

#### Santhera Pharmaceuticals Holding AG

Hammerstrasse 49 CH-4410 Liestal / Switzerland Phone +41 61 906 89 50 Fax +41 61 906 89 51

www.santhera.com

# Santhera's Shareholders Approve all Board Proposals at Annual Shareholders' Meeting

Liestal, Switzerland, May 11, 2016 – Santhera Pharmaceuticals (SIX: SANN) announces that a large majority of shareholders approved all proposals by the Board of Directors at the Annual Shareholders' Meeting (ASM) today. Participating shareholders represented a total of 3'211'953 shares or 51.2% of the share capital with voting power.

"The results of today's ASM are a strong vote of confidence in our strategy and achievements and I thank our shareholders for their consent and support," said **Martin Gertsch**, Chairman of the Board of Directors. "Indeed, 2015 was an exceptionally successful year for Santhera with many milestones. After the European Commission granted marketing approval for Raxone<sup>®</sup> for the treatment of Leber's hereditary optic neuropathy (LHON), we are at present advancing the commercial roll-out across Europe. The regulatory filing for the second indication Duchenne muscular dystrophy (DMD) in Europe will follow very soon and we have now requested a meeting with the FDA to discuss the filing also in the US. Financially, we closed 2015 with a positive result and our strong cash position from successful financings allows us to advance our development programs and support our transition to a fully integrated specialty pharmaceutical company."

#### Approval of the 2015 Annual Report, result appropriation and reallocation of reserves

The shareholders endorsed the Annual Report, the annual financial statements and the consolidated financial statements for 2015, the appropriation of the net result of CHF –2,963,843 to new account as well as the reallocation of reserves from capital contribution to free reserves. Furthermore, the shareholders granted discharge to the members of the Board of Directors and Executive Management for the financial year 2015.

# Improved capital structure supports strategic flexibility and expansion of the organization

The shareholders approved the increase and extension of the authorized capital and the increase of the conditional capital for employee participation. With their consent, the shareholders strengthen the financial flexibility of the Company, particularly in view of upcoming regulatory submissions, additional clinical development efforts, continuation of commercial roll-out and the related build-up and expansion of the organization with qualified staff.

# Remuneration for Board of Directors and Executive Management approved

In a consultative vote, the shareholders endorsed the Compensation Report 2015. The shareholders consented to the total annual compensation amounts for members of the Board of Directors up to the Annual Shareholder's Meeting 2017. For Executive Management, the shareholders approved the alignment of the compensation period of the fixed compensation to the financial year of the Company (January 1 to December 31) and gave their consent to the fixed compensation for the

# Santhera's Shareholders Approve all Board Proposals at Annual Shareholders' Meeting

May 11, 2016 / Page 2 of 3

financial years 2016 and 2017. Subsequently, they also approved the change of the voting procedure on the variable compensation to a retrospective approval which will apply first time for the business year 2016.

# Re-election of members of the Board of Directors

Shareholders confirmed Martin Gertsch and Jürg Ambühl as members of the Board of Directors and the Compensation Committee. Furthermore, Martin Gertsch was re-elected as Chairman of the Board for another term of one year.

Shareholders also supported the appointment of Ernst & Young Ltd. as auditors for the financial year 2016 and elected Dr. Balthasar Settelen, Basel, as independent proxy until the close of the Annual Shareholders' Meeting 2017.

#### Details on the agenda items

The proposals and explanations about the agenda items are available on the Company's website at *Investors and Media/Investor toolbox/Shareholder Meetings*. From end of this week, the protocol of the Annual Shareholder's Meeting will also be available.

#### **New website**

Santhera has today launched its new www.santhera.com website. The new website has been designed to reflect the Company's business focus and market strategies and supports the positioning of Santhera as a leader in developing medicines to meet the needs of patients living with mitochondrial disorders and other rare diseases.

#### **About Santhera**

Santhera Pharmaceuticals (SIX: SANN) is a Swiss specialty pharmaceutical company focused on the development and commercialization of innovative pharmaceutical products for the treatment of orphan mitochondrial and neuromuscular diseases. Santhera's lead product Raxone<sup>®</sup> is authorized in the European Union for the treatment of Leber's hereditary optic neuropathy (LHON). Santhera develops Raxone<sup>®</sup> in two additional indications, Duchenne muscular dystrophy (DMD) and primary progressive multiple sclerosis (PPMS), and omigapil for congenital muscular dystrophy (CMD), all areas of high unmet medical need. For further information, please visit the Company's website www.santhera.com.

Raxone® and Catena® are trademarks of Santhera Pharmaceuticals.

# For further information, contact:

Thomas Meier, PhD, Chief Executive Officer Phone +41 61 906 89 64 thomas.meier@santhera.com

#### **US** investor contact

Hans Vitzthum, LifeSci Advisors, LLC Phone +1 212 915 2568 hans@lifesciadvisors.com Christoph Rentsch, Chief Financial Officer Phone +41 61 906 89 65 christoph.rentsch@santhera.com

# **US Public Relations contact**

Deanne Eagle, Planet Communications Phone +1 917 837 5866 deanne@planetcommunications.nyc

# Santhera's Shareholders Approve all Board Proposals at Annual Shareholders' Meeting

May 11, 2016 / Page 3 of 3

# Disclaimer / Forward-looking statements

This communication does not constitute an offer or invitation to subscribe for or purchase any securities of Santhera Pharmaceuticals Holding AG. This publication may contain certain forward-looking statements concerning the Company and its business. Such statements involve certain risks, uncertainties and other factors which could cause the actual results, financial condition, performance or achievements of the Company to be materially different from those expressed or implied by such statements. Readers should therefore not place undue reliance on these statements, particularly not in connection with any contract or investment decision. The Company disclaims any obligation to update these forward-looking statements.