and assigns) to permanently refrain from prosecuting or attempting to prosecute any "Released Claims" against any of the "Released Parties" as those terms are defined in the Stipulation.
9. "Defendants' Releasees" has the same meaning laid out in the Stipulation.
10. "Released Claims" has the same meaning laid out in the Stipulation.
11. "Unknown Claims" has the same meaning laid out in the Stipulation.
12. I (We) acknowledge that the inclusion of "Unknown Claims" in the definition of claims released pursuant to the Stipulation was separately bargained for and is a material element of the Settlement of which this release is a part.
13. NOTICE REGARDING INSTITUTIONAL FILERS: Representatives with authority to file on behalf of (a) accounts of multiple Settlement Class Members and/or (b) institutional accounts with large numbers of transactions ("Representative Filers") must submit information regarding their transactions in an electronic spreadsheet format. If you are a Representative Filer, you must contact the Claims Administrator at [efile@strategicclaims.net](mailto:efile@strategicclaims.net) or visit their website at [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron) to obtain the required file layout. Claims which are not submitted in electronic spreadsheet format and in accordance with the Claims Administrator's instructions may be subject to rejection. All Representative Filers MUST also submit a manually signed Proof of Claim and Release Form, as well as proof of authority to file (see Item 2 of the Claimant's Statement), along with the electronic spreadsheet format. No claims submitted in electronic spreadsheet format will be considered to have been properly submitted unless the Claims Administrator issues to the Claimant a written acknowledgment of receipt and acceptance of electronically submitted data.
14. NOTICE REGARDING ONLINE FILING: Claimants who are not Representative Filers may submit their claims online using the electronic version of the Proof of Claim and Release Form hosted at [www.strategicclaims.net/Longeveron](http://www.strategicclaims.net/Longeveron). If you are not acting as a Representative Filer, you do not need to contact the Claims Administrator prior to filing; you will receive an automated e-mail confirming receipt once your Proof of Claim and Release Form has been submitted. If you are unsure if you should submit your claim as a Representative Filer, please contact the Claims Administrator at [info@strategicclaims.net](mailto:info@strategicclaims.net) or (866) 274-4004. If you are not a Representative Filer, but your claim contains a large number of transactions, the Claims Administrator may request that you also submit an electronic spreadsheet showing your transactions to accompany your Proof of Claim and Release Form.

**I. CLAIMANT INFORMATION**

Name		
Address		
City	State	Zip Code
Foreign <u>Province</u>	Foreign Country	
Day Phone	Evening Phone	
Email		
Social Security Number (for individuals):	or	Taxpayer Identification Number (for estates, trusts, corporations, etc.):

**II. SCHEDULE OF TRANSACTIONS IN LONGEVERON CLASS A COMMON STOCK**

**Beginning Holdings:**

A. State the total number of shares of Longeveron Class A common stock held at the close of trading on February 11, 2021 (*must be documented*). If none, write “zero” or “0.”

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**Purchases/Acquisitions:**

B. Separately list each and every purchase or acquisition of Longeveron Class A common stock between February 12, 2021 and November 10, 2021, both dates inclusive, and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares Purchased/Acquired	Price per Share	Total Cost (Excluding Commissions, Taxes, and Fees)

**Sales:**

C. Separately list each and every sale of Longeveron Class A common stock between February 12, 2021 and November 10, 2021, both dates inclusive, and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Price per Share	Amount Received (Excluding Commissions, Taxes, and Fees)

**Ending Holdings:**

D. State the total number of shares of Longeveron Class A common stock held at the close of trading on November 10, 2021 (*must be documented*).

**If additional space is needed, attach separate, numbered sheets, giving all required information, substantially in the same format, and print your name and Social Security or Taxpayer Identification number at the top of each sheet.**

**III. SUBSTITUTE FORM W-9**

**Taxpayer Identification Number Certification**

\*Please note that if you are not a U.S. citizen then you must fill out a W-8 form (<https://www.irs.gov/pub/irs-pdf/fw8ben.pdf> or <https://www.irs.gov/pub/irs-pdf/fw8bene.pdf>) and attach it to this Claim Form.

