

Filed by Histogenics Corporation pursuant to
Rule 425 under the Securities Act of 1933
and deemed filed pursuant to Rule 14a-6
under the Securities Exchange Act of 1934

Subject Company: Histogenics Corporation (SEC File No. 001-36751)
Commission File No. for the Related Registration Statement: 333-232147

URGENT ACTION NEEDED

Attention Histogenics Corporation Stockholder:

We have been trying to reach you. Histogenics Corporation needs your vote today! Failure to vote, or a vote against any proposal, puts the merger with Ocugen, Inc. at risk.

**You can call in your vote at: (877) 456-3402
PLEASE CALL TODAY.**