

Press release

NeuroVive Pharmaceutical AB (publ)
556595-6538



Notice of Extraordinary General Meeting of NeuroVive Pharmaceutical AB (publ)

The shareholders of NeuroVive Pharmaceutical AB (publ), 556595-6538, are hereby convened to the Extraordinary General Meeting, held at 3 pm on Tuesday 17 March 2020 at Medicon Village, Scheelevägen 2, in Lund, Sweden.

Entitlement to participate and notification

Shareholders that wish to participate at the Extraordinary General Meeting should:

- be included in the share register maintained by Euroclear Sweden AB on Wednesday 11 March 2020, and
- notify the company by email to anmalan@neurovive.com or, in writing to NeuroVive Pharmaceutical AB, Medicon Village, Scheelevägen 2, 223 81 Lund, Sweden, no later than Wednesday 11 March 2020.

Notifications must state full names, personal or corporate identity numbers, shareholdings, address, daytime telephone number, and where applicable, information on deputies or assistants (maximum of two). Where applicable, notifications should also enclose powers of attorney, certificates of registration and other legitimacy papers.

Nominee-registered shares

For entitlement to participate at the Extraordinary General Meeting, shareholders with nominee-registered holdings with banks or other administrators must temporarily re-register their shares in their own name with Euroclear Sweden AB. Such re-registration must be completed by Wednesday 11 March 2020, which means that shareholders that wish to conduct such re-registration must inform their administrator thereof in good time prior to the aforementioned date.

Proxies etc.

If shareholders attend by proxy, such proxy must bring a written power of attorney, dated and signed by the shareholder to the Extraordinary General Meeting. This power of attorney may not be older than one year, unless a longer term of validity (maximum of five years) is stated in the power of attorney. If the power of attorney has been issued by a legal entity, the proxy should also bring the relevant certificate of registration or corresponding legitimacy papers for the legal entity. To facilitate entry, a copy of the power of attorney and other legitimacy papers should be attached to the notification of attendance of the Extraordinary General Meeting. Power of attorney forms are available on the company's website www.neurovive.com and are sent by mail to shareholders that contact the company stating their mail address.

Number of shares and votes

At the time of publication of this Notice, the total number of shares and votes of the company is 185,952,591. The company does not hold any treasury shares.

Proposed agenda:

0. Opening the Meeting.
1. Election of a Chair of the Meeting.
2. Preparation and approval of the voting list.
3. Approval of the agenda.
4. Election of one or two persons to verify the minutes.
5. Consideration of whether the Meeting has been duly convened.
6. Approval of resolution to issue shares with preferential rights for existing shareholders.
7. Closing the Meeting.

NeuroVive Pharmaceutical AB (publ) - the mitochondrial medicine company. The company is listed on Nasdaq Stockholm, Small Cap, under the ticker symbol NVP. The share is also traded on the OTC Pink market (ticker symbol NEVPF) in the US. Investors can find Real-Time quotes and market information for the company at www.otcmarkets.com/stock/NEVPF/quote

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Proposed resolutions in brief:

Election of a Chair of the Meeting (item 1)

The Board of Directors proposes that the Extraordinary General Meeting appoints lawyer Annika Andersson as Chair of the Meeting.

Approval of resolution to issue shares with preferential rights for existing shareholders (item 6)

The Board of Directors proposes that the Extraordinary General Meeting approves the Board of Directors' resolution on 19 February 2020 to increase the company's share capital by not more than SEK 4,648,814.75 by a rights issue of not more than 92,976,295 shares with preferential rights for existing shareholders on the terms and conditions set out below.

The right to subscribe for shares in the rights issue shall apply to persons whom on the record date for the rights issue are registered as shareholders in the company. Each shareholder has preferential right to subscribe for shares in relation to the number of shares previously held by the shareholder. One (1) existing share entitles to one (1) subscription right and two (2) subscription rights entitle to subscription of one (1) new share. The subscription price per share is SEK 0.80.