Social Security Number (individuals) / Taxpayer Identification Number (estates, trusts, corporations, etc.):

Check appropriate box for federal tax classification:

- Individual
  C Corporation
  S Corporation
  Partnership
  Trust/estate
  Other \_\_\_\_\_  
 Limited Liability Company - choose tax classification
  C Corporation
  S Corporation
  Partnership

Print your name as it appears on your federal income tax return:

First Name and Last Name, for Individuals. Entity Name for businesses and trusts.

Under penalties of perjury, I(We) certify that:

- The number shown on this form is my(our) correct taxpayer identification number; **and**
- I am (we are) not subject to backup withholding because: (a) I am (we are) exempt from backup withholding, or (b) I (we) have not been notified by the Internal Revenue Service (IRS) that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me (us) that I am (we are) no longer subject to backup withholding; **and**
- I am (we are) a U.S. citizen or other U.S. person (including a U.S. resident alien).

**Note:** If you have been notified by the IRS that you are subject to backup withholding, you must cross out item 2 above.

\*If this W-9 form or W-8 form is not submitted with this claim form, we may be required to withhold 30% for non-U.S. citizens under the Foreign Account Tax Compliance Act or 24% for U.S. citizens.

**IV. CERTIFICATION**

I (We) submit this Proof of Claim and Release Form under the terms of the Stipulation described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Southern District of Florida, with respect to my (our) claim as a Settlement Class Member and for purposes of enforcing the release and covenant not

to sue set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in this Action. I (We) have not submitted any other claim covering the same purchases or sales of Longeveron Class A common stock during the Settlement Class Period and know of no other Person having done so on my (our) behalf.

UNDER THE PENALTIES OF PERJURY UNDER THE LAWS OF THE UNITED STATES, I (WE) CERTIFY THAT ALL OF THE INFORMATION I (WE) PROVIDED ON THIS PROOF OF CLAIM AND RELEASE FORM IS TRUE, CORRECT AND COMPLETE.

Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign):

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g. beneficial purchaser(s), executor, administrator, trustee, etc.)

- Check here if proof of authority to file is enclosed. (See Item 2 under Claimant’s Statement)

Date: \_\_\_\_\_

**THIS PROOF OF CLAIM AND RELEASE FORM MUST BE POSTMARKED NO LATER THAN SEPTEMBER 8, 2023 AND MUST BE MAILED TO:**

Longeveron Inc. Securities Litigation  
c/o Strategic Claims Services  
600 N. Jackson St., Ste. 205  
P.O. Box 230  
Media, PA 19063  
Tel.: 866-274-4004  
Fax: 610-565-7985  
info@strategicclaims.net

A Proof of Claim and Release Form received by the Claims Administrator shall be deemed to have been submitted when posted, if mailed by September 8, 2023 and if a postmark is indicated on the envelope and it is mailed first class and addressed in accordance with the above instructions. In all other cases, a Proof of Claim and Release Form shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to process fully all of the Proof of Claim and Release Forms and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim and Release Form. Please notify the Claims Administrator of any change of address.

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Longeveron Inc. Securities Litigation  
c/o Strategic Claims Services  
600 N. Jackson Street, Suite 205  
Media, PA 19063

**IMPORTANT LEGAL NOTICE – PLEASE FORWARD**

**REMINDER CHECKLIST**

- Please be sure to sign this Proof of Claim and Release Form on page 18. If this Proof of Claim and Release Form is submitted on behalf of joint claimants, then both claimants must sign.
- If you would like acknowledgment of the receipt of your Proof of Claim and Release Form by the Claims Administrator, please send it by certified mail, return requested, or its equivalent. No other formal acknowledgment will be provided, and you will bear all risks of delay or non-delivery of your claim.
- Please remember to attach supporting documents. Do NOT send any stock certificates. Keep copies of everything you submit.
- Do NOT use highlighter on the Proof of Claim and Release Form or any supporting documents.
- If you move or change your address, telephone number or email address, please submit the new information to the Claims Administrator, as well as any other information that will assist us in contacting you. NOTE: Failure to submit updated information to the Claims Administrator may result in the Claims Administrator's inability to contact you regarding issues with your claim or delivery payment to you.