Fulcrum Therapeutics Declares Special Cash Dividend in Connection with the Proposed Merger with Slate Medicines

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Aggregate cash dividend of up to an estimated $275.7 million, or an estimated up to $3.6095 per share

CAMBRIDGE, Mass., Nov. 27, 2026 (GLOBE NEWSWIRE) -- Fulcrum Therapeutics, Inc. (“Fulcrum”) (Nasdaq: FULC) today announced that its Board of Directors has declared a special cash dividend (the “Pre-Closing Cash Dividend”) in connection with the previously announced merger (the “Merger”) with Slate Medicines, Inc. (“Slate”) pursuant to the Agreement and Plan of Merger, dated August 16, 2026 (the “Merger Agreement”). The Pre-Closing Cash Dividend, which Fulcrum estimates will be an aggregate of up to approximately $275.7 million, or up to an estimated $3.6095 per share, will be payable in cash to holders of record of outstanding shares of Fulcrum common stock as of December 7, 2026. The estimated cash dividend is equal in the aggregate to an amount mutually agreed in good faith by Fulcrum and Slate by reference to the amount by which Fulcrum’s Net Cash (as determined pursuant to the Merger Agreement) is expected to exceed $20,300,000 as of the closing of the Merger. The estimated per share dividend is based on 76,381,948 shares of common stock outstanding as of November 25, 2026. The total actual distribution of the amount of the Pre-Closing Cash Dividend is scheduled to be paid to Fulcrum’s transfer agent on December 10, 2026 (the “Dividend Payment Date”), and may be higher or lower than the estimated amount. The transfer agent will distribute the Pre-Closing Cash Dividend to stockholders within a few days following the Dividend Payment Date.

Payment of the Pre-Closing Cash Dividend is subject to the final determination of Fulcrum’s Net Cash in accordance with the Merger Agreement. The estimated aggregate Pre-Closing Cash Dividend amount includes approximately $7.0 million of proceeds from the sale of Fulcrum’s early-stage fetal hemoglobin (“HbF”) assets to an unaffiliated third-party pharmaceutical company, which are expected to be funded into escrow prior to the closing of the Merger and credited to Fulcrum’s Net Cash for purposes of the Merger Agreement. The closing of the early-stage HbF assets sale is contingent upon consummation of the Merger (or in the event the Merger Agreement is terminated, upon receipt of any necessary approvals). If the anticipated $7.0 million of proceeds are not funded into escrow, the Pre-Closing Cash Dividend will be reduced to an estimated aggregate of $268.7 million, or an estimated $3.5178 per share. Closing of the Merger is expected to occur on or about December 11, 2026, assuming that the transaction is approved by Fulcrum’s stockholders and the satisfaction or waiver of all conditions under the Merger Agreement. Fulcrum’s stockholders will consider and vote upon approval of the Merger at the special meeting of Fulcrum’s stockholders scheduled for 9:00 a.m. Eastern Time on December 3, 2026.

If you need assistance voting your shares or have questions regarding the special meeting of Fulcrum’s stockholders, please contact Fulcrum’s proxy solicitor, D.F. King & Co., Inc., at (800) 431-9643 (toll-free).

About Slate Medicines, Inc.

Slate Medicines is developing next-generation therapeutics designed to expand treatment options for migraine and other headache disorders. Slate’s mission is to offer migraine patients more complete freedom from their disease than is possible with the current standard of care. Slate is advancing a portfolio of potentially best-in-class therapeutics, led by SLTE-1009, a clinical stage anti-PACAP/VIP monoclonal antibody designed to enable subcutaneous, infrequent dosing. For more information, please visit www.slatemedicines.com.

About Fulcrum Therapeutics, Inc.

