

SUPERIOR COURT OF THE STATE OF CALIFORNIA  
COUNTY OF SAN MATEO

In re AVALANCHE BIOTECHNOLOGIES, INC. SHAREHOLDER LITIGATION	)	Lead Case No. CIV536488
	)	<u>CLASS ACTION</u>
	)	Assigned for All Purposes to Hon. Marie S. Weiner
This Document Relates To:	)	DEPT: 2
ALL ACTIONS.	)	DATE ACTION FILED: 12/07/15
	)	

**PROOF OF CLAIM AND RELEASE**

**I. GENERAL INSTRUCTIONS**

1. To recover as a Class Member based on your claims in the action entitled *In re Avalanche Biotechnologies, Inc. Shareholder Litigation*, Lead Case No. CIV536488 (the "Action"),<sup>1</sup> you must complete and, on page 6 hereof, sign this Proof of Claim. If you fail to file a properly addressed (as set forth in paragraph 3 below) Proof of Claim, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed Settlement.

2. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the Settlement of the Action.

3. YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, **ON OR BEFORE DECEMBER 27, 2017**, ADDRESSED AS FOLLOWS:

*Avalanche Securities Litigation Settlement*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 404025  
Louisville, KY 40233-4025

online submissions: [www.AvalancheSecuritiesLitigationSettlement.com](http://www.AvalancheSecuritiesLitigationSettlement.com)

If you are NOT a Class Member, as defined in the Notice of Proposed Settlement of Class Action ("Notice"), DO NOT submit a Proof of Claim.

4. If you are a Class Member and you do not timely request exclusion in connection with the proposed Settlement, you will be bound by the terms of any judgment entered in the Action, including the releases provided therein, **WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.**

**II. CLAIMANT IDENTIFICATION**

If you purchased or acquired Avalanche Biotechnologies, Inc. ("Avalanche" or the "Company") common stock between July 30, 2014 and June 15, 2015 (inclusive), and held the certificate(s) in your name, you are the beneficial purchaser or acquirer as well as the record purchaser or acquirer. If, however, you purchased or acquired Avalanche common stock between July 30, 2014 and June 15, 2015 (inclusive), and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser or acquirer and the third party is the record purchaser or acquirer.

Use Part I of this form entitled "Claimant Identification" to identify each purchaser or acquirer of record ("nominee"), if different from the beneficial purchaser or acquirer of the Avalanche common stock which forms the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OR ACQUIRER(S) OF THE AVALANCHE COMMON STOCK UPON WHICH THIS CLAIM IS BASED.**

All joint purchasers or acquirers must sign this Proof of Claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this Proof of Claim on behalf of persons represented by them and their authority must accompany this Proof of Claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

<sup>1</sup> This Proof of Claim and Release ("Proof of Claim") incorporates by reference the definitions in the Stipulation and Agreement of Settlement dated August 3, 2017 ("Stipulation"), which can be obtained at [www.AvalancheSecuritiesLitigationSettlement.com](http://www.AvalancheSecuritiesLitigationSettlement.com).

### III. CLAIM FORM

Use Part II of this form entitled "Schedule of Transactions in Avalanche Common Stock" to supply all required details of your transaction(s). If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to **all** of your purchases, acquisitions, and sales of Avalanche common stock which took place between July 30, 2014 and December 31, 2015, inclusive, including any common stock purchased in or traceable to the Company's initial public offering on or about July 30, 2014 ("IPO") and the Company's secondary public offering on or about January 7, 2015 ("SPO"), whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to **all** of the shares of Avalanche common stock you held at the close of trading on June 15, 2015 and December 31, 2015. Failure to report all such transactions may result in the rejection of your claim.

List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

The date of covering a "short sale" is deemed to be the date of purchase of Avalanche common stock. The date of a "short sale" is deemed to be the date of sale of Avalanche common stock.

**COPIES OF BROKER CONFIRMATIONS OR OTHER DOCUMENTATION OF YOUR TRANSACTIONS IN AVALANCHE COMMON STOCK SHOULD BE ATTACHED TO YOUR CLAIM. FAILURE TO PROVIDE THIS DOCUMENTATION COULD DELAY VERIFICATION OF YOUR CLAIM OR RESULT IN REJECTION OF YOUR CLAIM.**

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at [edata@gilardi.com](mailto:edata@gilardi.com) to obtain the required file layout. No electronic files 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.

Must Be Postmarked (if Mailed)  
or Received (if Submitted Online)  
No Later Than December 27, 2017

AVI

Official  
Office  
Use  
Only

SUPERIOR COURT OF  
THE STATE OF CALIFORNIA  
COUNTY OF SAN MATEO

*In re Avalanche Biotechnologies, Inc.  
Shareholder Litigation*

Lead Case No. CIV536488

**PROOF OF CLAIM AND RELEASE**

Please Type or Print in the Boxes Below

Do NOT use Red Ink, Pencil, or Staples

**REMEMBER TO ATTACH COPIES OF BROKER CONFIRMATIONS OR OTHER DOCUMENTATION OF YOUR TRANSACTIONS IN AVALANCHE COMMON STOCK. FAILURE TO PROVIDE THIS DOCUMENTATION COULD DELAY VERIFICATION OF YOUR CLAIM OR RESULT IN REJECTION OF YOUR CLAIM.**

**PART I: CLAIMANT IDENTIFICATION**

Last Name  M.I.  First Name

Last Name (Co-Beneficial Owner)  M.I.  First Name (Co-Beneficial Owner)

