



VALEO PHARMA™

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VALEO PHARMA FILES FINAL SHORT FORM PROSPECTUS FOR ITS UNIT OFFERING

MONTREAL, QUEBEC , July 15, 2019 – Valeo Pharma Inc. (CSE:VPH) (“**Valeo**” or the “**Company**”), a Canadian specialty pharmaceutical company, announced today that it has filed its final short form prospectus dated July 11, 2019 (the “**Final Prospectus**”) in each of the provinces and territories of Canada in connection with its fully marketed offering (the “**Offering**”) of units of the Company (“**Units**”) previously described in the Company’s press releases dated May 1, 2019 and May 27, 2019. The Offering is being led by Mackie Research Capital Corporation as the lead agent and sole bookrunner, on behalf of a syndicate, including Echelon Wealth Partners, Inc. (together, the “**Agents**”). Closing of the Offering is expected to take place on or around July 25, 2019 or such other date as the Company and the Agents may agree (the “**Closing Date**”).

The Final Prospectus provides for the sale of a minimum of 4,000,000 Units and a maximum of 16,000,000 Units at a price per Unit of \$0.50 (the “**Offering Price**”), each Unit consisting of one class A share in the capital of the Company (a “**Share**”) and one Share purchase warrant of the Company (a “**Warrant**”), for minimum gross proceeds of \$2,000,000 and a maximum of \$8,000,000. Each Warrant will be exercisable into one Share (a “**Warrant Share**”) at the price of \$0.60 per Warrant Share for a period of 36 months from the Closing Date.

If, at any time prior to the expiry date of the Warrants, the volume weighted average trading price of the Shares on the Canadian Securities Exchange (“**CSE**”) equals or exceeds \$1.10 for 20 consecutive trading days, the Company may, within 15 days of the occurrence of such event, deliver a notice to the holders of Warrants accelerating the expiry date of the Warrants to the date that is 30 days following the date of such notice (the “**Accelerated Exercise Period**”). Any unexercised Warrants shall automatically expire at the end of the Accelerated Exercise Period.

The Agents will receive an aggregate cash fee equal to 7% of the gross proceeds from the Offering (the “**Agents’ Fee**”), including in respect of any exercise of the Over-Allotment Option. In addition, the Company will grant the Agents, on the Closing Date, non-transferable compensation options (the “**Compensation Options**”) equal to 7% of the total



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number of Units sold under the Offering (including in respect of any exercise of the Over-Allotment Option). Each Compensation Option will entitle the holder thereof to purchase one Unit (a “**Compensation Option Unit**”) at an exercise price per Compensation Option Unit equal to the Offering Price for a period of 24 months after the Closing Date.

The Company has also granted to the Agents an option (the “**Over-Allotment Option**”), exercisable from time to time, in whole or in part, in the sole discretion of the Agents, up to 30 days from the Closing Date, to purchase up to an additional 15% of the number of Units, Shares and/or Warrants sold pursuant to the Offering on the same terms as the Offering to cover over-allotments, if any, and for market stabilization purposes.

The net proceeds raised under the Offering will be used for the purchase of inventory, funding product milestones and acquisitions, product launch expenses, new products filing fees, general corporate and working capital purposes.

The terms of the Offering and the securities being offered thereunder are subject to acceptance by the CSE.

This press release is not an offer to sell or the solicitation of an offer to buy the securities in the United States or in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to qualification or registration under the securities laws of such jurisdiction. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and such securities may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from U.S. registration requirements and applicable U.S. state securities laws.

About Valeo Pharma

Valeo Pharma is a specialty pharmaceutical company dedicated to the commercialization of innovative prescription products in Canada. With a focus on Neurodegenerative Diseases, Oncology, Women’s Health and Hospital Specialty Products, Valeo Pharma has a growing portfolio of innovative products and the full infrastructure to properly manage these products through all stages of commercialization. Valeo Pharma has exclusively launched Onstryv® (safinamide tablets) in Canada for the treatment of patients suffering from Parkinson’s Disease and has entered into a licensing agreement for exclusive rights register, distribute and market a low molecular weight heparin biosimilar in Canada.

Headquartered in Kirkland, Quebec, Valeo Pharma has all capabilities internally to register and market health care solutions for Canadian patients. For more information, please visit www.valeopharma.com and follow us on LinkedIn and Twitter.



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Forward Looking Statements

This press release contains forward-looking statements about closing of the Offering, the securities distributed in connection with the Offering, use of net proceeds of the Offering, acceptance of the terms of the Offering and the securities offered thereunder by the CSE, and Valeo's objectives, strategies and businesses that involve risks and uncertainties. These statements are "forward-looking" because they are based on our current expectations about the markets we operate in and on various estimates and assumptions. Actual events or results may differ materially from those anticipated in these forward-looking statements if known or unknown risks affect our business, or if our estimates or assumptions turn out to be inaccurate. Unless required by law or applicable regulations, Valeo undertakes no obligation to revise or update any forward-looking statement to reflect events or circumstances that occur after the date of this press release.

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

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