

FAQ

Reverse stock split (share consolidation) NOXXON Pharma N.V.¹

Questions	Answers
1. What is the event?	It is intended to implement a reverse stock split whereby every 100 existing shares with a nominal value of 1 eurocent each, will be consolidated into 1 share with a nominal value of 1 euro each.
2. How was this event announced?	On 14/15 April 2022 the board of directors of NOXXON convened an extraordinary general meeting to request the approval of the general meeting for the reverse stock split, which was also announced in a press release published on 14 April 2022.
3. When was this resolved upon?	The general meeting resolved upon the reverse stock split during the extraordinary general meeting held on 16 May 2022.
4. How will the reverse stock split be implemented?	The reverse stock split will be implemented by combining and converting every 100 (old) shares of EUR 0.01 nominal value each into 1 (new) share of EUR 1 nominal value by way of partial amendment of the articles of association of NOXXON. The partial amendment of the articles of association will be effected by virtue of a Dutch notarial deed. The proposed amendment has been approved by the general meeting during the extraordinary general meeting held on 16 May 2022.
5. What is the conversion ratio for the reverse stock split?	<p>The conversion ratio is 1 new share for every 100 old shares.</p> <p>All shares held by a shareholder will be aggregated, then divided by 100 and rounded down to the nearest whole number of shares. No fractions of shares will be created.</p>
6. What will happen to fractional entitlements of shares?	As explained in the answer to question 5 shareholders will not receive fractions of shares. Instead, shareholders will be given the opportunity to buy and sell shares to try to come to a number of shares divisible by 100

¹ FAQ constitutes an annex to the NOXXON press release published on June 23, 2022, “NOXXON announces corporate action to start the parity period”

	<p>during a 30-day parity period. This 30-day parity period will be applied by NOXXON voluntarily as the obligation thereto only applies to companies organized under French law. NOXXON is a company incorporated under Dutch law and no similar obligations apply to Dutch companies listed on Euronext Growth Paris.</p> <p>Insofar shareholders after the end of the 30-day parity period have a fractional entitlement, these fractional entitlements will be aggregated to whole shares which whole shares will be sold on the market by or at the instruction of the relevant brokers with the proceeds to be distributed to the holders of such fractional entitlements pro rata their factional entitlement.</p>
7. How will the payment of proceeds in relation to fractional entitlements take place and when can such payment be expected?	<p>Following the sale of the shares aggregated from fractional entitlements (as referred to in the answer to question 6, above), will be paid in EUR through the brokers at the securities accounts of the relevant shareholders. The sale of the shares aggregated from fractional entitlements is not controlled by NOXXON.</p> <p>The payments will be subject to the market conditions and measures being followed by the relevant brokers to maintain an orderly market. As such the exact payment dates cannot be confirmed at this stage. Even though not controlled by NOXXON, the expectation is that the payments are likely to be made before the beginning of September.</p>
8. Do I have to take any action to receive new shares or to receive payment for fractional entitlements?	No, you do not have to take any action to receive new shares or payment for fractional entitlements.
9. When is the record date for the reverse stock split?	29 July 2022.
10. Is there a period in the reverse stock split process during which I cannot exercise my option rights/conversion rights?	You cannot exercise such rights as of noon on 25 July 2022 up and until 29 July 2022.
11. Until what date can I receive old shares by exercising my option rights/conversion rights?	28 July 2022 will be the last day on which the issuance of old shares and conversion into old shares will be settled.

12. Is there a period in the reverse stock split process during which I cannot trade my shares?	No, you will be able to trade your shares throughout the entire reverse stock split process.
13. When is the last trading day of the old shares?	27 July 2022.
14. When is the first trading day of the new shares?	28 July 2022.
15. When will my old shares be replaced with new shares?	1 August 2022.
16. What is the ISIN for the new shares?	ISIN: NL0015000YE1

Summary Timetable

Description	Date
Start of the 30-day parity period	27 June 2022
Last moment to exercise option rights/conversion rights	Noon CEST 25 July 2022
Start of the suspension period	Noon CEST 25 July 2022
Last trading day of the old shares	27 July 2022
End of the 30-day parity period	27 July 2022
Ex-Date, first trading day of the new shares	28 July 2022
Last day of settlement of exercised option and conversion rights into old shares	28 July 2022
Record date	29 July 2022
Last day of the suspension period	29 July 2022
Settlement of the reverse stock split and first day of settlement of exercised option and conversion rights into new shares	1 August 2022
Payment proceeds of aggregated whole shares to holders of fractional entitlements	Expected before the beginning of September but subject to the market conditions and measures being followed by relevant brokers to maintain an orderly market.