

**The board of director's in NeuroVive Pharmaceutical AB (publ) (corp.reg.no. 556595-6538) (the "Company") a) proposal regarding resolution to amend the articles of association and b) resolution to, subject to approval by the general meeting, issue new shares and warrants (Units) with preferential rights for existing shareholders (item 6)**

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*a) Proposal regarding resolution to amend the articles of association*

To enable the new issue of shares and warrants with preferential rights for existing shareholders in accordance with item b) below, the limits for the share capital and the number of shares in the articles of association must be amended.

The board of directors therefore proposes that the general meeting resolves to amend the limits of the share capital in the articles of association from minimum SEK 591,000 and maximum SEK 2,364,000 to minimum SEK 1,500,000 and maximum SEK 6,000,000. If the general meeting resolves in accordance with the proposal, § 4 of the articles of association will have the following wording:

"The share capital shall be not less than SEK 1,500,000 and not more than SEK 6,000,000."

The board of directors also proposes that the general meeting resolves to amend the limits of the number of shares in the articles of association from minimum 11,820,000 and maximum 47,280,000 to minimum 30,000,000 and maximum 120,000,000. If the general meeting resolves in accordance with the proposal, § 5 of the articles of association will have the following wording:

"The number of shares shall be not less than 30,000,000 and not more than 120,000,000."

*b) Resolution to, subject to approval by the general meeting, issue new shares and warrants (Units) with preferential rights for existing shareholders*

The board of directors resolves, subject to approval by the general meeting, to increase the Company's share capital with not more than SEK 899,248 by an issue of not more than 17,984,960 new shares.

Further, the board of directors resolves, subject to approval by the general meeting, to issue not more than 2,248,120 warrants of series 2016/2017:1, entitling to subscription of not more than 2,248,120 shares in the Company, whereby the Company's share capital may, upon exercise of the warrants of series 2016/2017:1, increase with not more than SEK 112,406, and to issue not more than 2,248,120 warrants of series 2016/2017:2, entitling to subscription of not more than 2,248,120 shares in the Company, whereby the Company's share capital may, upon exercise of the warrants of series 2016/2017:2, increase with not more than SEK 112,406.

The issues shall be considered as one resolution and be conducted through issuance of so called Units (the "Issue").

The Issue shall be conducted with preferential rights for existing shareholders on the terms and conditions set out below.

1. Persons who, on the record date for the Issue are recorded as shareholders of the Company shall have preferential right to subscribe for Units in the Issue. The shareholders are entitled to subscribe for Units pro rata in relation to the number of shares they hold before.
2. One (1) existing share entitles to one (1) Unit right. Fourteen (14) Unit rights entitle to subscription of one (1) Unit, consisting of eight (8) new shares, one (1) warrant of series 2016/2017:1 and one (1) warrant of series 2016/2017:2. One (1) warrant of series 2016/2017:1 entitles to subscription of one (1) share in the Company and one (1) warrant of series 2016/2017:2 entitles to subscription of one (1) share in the Company.
3. The subscription price per Unit is SEK 42, corresponding to a subscription price of SEK 5.25 per share. The warrants are issued without consideration.
4. In the event that all Units are not subscribed for with Unit rights, i.e. preferential rights, the board of directors shall, within the limit of the maximum amount of the Issue, resolve on allocation of Units that are not subscribed for with preferential rights. Such allocation shall firstly be made to subscribers that have subscribed for Units with Unit rights, irrespectively if they were shareholders at the record date or not, and, should the Issue be oversubscribed, in relation to the number of Units such persons have subscribed for in the Issue and, if this cannot be made, through drawing of lots. Allocation shall secondly be made to other subscribers who have subscribed for Units without Unit rights and, should the Issue be oversubscribed, in relation to the number of Units that such persons have given notice to subscribe for, and if this cannot be made, through drawing of lots. Thirdly, allocation may be made to guarantors pro rata in relation to guaranteed amount.
5. The record date for deciding which shareholders who are entitled to subscribe for Units with preferential right shall be Friday 8 April 2016.
6. Subscription of Units with Unit rights shall be made through payment in cash during the period from and including 18 April 2016 to and including 2 May 2016. The board of directors shall have the right to extend the subscription period and payment period.

7. Subscription of Units without Unit rights shall be made during the period stated in item 6 above. Such subscription shall be made on a separate subscription list. Payment for Units subscribed for without preferential rights shall be made in cash no later than three (3) banking days after the contract notes evidencing the allocation of Units has been sent out. The board of directors shall have the right to extend the subscription period and payment period.
8. Subscription as concerns 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 Units shall be made in cash no later than three (3) banking days after the contract notes evidencing the allocation of Units has been sent out. The board of directors shall have the right to extend the subscription period and payment period.
9. The new shares entitle to dividends for the first time on the first record date for dividend that take place after the 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. The new shares issued after subscription with warrants of series 2016/2017:1 and series 2016/2017:2 entitle to dividends for the first time on the first record date for dividend that take place after the new shares has been registered with the Swedish Companies Registration Office and been recorded in the share register kept by Euroclear Sweden AB.
10. One (1) warrant of series 2016/2017:1 entitles the holder to subscribe for one (1) new share in the Company and the subscription price shall be SEK 6.50.  
  
One (1) warrant of series 2016/2017:2 entitles the holder to subscribe for one (1) new share in the Company and the subscription price shall correspond to 70 percent of the volume-weighted average price of the Company's share at Nasdaq Stockholm during the 15 trading days prior to the subscription period commences, but not less than SEK 8.
11. Subscription of shares in the Company with warrants of series 2016/2017:1 may take place during the period from and including 2 January 2017 up to and including 28 February 2017.  
  
Subscription of shares in the Company with warrants of series 2016/2017:2 may take place during the period from and including 1 June 2017 up to and including 30 June 2017.
12. The complete terms and conditions for warrants of series 2016/2017:1 and series 2016/2017:2 can be found in Appendix A and Appendix B.

Documents in accordance with Chapter 13, Section 6 and Chapter 14, Section 8 in the Swedish Companies Act is attached, Appendix 1-2.

The managing director, or any other person appointed by the board of directors, shall have the right to take those minor measures that may be required in order to register the resolution with the Swedish Companies Registration Office and Euroclear Sweden AB.

The general meetings' resolution under item a)-b) above shall be resolved upon as one decision.

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Lund in February 2016

**NeuroVive Pharmaceutical AB (publ)**

*The board of directors*