In the event that all new shares are not subscribed for with preferential rights the Board of Directors shall, within the limit of the maximum number of shares to be issued, resolve on allocation of shares that are not subscribed for with preferential rights. Firstly, such allotment shall be made to those who have subscribed for shares with subscription rights, irrespectively of whether they were shareholders at the record date or not, and, in the event of oversubscription, pro rata in relation to the number of subscription rights used for subscription of shares, and to the extent that this is not possible, by drawing of lots. Secondly, allotment shall be made to others who have notified their interest to subscribe for shares without subscription rights, and in the event of oversubscription, pro rata in relation to the subscribed amount, and to the extent that this is not possible, by drawing of lots. Thirdly, allocation shall be made to guarantor's pro rata in relation to guaranteed amount and to the extent that this is not possible, by drawing of lots.

The record date for determining which shareholders whom are entitled to subscribe for shares with preferential right shall be Wednesday 1 April 2020.

Subscription of shares with subscription rights shall be made through payment in cash during the period from and including 6 April 2020 up to and including 24 April 2020. The Board of Directors shall have the right to extend the subscription and payment period.

Subscription of shares without subscription rights shall be made during the period stated above. Such subscriptions shall be made on a separate subscription list. Payment for shares subscribed without subscription rights shall be made in cash not later than two (2) banking days after the contract notes evidencing the allocation of shares has been sent out. The Board of Directors shall have the right to extend the subscription and payment period.

Subscription as concerned possible subscriptions made by guarantors shall be made on a separate subscription list no later than five (5) banking days after the end of the subscription period. Payment for such subscribed and allocated shares shall be made in cash no later than two (2) banking days after the contract notes evidencing the allocation of shares has been sent out. The Board of Directors shall have the right to extend the subscription and payment period.

The new shares shall entitle to dividend for the first time on the first record date for dividend that take place after the rights issue has been registered with the Swedish Companies Registration Office and the shares have been recorded in the share register kept by Euroclear Sweden AB.

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The CEO, or any other person appointed by the Board of Directors, shall have the right to make such minor adjustments that may be required in order to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

Other

The Board of Directors and the CEO shall, upon request by any shareholder and where the Board of Directors determines that it can be done without material harm to the company, provide information of circumstances which may affect the assessment of a matter on the agenda.

The Board of Directors' complete proposals as well as other documents according to the Swedish Companies Act will be held available at the company's office, Medicon Village, Scheelevägen 2, in Lund, Sweden and at the company's website www.neurovive.com from no later than three weeks prior to the Extraordinary General Meeting, and will be sent to those shareholders that so request and state their mail address. The documents will also be held available at the Extraordinary General Meeting.

Processing of personal data

For information on how personal data is processed in relation the Meeting, see the privacy notice available on Euroclear's website: <https://www.euroclear.com/dam/ESw/Legal/Privacy-notice-bolagsstammor-engelska.pdf>.

Lund, Sweden, February 2020
NeuroVive Pharmaceutical AB (publ)
The Board of Directors

The information was submitted for publication, through the agency of the contact person set out below, at 08:35 a.m. CEST on 19 February, 2020.

For more information please contact:

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For news subscription, please visit <http://www.neurovive.com/press-releases/subscription-page/>

About NeuroVive

NeuroVive Pharmaceutical AB is a leader in mitochondrial medicine, with one project in clinical phase I (KL1333) for chronic treatment of primary mitochondrial diseases and one project, in preparation for clinical trials (NV354), for treatment of primary mitochondrial diseases with Complex I deficiency. NeuroSTAT for traumatic brain injury (TBI) is ready to enter a clinical phase II efficacy study. The R&D portfolio also consists of early projects for primary mitochondrial disease, and NASH. NeuroVive's ambition is to take drugs for primary mitochondrial diseases through clinical development and all the way to market, with or without partners. For the TBI and NASH projects the goal is to enter strategic partnerships. A subset of compounds under NeuroVive's NVP015 program has been licenced to Fortify Therapeutics, a BridgeBio company, for local treatment development of Leber's Hereditary Optic Neuropathy (LHON). NeuroVive is listed on Nasdaq Stockholm, Sweden (ticker: NVP). The share is also traded on the OTC Market's Pink Open market in the US (OTC: NEVPF).

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