Fulcrum Therapeutics is a clinical-stage biopharmaceutical company that focused on developing small molecules to improve the lives of patients with rare hematological disorders. Fulcrum used proprietary technology to identify drug targets that can modulate gene expression to treat the known root cause of genetically defined diseases. For more information, visit www.fulcrumtx.com and follow it on X (@FulcrumTx) and LinkedIn.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, including express or implied statements regarding the structure, timing and completion of the proposed transaction involving Fulcrum and Slate; final determination of Fulcrum’s Net Cash (as defined in the Merger Agreement); expected distribution and payment of the Pre-Closing Cash Dividend, including the timing and amount thereof; receipt of the $7.0 million into escrow; the number of shares of common stock that will be outstanding and entitled to the dividend; and other statements that are not historical fact.

Forward-looking statements generally include statements that are predictive in nature and depend upon or refer to future events or conditions, and include words such as “may,” “will,” “should,” “would,” “expect,” “anticipate,” “plan,” “likely,” “believe,” “estimate,” “project,” “intend,” and other similar expressions among others. Statements that are not historical facts are forward-looking statements. Forward-looking statements are based on current beliefs and assumptions that are subject to risks and uncertainties and are not guarantees of future performance. Actual results could differ materially from those contained in any forward-looking statement as a result of various factors, including, without limitation, risks with respect to: (i) the timely satisfaction of the conditions to the closing of the proposed transaction, including the failure to timely or at all obtain stockholder approval for the proposed transaction or the failure to timely or at all obtain any required regulatory clearances, and the ability to consummate the early stage HbF asset disposition; (ii) uncertainties as to the timing of the consummation of the proposed transaction and the ability of each of Fulcrum and Slate to consummate the proposed transaction; (iii) the ability of Fulcrum and Slate to integrate their businesses successfully and to achieve anticipated synergies; (iv) the possibility that other anticipated benefits of the proposed transaction will not be realized, including without limitation, anticipated revenues, expenses, earnings and other financial results, and growth and expansion of the combined company’s operations, and the anticipated tax treatment of the combination; (v) potential litigation relating to the proposed transaction that could be instituted against Fulcrum, Slate or their respective directors; (vi) possible disruptions from the proposed transaction that could harm Fulcrum’s and/or Slate’s respective businesses; (vii) the ability of Slate to retain, attract and hire key personnel; (viii) potential adverse reactions or changes to relationships with employees, suppliers or other parties resulting from the announcement or completion of the proposed transaction; (ix) potential business uncertainty, including changes to existing business relationships, during the pendency of the proposed transaction that could affect Fulcrum’s or Slate’s financial performance; (x) certain restrictions during the pendency of the proposed transaction that may impact Fulcrum’s or Slate’s ability to pursue certain business opportunities or strategic transactions; (xi) the combined company’s need for additional funding, which may not be available on favorable terms or at all; (xii) potential failure to identify additional product candidates and develop or commercialize marketable products; (xiii) the early stage of the combined company’s development efforts; (xiv) potential unforeseen events during clinical trials could cause delays or other adverse consequences; (xv) risks relating to the

