



Société Anonyme à Conseil d'Administration
au capital de 4.994.483,01 euros
Siège social : 49 boulevard du Général Martial Valin, 75015 Paris
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COMPLETION OF THE MERGER BETWEEN VALERIO THERAPEUTICS AND ITS SUBSIDIARY VALOUR BIO

Paris (France), December 12th, 2025

Valerio Therapeutics SA (Euronext Growth Paris: ALVIO), hereinafter '**Valerio Therapeutics**' or the '**Company**', announces the definitive completion of the merger-absorption of its subsidiary Valour Bio.

As Valerio Therapeutics holds 90.01% of the capital and voting rights of Valour Bio, the merger was carried out under the simplified procedure, in accordance with the applicable legal and regulatory provisions.

The board of directors of Valerio Therapeutics, on the one hand, and the extraordinary general meeting of Valour Bio, on the other hand, met on 10 December 2025 and noted the completion of the transaction. The merger-absorption resulting in the dissolution without liquidation of Valour Bio took effect on 10 December 2025, it being specified that it will be retroactive to 1 January 2025 for tax and accounting purposes.

In consideration for the contributions made by Valour Bio shareholders and in accordance with the exchange ratio (1 Valour Bio share for approximately 1.91 Valerio Therapeutics share), Valerio Therapeutics increased its share capital by a nominal amount of €106,004.40 through the issue of 10,600,440 new ordinary shares with a nominal value of €0.01 each, fully paid up and allocated to Valour Bio shareholders (with the exception of Valerio Therapeutics).

These new shares have been submitted for admission to trading on Euronext Growth Paris. The new shares are admitted to Euronext Growth Paris on the same listing line as the existing shares (ISIN: FR0010095596). Following the transaction, the Company's share capital amounts to €4,994,483.01, divided into 499,448,301 ordinary shares with a par value of €0.01 each.

For more information, visit www.valeriotx.com.

CONTACTS

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Forward-Looking Statements

This press release contains express or implied forward-looking statements relating to Valerio Therapeutics and its business. These statements depend on known and unknown risks, uncertainties and other factors that could cause Valerio Therapeutics' actual results, financial conditions, performance or achievements to differ materially from any results, financial conditions, performance or achievements expressed or implied by such forward-looking statements. Valerio Therapeutics issues this press release as of this date and does not undertake any obligation to update any forward-looking statements contained herein, whether as a result of new information, future events or otherwise. For a description of the risks and uncertainties that could cause Valerio Therapeutics' actual results, financial conditions, performance or achievements to differ from those contained in the forward-looking statements, please refer to the Risk Factors described in the Company's annual financial report or other periodic financial report or press release available free of charge on the Company's website (www.valeriotx.com) and/or the AMF website (www.amf-france.org).