

WaferGen Bio-systems Completes Combination with Takara Bio USA

Torreya Advised WaferGen Bio-systems on Sale

Mountain View, CA, March 1, 2017

WaferGen Bio-systems, Inc. (WaferGen), a biotechnology company offering genomic technology solutions for single-cell analysis and clinical research, has been acquired by Takara Bio USA Holdings (Takara), a wholly-owned subsidiary of Takara Bio Inc., a leading global biotechnology and life science company in Shiga, Japan. Under the merger agreement, Takara paid \$35.9 million to acquire 100% of the equity in WaferGen.

Torreya Partners acted as exclusive financial advisor to WaferGen. The transaction demonstrates Torreya's record in structuring transactions in challenging situations. Torreya structured an innovative forward contingent value merger agreement (CVMA), which enabled WaferGen to sign a binding deal with Takara Bio in 2016 while delaying closing until 2017.

The merger of WaferGen Bio-systems with Takara Bio will make WaferGen products and services more accessible in global markets and will facilitate the development of innovative new solutions. WaferGen's technologies are highly complementary to Takara's, and the combination presents new opportunities in genetic analysis, including clinical and applied markets.

ABOUT WAFERGEN BIO-SYSTEMS, INC.

WaferGen Bio-systems, Inc. is a biotechnology company that offers innovative genomic technology solutions for single-cell analysis and clinical research. The ICELL8™ Single-Cell System is a first of its kind system that can isolate thousands of single cells and processes specific cells for analysis, including Next Generation Sequencing. The system has demonstrated unbiased isolation of single cells from solid tumors, brain cells, pulmonary airway cells, and multiple cell lines. The SmartChip™ platform can be used for profiling and validating molecular biomarkers, and can perform massively-parallel singleplex PCR for one-step target enrichment and library preparation for clinical NGS. The Apollo 324™ system can be used to process DNA and RNA from clinical samples to next generation sequencing ready libraries. These technologies offer a powerful set of tools for biological analysis at the molecular and single-cell level in the life sciences, pharmaceutical, and clinical laboratory industries.

ABOUT TAKARA BIO, INC.

Takara Bio Inc. is an innovative biotechnology company based in Shiga, Japan. As a world leader in biotechnology research and development, Takara Bio was the first company to market PCR technology in Japan and is also the developer of the RetroNectin reagent, which is used as a world standard in gene therapy protocols. In addition to providing research reagents and equipment to the life science research market, Takara Bio has active research and product development activities in the fields of gene and cell-based therapy and agricultural biotechnology; and is committed to preventing disease and improving the quality of life for all people through the use of biotechnology. Through strategic alliances with other industry leaders, Takara Bio aims to extend its reach around the world. More information is available at takara-bio.com.

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Company Sale to



\$35.9 million
March 2017