

**AETERNA ZENTARIS INC.**

**Report of Voting Results  
Submitted Pursuant to  
Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations***

**May 5, 2021**

In accordance with Section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, this report describes the matters voted upon and the outcome of the votes at the annual general meeting of shareholders of Aeterna Zentaris Inc. (the “**Company**”) held on May 5, 2021 via live audio webcast. Each of the matters is described in greater detail in the Company’s management information circular dated April 5, 2021 (the “**Circular**”).

- (a) The five nominees set forth in the Circular were elected as directors of the Company to hold office until the close of the next annual meeting of the Company’s shareholders or until their successors are duly elected or appointed. The following are the voting results on this matter:

	<b>FOR</b>	<b>% FOR</b>	<b>WITHHELD</b>	<b>% WITHHELD</b>
<b>Peter Edwards</b>	7,372,226	85.74%	1,226,203	14.26%
<b>Carolyn Egbert</b>	7,536,307	87.65%	1,062,122	12.35%
<b>Gilles Gagnon</b>	7,353,055	85.52%	1,245,374	14.48%
<b>Klaus Paulini</b>	7,917,497	92.08%	680,932	7.92%
<b>Dennis Turpin</b>	7,525,819	87.53%	1,072,610	12.47%

- (b) Ernst & Young LLP was appointed as the Company’s auditors and the directors were authorized to fix the remuneration to be paid to the auditors. The following are the voting results on this matter:

	<b>FOR</b>	<b>% FOR</b>	<b>WITHHELD</b>	<b>% WITHHELD</b>
<b>Appointment of Auditors</b>	32,483,132	95.51%	1,525,983	4.49%

Dated this 5<sup>th</sup> day of May, 2021.

**AETERNA ZENTARIS INC.**

**By: (signed) Leslie Auld  
Name: Leslie Auld  
Title: Chief Financial Officer**