IRA  Joint Tenancy  Employee  Individual  Other \_\_\_\_\_ (specify)

Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA

Trustee/Asset Manager/Nominee/Record Owner's Name (If Different from Beneficial Owner Listed Above)

Account#/Fund# (Not Necessary for Individual Filers)

Last Four Digits of Social Security Number  or Taxpayer Identification Number

Telephone Number (Primary Daytime)  Telephone Number (Alternate)

Email Address

**MAILING INFORMATION**

Address

Address

City  State  Zip Code

Foreign Province  Foreign Postal Code  Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY OB  CB   ATP  BE  FL  OP  KE  DR  ME  RE  ICI  EM  ND  SH MM / DD / YYYY FOR CLAIMS PROCESSING ONLY





E. Number of shares of Avalanche common stock held at the close of trading on December 31, 2015:

--	--	--	--	--	--	--	--

Proof Enclosed?  
 Y  N

**YOU MUST READ AND SIGN THE RELEASE ON PAGE 6. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**

**IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS**

I (We) submit this Proof of Claim under the terms of the Stipulation described in the Notice. I (We) also submit to the jurisdiction of the Superior Court of the State of California, County of San Mateo, with respect to my (our) claim as a Class Member and for purposes of enforcing the release 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 the Action. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions or sales of Avalanche common stock during the relevant period and know of no other person having done so on my (our) behalf.

**V. RELEASE**

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Settled Claims each and all of the "Released Parties," defined as Defendants, their past or present subsidiaries, parents, successors and predecessors, officers, directors, shareholders, partners, agents, employees, attorneys, advisors, and investment advisors, insurers, and any person, firm, trust, corporation, officer, director or other individual or entity in which any Defendant has a controlling interest or which is related to or affiliated with any of the Defendants, and the legal representatives, heirs, successors in interest or assigns of the Defendants. Released Parties shall also include any individual, institution, or entity involved in the scientific or commercial development of the Company's technology, including, but not limited to, The Lions Eye Institute.

2. "Settled Claims" means all claims, including "Unknown Claims" as defined below, arising out of, relating to the purchase or acquisition of Avalanche common stock between July 30, 2014 and June 15, 2015 (inclusive), including the purchase or other acquisition of the Company's common stock pursuant or traceable to the Company's Registration Statement and Prospectus for the Company's IPO and/or the purchase or other acquisition of the Company's common stock pursuant or traceable to the Company's Registration Statement and Prospectus for the Company's SPO, that were asserted or could have been asserted, in this Action and/or in the Federal Court Action or in any forum whatsoever, by any Plaintiffs or member of the Class against the Released Parties, whether brought under the Securities Act of 1933, the Securities Exchange Act of 1934, any other federal statute, any state statute, common law, or any other law, rule or regulation. "Settled Claims" also includes any and all claims arising out of, relating to, or in connection with the Settlement or resolution of the Action or the Federal Court Action against the Released Parties (including Unknown Claims), except claims to enforce any of the terms of the Stipulation.

3. "Unknown Claims" means any and all claims and potential claims against Defendants which Plaintiffs or any Class Member does not know or suspect to exist in his, her, or its favor as of the Effective Date, and any claims against Plaintiffs which Defendants do not know or suspect to exist in their favor, which if known by him, her, or it might have affected his, her, or its decision(s) with respect to the Settlement. With respect to any and all Settled Claims and Settled Defendants' Claims, the Parties stipulate and agree that by operation of the Final Judgment, upon the Effective Date, the Plaintiffs and Defendants shall have expressly waived, and each Class Member shall be deemed to have waived, and by operation of the Final Judgment shall have expressly waived, the provisions, rights and benefits of Cal. Civ. Code §1542, which provides:

**A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR;**

and any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable, or equivalent to Cal. Civ. Code §1542. Plaintiffs and Class Members may hereafter discover facts in addition to or different from those which he, she, or it now knows or believes to be true with respect to the subject matter of the Settled Claims, but Plaintiffs shall expressly fully, finally, and forever settle and release, and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Final Judgment shall have, fully, finally, and forever settled and released, any and all Settled Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Plaintiffs and Defendants acknowledge, and Class Members shall be deemed to have acknowledged, that the inclusion of "Unknown Claims" in the definition of Settled Claims and Settled Defendants' Claims was separately bargained for and was a key element of the Settlement.



4. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

5. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Avalanche common stock which occurred during the relevant period as well as the number of shares of Avalanche common stock held by me (us) at the close of trading on June 15, 2015 and December 31, 2015.

I (We) declare under penalty of perjury under the laws of the United States of America that all of the foregoing information supplied on this Proof of Claim by the undersigned is true and correct.

Executed this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_  
(Month/Year) (City/State/Country)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser or Acquirer, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser or Acquirer, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above release and acknowledgement.
2. If this Proof of Claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation.
4. **Do not send** originals of certificates or other documentation as they will not be returned.
5. Keep a copy of your Proof of Claim and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your Proof of Claim, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use red pen or highlighter** on the Proof of Claim or supporting documentation.

**THIS PROOF OF CLAIM MUST BE SUBMITTED ONLINE OR, IF MAILED,  
POSTMARKED NO LATER THAN DECEMBER 27, 2017,  
ADDRESSED AS FOLLOWS:**

*Avalanche Securities Litigation Settlement*  
Claims Administrator  
c/o Gilardi & Co. LLC  
P.O. Box 404025  
Louisville, KY 40233-4025  
[www.AvalancheSecuritiesLitigationSettlement.com](http://www.AvalancheSecuritiesLitigationSettlement.com)

