



Press Release

GeNeuro publishes a Universal registration document and a trading admission Prospectus for the new shares issued pursuant to its €17.5 million private placement

Geneva, Switzerland, February 3, 2020 – 7.30 am CET GeNeuro (Euronext Paris: CH0308403085 – GNRO), a biopharmaceutical company developing new treatments focused on stopping causal factors driving the progression of neurodegenerative and autoimmune diseases (the "Company"), announces the availability of a universal registration document and of an admission to trading prospectus for the new shares to be issued and admitted to trading on February 4, 2020 on Euronext Paris, following the €17.5 million private placement whose result was announced on January 31, 2020.

GeNeuro's universal registration document was filed on January 31, 2020, with the Autorité des Marchés financiers (the "AMF) under number D.20-0023 (the "Universal Registration Document").

The GeNeuro prospectus, comprising the Universal Registration Document, a securities note and summaries in French and English of the prospectus (included in the securities note), was approved by the AMF on January 31, 2020 under number 20-024 (the "Prospectus").

The Universal Registration Document and the Prospectus may be consulted on the AMF's internet website (<u>www.amf-france.org</u>) as well as on GeNeuro's website under http://www.geneuro.ch/en/investors/documentation-2/regulated-information

GeNeuro draws investors' attention to the section "Risk factors" detailed in Chapter 3 of the Universal Registration Document and in chapter 2 of the securities note.

About GeNeuro

GeNeuro's mission is to develop safe and effective treatments against neurological disorders and autoimmune diseases, such as multiple sclerosis, by neutralizing causal factors encoded by HERVs, which represent 8% of human DNA. GeNeuro is based in Geneva, Switzerland and has R&D facilities in Lyon, France. It has 23 employees and rights to 17 patent families protecting its technology.

For more information, visit: https://www.geneuro.com

Contacts

GeNeuro	NewCap (France)	Halsin Partners	LifeSci Advisors
Jesús Martin-Garcia Chairman and CEO	Investor Relations – Mathilde Bohin / Louis-Victor Delouvrier +33 1 44 71 98 52	Media Relations – Mike Sinclair	Investor Relations – Chris Maggos
+41 22 552 48 00	Media Relations – Arthur Rouillé +33 1 44 71 94 98	+44 20 7318 2955	+41 79 367 6254
investors@geneuro.com	geneuro@newcap.eu	msinclair@halsin.com	chris@lifesciadvisors.co

Legal notice

This announcement and the information contained herein do not constitute either an offer to sell or purchase, or the solicitation of an offer to sell or purchase, securities of GeNeuro S.A. (the "Company").

No communication or information in respect of the offering by the Company of its shares may be distributed to the public in any jurisdiction where registration or approval is required. No steps have been taken or will be taken in any jurisdiction where such steps would be required. The offering or subscription of shares may be subject to specific legal or regulatory restrictions in certain jurisdictions. The Company takes no responsibility for any violation of any such restrictions by any person.

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This announcement is an advertisement and not a prospectus within the meaning of Regulation (EU) 2017/1129 (the "Prospectus Regulation"), as implemented in each member State of the European Economic Area.

A prospectus for the admission to trading on Euronext Paris of the newly issued shares, comprised of a Universal Registration Document filed with the AMF on January 31, 2020 under number D.20-0023, of a Securities Note and of summaries in French and English (included in the Securities Note) has been approved by the AMF under number 20-024. The prospectus is available on the Company's website (http://www.geneuro.ch/en/investors/documentation-2/regulated-information) and on the AMF website (www.amf-france.org).

No action has been undertaken or will be undertaken to make available any shares of the Company to any retail investor in the European Economic Area. For the purposes of this press release, the expression "retail investor" means a person who is one (or more) of the following:

- a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or
- a customer within the meaning of Directive 2016/97/EU, as amended, where that customer would not qualify as a
 professional client as defined in point (10) of Article 4(1) of MiFID II; or not a "qualified investor" as defined in the
 Prospectus Regulation; and
- -the expression "offer" includes the communication in any form and by any means of sufficient information on the terms of the offer and the shares to be offered so as to enable an investor to decide to purchase or subscribe the shares.

The Company's shares in connection with the capital increase are not being offered or sold, directly or indirectly, to the public in France to persons other than qualified investors. Any offer or transfer of shares of the Company or distribution of offer documents has only been and will only be made in France to qualified investors as defined by Article 2(e) of the Prospectus Regulation and in accordance with Articles L. 411-1 and L. 411-2 of the French Monetary and Financial Code. This document may not be distributed, directly or indirectly, in or into the United States. This document does not constitute an offer of securities for sale nor the solicitation of an offer to purchase securities in the United States or any other jurisdiction where such offer may be restricted. Securities may not be offered or sold in the United States absent registration under the U.S. Securities Act of 1933, as amended (the "Securities Act") except pursuant to an exemption from, or in a transaction not subject to, the registration requirements thereof. The securities of the Company have not been and will not be registered under the Securities Act, and the Company does not intend to make a public offering of its securities in the United States. Copies of this document are not being, and should not be, distributed in or sent into the United States.

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