

CIF A-18.758.300 Avda de la Innovación, n 1 Edificio BIC (Ofic 211) P. T. de Ciencias de la Salud 18100 Armilla (Granada) **Tel: 958 750 598**

Mercado Alternativo Bursátil Plaza de la Lealtad, 1 28014 Madrid

Granada, 14 May 2015

RELEVANT FACT OF NEURON BIO, S.A.

Dear Sirs,

In compliance with the provisions of the MAB circular 9/2010 on information to be provided by the companies in expansion integrated in the MAB, Neuron Bio S.A. hereby informs that its Board of Directors, at the meeting held the day before, has agreed:

1.- To call the General Shareholders' Meeting, at first call on 21 June 2015 at 12:00 am and in case the legal quorum has not been reached, at second call on 22 June 2015 at 12:00 am, in the company's registered office located at 18100 Armilla, Granada, Avda. de la Innovación nº 1 Parque de Ciencias de la Salud.

Notice of call is enclosed.

2.- To implement the process of listing of NEOL BIOSOLUTIONS, S.A. shares into the MAB.

3.- To establish the date for the free distribution with charge to the issue premium of 2,081,250 shares of NEOL BIOSOLUTIONS, S.A. (representing 24.83% of the capital), on 15 June 2015, once completed the transformation process represented through book entries. Entitled to receive shares of NEOL are those NEURON shareholders being so, at 24 hours of the immediate prior day to the day above mentioned. The value given to each NEOL share by the BOARD is \in 1.8 per share, as announced in the relevant fact from 24 March 2015. The proportion is going to be, one (1) share of NEOL BIOSOLUTIONS, S.A. for every four (4) shares of NEURON BIO, S.A. Small amounts will be paid by cash-settlement.

We remain at your disposal for any clarification you consider appropriate.

Fernando Valdivieso Amate Chairman of the Board of Directors





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NOTICE OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING

The Board of Directors of **NEURON BIO**, **S.A.** has agreed to call an Extraordinary General Shareholders' Meeting, to be held in the company's registered office located at 18100 Armilla, Granada, Avda. de la Innovación nº 1 Parque de Ciencias de la Salud on 21 June 2015 at 12:00 noon at first call and in case the legal *quorum* has not been reached, at second call on 22 June 2015 at 12:00 noon, with the following agenda:

- 1. Examination and approval, where appropriate, of the annual accounts corresponding to the financial year to 31 December 2014, as well as of the management of the Board of Directors during this financial year. Application of this result to 31 December 2014.
- 2. Authorization to the Board of Directors for the derivative acquisition of own shares.
- 3. Renewal of the external account auditors.
- 4. Amendment of the Articles of Association and adoption of a new regulation for the General Shareholders' Meetings.
- 5. Empowerment of the Board of Directors to increase the share capital by the issue of new ordinary shares, within the limits of Law and according to the article 297.1. (b) of the Spanish Law on Corporations. Delegation of power to the Board of Directors to determine the terms and conditions of the share capital increase, to take the necessary steps for its implementation, to adapt the corresponding articles of the Articles of Association to the new share capital amount and to grant whatever public or private documents are deemed necessary or convenient for the implementation of the capital increase. Request to the competent, national and international bodies in order to admit negotiation of new actions, thus revoking the delegation of the previous meeting.
- 6. Delegation of power to the Board of Directors to execute, rectify and formalize resolutions adopted in the meeting.
- 7. Requests and questions.
- 8. Approval of Minutes.

Right to attend and to be represented by a proxy

To exercise the right of attendance, the shareholder must have the shares registered in his own name in the corresponding book-entry register five (5) calendar days prior to the day scheduled for the Shareholders' Meeting. Any shareholder entitled to attend can be represented in the Extraordinary General Meeting by another person, even if such person is not a shareholder.

Right to information

From the date of publication of the meeting call, the shareholders shall have the right to examine at the registered office and request the handover or delivery free of charge or through the corporative website (www.neuronbio.com) copies of the annual accounts corresponding to the financial year to 31 December 2014, the report by the External Auditor of the mentioned annual accounts, as well as the reports by the Board of Directors on the items of the agenda where required, included the report on the planned amendment of the Articles of Association that incorporates the complete text of the proposed modification and its justification.

Addendum to the notice of call

In accordance to the article 172 of the Spanish General Law of Mercantile Corporation, the article 17 of the Company Bylaws and article 9 of the Regulations of the General Shareholders' Meeting, shareholders representing at least five percent of the share capital may request the publication of an addendum to the Notice of the General Shareholders' meeting including one or more additional





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agenda items. This right should be exercised by making a reliable notification, which will have to be received at the registered offices within five days from the publication of the notice of call. The addendum to the notice of call shall be published at least fifteen days prior to the date established for the General Shareholders' Meeting.

Madrid, 13 May 2015 The Secretary of the Board

