

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

Enzo Biochem, Inc.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

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- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



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release*

Enzo Biochem, Inc.
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FOR IMMEDIATE RELEASE

ENZO RESPONDS AFTER REVIEWING THE POSITION OF INSTITUTIONAL SHAREHOLDER SERVICES

NEW YORK, NY, December 28, 2020 – Enzo Biochem, Inc. (NYSE:ENZ) (“Enzo” or “The Company”), a leading biosciences and diagnostics company, announced today that it has reviewed the position of Institutional Shareholder Services (“ISS”) regarding the Company's executive compensation approach for the fiscal year ended July 31, 2020. To acknowledge and address the issues within the ISS report, Dr. Elazar Rabbani, the Company's Chairperson and CEO, has requested the Compensation Committee of the Company's Board of Directors not to pay his previously announced bonus in cash. In lieu thereof, he has requested such bonus be paid in common stock of Enzo based on the closing price of the Company's shares on the date of issuance. Mr. Barry Weiner, the Company's President, followed Dr. Rabbani's lead and made a similar request of the Compensation Committee. The Company stated the Compensation Committee has agreed to such requests and that Dr. Rabbani and Mr. Weiner have agreed to hold the common stock paid as bonus for at least three years post issuance.

In addition, the Company's Compensation Committee will be reconstituted after next week's Annual Shareholders meeting to include the newly elected directors. They will serve as a majority of the Compensation Committee along with Rebecca Fischer. Drs. Mary Tagliaferri and Ian Walters have agreed that, if elected by the shareholders, either of them would be willing to serve as Chair of said Committee. The Company remains committed to ongoing shareholder engagement to further demonstrate its efforts to affirmatively respond to shareholder feedback.

About Enzo Biochem

Enzo Biochem is a pioneer in molecular diagnostics, leading the convergence of clinical laboratories, life sciences and intellectual property through the development of unique diagnostic platform technologies that provide numerous advantages over previous standards. A global company, Enzo Biochem utilizes cross-functional teams to develop and deploy products, systems and services that meet the ever-changing and rapidly growing needs of health care today and into the future. Underpinning Enzo Biochem's products and technologies is a broad and deep intellectual property portfolio, with patent coverage across a number of key enabling technologies.

Forward-Looking Statements

Except for historical information, the matters discussed in this release may be considered "forward-looking" statements within the meaning of Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements include declarations regarding the intent, belief or current expectations of the Company and its management, including those related to cash flow, gross margins, revenues, and expenses which are dependent on a number of factors outside of the control of the Company including, inter alia, the markets for the Company's products and services, costs of goods and services, other expenses, government regulations, litigation, and general business conditions. See Risk Factors in the Company's Form 10-K for the fiscal year ended July 31, 2020. Investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve a number of risks and uncertainties that could materially affect actual results. The Company disclaims any obligations to update any forward-looking statement as a result of developments occurring after the date of this release.

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