

Attention: Certain U.S. Shareholders of Constellation Alpha Capital Corporation

Re: Annual Information Statement for the Fiscal Year Ending March 31, 2018

Constellation Alpha Capital Corporation (the “Company”) is a British Virgin Islands corporation that had only passive assets and passive income during its fiscal year ending March 31, 2018 (“Taxable Year”). Consequently, the Company meets the definition of a passive foreign investment company (“PFIC”) under Section 1297 of the Internal Revenue Code of 1986, as amended (the “Code”) for its Taxable Year.

The Company is providing the attached PFIC Annual Information Statement pursuant to the requirements of Treasury Regulation 1.1295-1(g)(1). The PFIC Annual Information Statement is based upon the Taxable Year of the Company. The Company is also providing a PFIC Supplemental Information Statement, which is based upon the taxable year of the U.S. shareholder. Both Statements contain information to enable you or your tax advisor to make an election to treat the Company as a Qualified Election Fund (“QEF”) under Section 1295 of the Code.

A U.S. shareholder who makes a QEF election is required to annually include in income that U.S. shareholder’s pro rata share of the ordinary earnings and net capital gain of the Company. The QEF election is made by attaching IRS Form 8621 to your federal income tax return filed by the due date of the return, including extensions.

WE STRONGLY RECOMMEND THAT U.S. SHAREHOLDERS CONSULT WITH THEIR TAX ADVISORS REGARDING THE APPLICATION OF THE PFIC RULES AND THE DECISION TO MAKE (OR REFRAIN FROM MAKING) ANY ELECTION THAT MAY BE AVAILABLE AS ANY SUCH DECISION WILL DEPEND UPON EACH U.S. SHAREHOLDER’S PARTICULAR TAX SITUATION. THE COMPANY IS UNABLE TO PROVIDE ADVICE IN THIS REGARD.

Constellation Alpha Capital Corporation
Passive Foreign Investment Company (PFIC)
Annual Information Statement for the Fiscal Year Ending March 31, 2018

The PFIC Annual Information Statement (“Information Statement”) is provided for shareholders who are U.S. persons. In order to assist you in the preparation of IRS Form 8621, we provide the following information:

1. This Information Statement applies to the taxable year of Constellation Alpha Capital Corporation (the “Company”) beginning on April 1, 2017 and ending on March 31, 2018 (the “Taxable Year”).
2. The Company’s ordinary earnings, net capital gain, cash distributions, and property distributions for the period specified in paragraph 1 are as follows:

Ordinary Earnings (\$)	Net Capital Gain (\$)	Cash Distributions (\$)	Property Distributions (\$)
1,208,142	0	0	0

3. Please apply your ownership percentage in the Company to the amounts provided above.
4. The Company will permit its shareholders to inspect and copy the Company’s permanent books of account, records, and such other documents as may be maintained by the Company to establish that the Company’s ordinary earnings and net capital gain are computed in accordance with U.S. income tax principles, and to verify these amounts and the shareholder’s pro rata shares thereof.

Constellation Alpha Capital Corporation
Passive Foreign Investment Company (PFIC)
Supplemental Information Statement for the Fiscal Year Ending March 31, 2018

1. The PFIC Supplemental Information Statement is provided to assist you and your tax advisor in the preparation of Part I of IRS Form 8621.
2. The information has been compiled on the basis that it could be used for purposes of making a QEF election, should you choose to elect to treat the Company as a QEF based upon the advice of your tax advisor in light of your personal tax circumstances. Details are provided for the description of each class of shares held, the dates shares were acquired, and the number and value of shares held at the end of the year. These details reflect the taxable year of a U.S. shareholder beginning on January 1, 2018 and ending on December 31, 2018 in accordance with the instructions to IRS Form 8621.
3. One IRS Form 8621 must be completed and filed for each class of shares in the Company, whether held directly or indirectly. The information provided in the preceding PFIC Annual Information Statement and corresponding supplemental information below has been prepared by each direct holding. It is your responsibility to aggregate all information pertaining to your total direct and indirect investment in a class of shares of the Company for purposes of completing IRS Form 8621.
4. Please apply your ownership percentage in the Company to the amounts provided below.

Description of Shares Held	Date Shares Acquired	Number of Shares Held	Value of Shares Held
Common	Various	18,530,000	\$149,387,500