The offer
Nordic Transport Group Holding A/S ("NTG Holding"), Central Business Register no. 39 56 97 79, which is owned by the owners of the freight forwarding business Nordic Transport Group A/S ("Nordic Transport Group"), Central Business Register no. 36 47 15 73, has decided to make a voluntary, public takeover offer to the shareholders of NeuroSearch A/S ("NeuroSearch") to acquire the total share capital of NeuroSearch against cash consideration (the "Offer").

According to the Offer, NeuroSearch's shareholders will be offered cash consideration of DKK 4.45 for each share of a nominal value of DKK 1.00. The shares in NeuroSearch have according to the Articles of Association of NeuroSearch a nominal value of DKK 0.05, but the shares are traded at Nasdaq 20 shares at a time equalling a trading size of nominal DKK 1.00.

The Offer will be unconditional and will not be subject to a minimum acceptance threshold.

NeuroSearch
In 2012, NeuroSearch had to acknowledge that it was no longer possible to obtain funding to continue its ongoing research and development activities.
By company announcement no. 9-18 of 16 May 2018, NeuroSearch announced that NeuroSearch had entered into an agreement with Teva Pharmaceuticals ("Teva") that facilitates Teva's sale of the rights to the medicinal product Pridopedine acquired by Teva from NeuroSearch. Such a sale could potentially result in a one-off payment of USD 450,000 to NeuroSearch.

As of now, NeuroSearch's remaining assets consist of:

- Bank deposits totalling approx. DKK 74m as at 31 December 2017.
- An illiquid, small shareholding in the company Atonomics A/S. As at 15 January 2018, Atonomics A/S filed a petition for bankruptcy and, therefore, the company's shares are considered to be of no value.
- Potential one-off payment of USD 450,000 from Teva on condition that the rights to Pridopedine are sold by Teva to a third party, see NeuroSearch's company announcement no. 9-18 of 16 May 2018.
- A tax loss of around DKK 1.7bn.

Provided the agreement with Teva is finally completed, NeuroSearch's earnings expectations for 2018 may be adjusted from a loss of DKK 3.5-4.5m to a loss of DKK 0.8-1.8m.

On the basis of the situation in NeuroSearch, the board of directors of NeuroSearch has announced that, if no satisfactory offer to purchase NeuroSearch is made, the board of directors intends to propose at the general meeting that NeuroSearch be liquidated on a solvent basis.

On 27 April 2018, it was announced that NeuroSearch had received notification from Gefion Group Investments A/S that Gefion Group Investments A/S had resolved to submit a conditional, voluntary tender offer at a price of DKK 4.00 for each share before 25 May 2018. As a result, the board of directors withdrew its proposal to liquidate the company on a solvent basis for the purpose of awaiting the clarification of a potential sale of NeuroSearch.

By company announcement no. 10-18 of 25 May 2018, NeuroSearch announced an offer document from Gefion Group Investments A/S.

Shareholding in NeuroSearch
As at today's date, NTG Holding owns nominal DKK 1,202,243 shares in NeuroSearch, equalling 4.9% of the share capital in NeuroSearch.
**Nordic Transport Group's strategy**

Nordic Transport Group carries on freight forwarding activities in Denmark and in a number of other countries. In recent years, the activities have realised strong growth in revenue and earnings through both acquisitions and organic growth. Nordic Transport Group carries out all forms of transport services, including road transport, maritime transport and carriage by air, as well as logistics services (for more details, please go to the Group's website at www.ntg.dk).

The current activities in Nordic Transport Group and the Group's potential have now reached a level which naturally calls for a stock exchange listing as the Group’s next move.

After the takeover, the intention is for Nordic Transport Group to be consolidated with NeuroSearch, which will then change its name and continue all Nordic Transport Group's activities. The consolidation is to be subject to an exchange ratio being fixed on the basis of the companies' market capitalisation.

**Offer process and offer period**

The Offer will be conducted in accordance with Danish law, and the terms and conditions of the Offer will be set out in an offer document, which will be published by NTG Holding as soon as possible and no later than four weeks from the date of this announcement.

The offer period will commence at the publication of the offer document and is expected to expire four weeks after the publication of the offer document.

The full terms and conditions of the Offer, including details of how the Offer may be accepted, will be set out in the offer document, which will be published as soon as possible after the Danish Financial Supervisory Authority has approved the Offer.

NTG Holding reserves the right to extend the offer period in accordance with the terms and conditions of the Offer and applicable rules.

**Authority approvals**

The offer is not expected to be subject to any authority approval other than that given by the Danish Financial Supervisory Authority.

**Statement by the board of directors**
Pursuant to s. 22 of the Executive Order on Takeovers, NeuroSearch’s board of directors is under an obligation to release its statement concerning the Offer within the first half of the offer period.

**Language versions**

This announcement has been prepared in Danish as well as English. In case of discrepancies between the two versions, the Danish text prevails.

**Important information**

This announcement does not constitute an offer or invitation to purchase any securities in NeuroSearch or a solicitation of an offer to sell any securities, pursuant to the Offer or otherwise. This announcement does not constitute a takeover offer in respect of NeuroSearch’s shares.

The Offer will be made solely by means of an offer document approved by the Danish Financial Supervisory Authority, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted. NeuroSearch’s shareholders are advised to read the offer document and the related documents when published as they will contain important information.

**Contact**

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Copenhagen, 31 May 2018
On behalf of Nordic Transport Group Holding A/S
Morten Mathiesen, Chairman of the board of directors