regulatory approval process; (xvi) interim, topline and preliminary data may change as more patient data become available, and are subject to audit and verification procedures that could result in material changes in the final data; (xvii) the combined company's product candidates may cause serious adverse side effects; (xviii) inability to maintain existing or future collaborations, or the failure of these collaborations; (xix) the combined company's reliance on third parties, including for the manufacture of materials for research programs, preclinical and clinical studies; (xx) failure to obtain U.S. or international marketing approval; (xxi) ongoing regulatory obligations; effects of significant competition; (xxii) unfavorable pricing regulations, third-party reimbursement practices or healthcare reform initiatives; (xxiii) product liability lawsuits; (xxiv) securities class action litigation; (xxv) the impact of general economic conditions on their respective business and operations, including the combined company's preclinical studies and clinical trials; (xxvi) the possibility of system failures or security breaches; risks relating to intellectual property; (xxvii) significant costs incurred as a result of operating as a public company; (xxviii) the risk that, as a result of adjustments to the exchange ratio, Fulcrum stockholders and Slate stockholders could own less of the combined company than is currently anticipated, including as a result of the determination of Fulcrum's Net Cash; (xxix) risks related to the market price of Fulcrum's common stock relative to the value implied by the exchange ratio; (xxx) the risk that the concurrent private placement financing is not consummated; (xxxi) the risk related to changes in Fulcrum's final Net Cash and the aggregate and per-share amount of the Pre-Closing Cash Dividend relative to current estimates (including as a result of receipt of the proceeds into escrow for the early stage HbF assets disposition or number of shares of Fulcrum common stock outstanding on the record date for determination of payment of the special dividend); and (xxxii) such other factors as are set forth in Fulcrum's periodic public filings with the SEC, including but not limited to those described under the heading "Risk Factors" in the Registration Statement, which became effective on November 4, 2026, and under the caption "Summary Risk Factors" in Fulcrum's Quarterly Report on Form 10-Q for the period ended September 30, 2026. Fulcrum and Slate can give no assurance that any or all of the conditions to the proposed transaction and early stage HbF asset disposition will be satisfied. Except as required by applicable law, Fulcrum and Slate undertake no obligation to revise or update any forward-looking statement, or to make any other forward-looking statements, whether as a result of new information, future events or otherwise.

No Offer or Solicitation

This press release and the information contained herein are not intended to and do not constitute (i) a solicitation of a proxy, consent or approval with respect to any securities or in respect of the proposed merger or (ii) an offer to sell or the solicitation of an offer to subscribe for or buy or an invitation to purchase or subscribe for any securities pursuant to the proposed merger or otherwise, nor shall there be any sale, issuance or transfer of securities in any jurisdiction in contravention of applicable law. No offer of securities shall be made except by means of a prospectus meeting the requirements of the Securities Act of 1933, as amended, or an exemption therefrom. Subject to certain exceptions to be approved by the relevant regulators or certain facts to be ascertained, the public offer will not be made directly or indirectly, in or into any jurisdiction where to do so would constitute a violation of the laws of such jurisdiction, or by use of the mails or by any means or instrumentality (including without limitation, facsimile transmission, telephone and the internet) of interstate or foreign commerce, or any facility of a national securities exchange, of any such jurisdiction.

NEITHER THE SEC NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THE SECURITIES OR DETERMINED IF THIS PRESS RELEASE IS TRUTHFUL OR COMPLETE.

Important Additional Information About the Proposed Transaction Has Been Filed with the SEC

This press release is not a substitute for the registration statement or for any other document that Fulcrum has filed or may file with the SEC in connection with the proposed merger. In connection with the proposed merger between Fulcrum and Slate, Fulcrum has filed the relevant materials with the SEC, including the Registration Statement and a proxy statement/prospectus dated November 4, 2026, which Fulcrum filed with the SEC pursuant to rule 424(b). FULCRUM URGES INVESTORS AND STOCKHOLDERS TO READ THE REGISTRATION STATEMENT, PROXY STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS THAT ARE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY BECAUSE THEY CONTAIN IMPORTANT INFORMATION ABOUT FULCRUM, SLATE, THE PROPOSED MERGER AND RELATED MATTERS. Investors and stockholders are able to obtain free copies of the proxy statement/prospectus and other documents filed by Fulcrum with the SEC through the website maintained by the SEC at www.sec.gov. Stockholders are urged to read the proxy statement/prospectus and the other relevant materials before making any voting or investment decision with respect to the proposed merger. In addition, investors and stockholders should note that Fulcrum communicates with investors and the public using its website (ir.fulcrumtx.com).

Participants in the Solicitation

Fulcrum, Slate and their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from stockholders in connection with the proposed merger. Information about Fulcrum's and Slate's directors and executive officers, including a description of their interests in Fulcrum or Slate, as the case may be, and expected interests in the combined company, is included in the proxy statement/prospectus dated November 4, 2026 filed pursuant to Rule 424(b), and in filings by such individuals on Form 4. These documents can be obtained free of charge from the sources indicated above.

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