



To NASDAQ OMX Copenhagen A/S  
Announcement No. 17-09 / Copenhagen, 14 May 2009

**Topo Target A/S**  
Symbion  
Fruebjergvej 3  
DK 2100 Copenhagen  
Denmark  
Tel: +45 39 17 83 92  
Fax: +45 39 17 94 92  
CVR-nr: 25695771

[www.topotarget.com](http://www.topotarget.com)

## Notice to Convene Extraordinary General Meeting

Notice is hereby given that an Extraordinary General Meeting of TopoTarget A/S will be held on:

Wednesday 27 May 2009 at 4:00 PM.

The extraordinary general meeting will be held at:

Vilvorde Kursuscenter  
Vilvordevej 70  
2920 Charlottenlund

The agenda for the Extraordinary General Meeting is as follows:

1. Change of authorisation for the board of directors to increase the share capital.
2. Authority to the chairman of the general meeting.
3. Miscellaneous.

### Re. 1

In article 7 of the articles of association, the authorisation for the board of directors to increase the share capital is proposed to be increased from nominal DKK 6,630,451 to nominal DKK 66,304,510. If adopted, Article 7 will hereafter be worded as follows:

#### *"Article 7*

*The Board of Directors is until 20 April 2014 authorised at one or more times to increase the Company's share capital with up to nominal DKK 66,304,510.*

*Capital increases according to this authorisation can be carried out by the Board of Directors by way of contributions in kind (including e.g. acquisitions of existing businesses), conversion of debt and/or cash contributions and can be carried out with or without pre-emptive subscription rights for the Company's shareholders at the discretion of the Board of Directors.*

*The new shares shall be negotiable shares issued to bearer, but may be recorded in the name of the holder. The new shares shall not have any restrictions as to their transferability and no shareholder shall be obliged to have the shares redeemed fully or partly. The shares shall be with the same rights as the existing share capital. The new shares shall give rights to dividends and other rights in the Company from the time which is determined by the Board of Directors in connection with the decision to increase the share capital."*

### Re. 2

The Board of Directors proposes that the chairman of the meeting or a substitute duly appointed by him be authorised to apply for registration of the resolutions passed and to make any such

amendments thereto as may be required by the Danish Commerce and Companies Agency as a condition for registration or approval.

The adoption of proposal no. 1 of the agenda requires a majority in favour of the proposed resolution of at least two thirds of both the votes cast and of the voting share capital represented at the General Meeting.

The company's nominal share capital currently amounts to DKK 66,304,510 consisting of 66,304,510 shares of DKK 1 nominal value. At General Meetings, each share amount of DKK 1 nominal value carries one vote. The shareholders exercise their financial rights through their own deposit banks.

The agenda with the complete proposed resolutions will be available for inspection at the company's offices c/o Symbion, Fruebjergvej 3, DK-2100 Copenhagen Ø no later than eight days before the Extraordinary General Meeting and will be forwarded to all registered shareholders who have requested the same not later than eight days before the General Meeting.

Admission card: Any shareholder is entitled to attend the general meeting after having submitted a request for an admission card no later than Monday May 25 2009 at 4:00 PM. Admission cards are issued to shareholders registered in the company's Shareholder Register or against presentation of a deposit transcript from VP Securities Services or the account-holding bank. The transcript must not be dated more than eight days before the date of presentation.

Admission cards and voting papers may be requested at the company's website: [www.topotarget.com](http://www.topotarget.com). In order to do so, shareholders will need to type in their VP-account number. Shareholders can obtain their VP-account number from their own depository bank. Admission cards and voting papers may also be obtained through the company's offices on all weekdays (Saturdays excepted) in accordance with Article 12 of the Articles of Association either in person or by telephone at +45 39 17 83 92.

Shareholders who are unable to be present at the Extraordinary General Meeting may issue a proxy to the Board of Directors or to a person appointed by such shareholder attending the Extraordinary General Meeting.

## **TopoTarget A/S**

For further information, please contact:

Peter Buhl Jensen	Telephone	+45 39 17 94 99
CEO	Mobile	+45 21 60 89 22

## **Background information**

### **About TopoTarget**

TopoTarget (OMX: TOPO) is an international biotech company headquartered in Denmark, dedicated to finding "Answers for Cancer" and developing improved cancer therapies. The company was founded and is run by clinical cancer specialists and combines years of hands-on clinical experience with in-depth understanding of the molecular mechanisms of cancer.

TopoTarget has a broad clinical pipeline but is currently focusing on the development of belinostat, which has shown proof of concept as monotherapy in treating haematological malignancies and positive results in solid tumours where it can be used in combination with full doses of chemotherapy, and is in phase III in PTCL. TopoTarget's expertise in translational research is utilizing its highly predictive in vivo and in vitro cancer models. TopoTarget is directing its efforts on key cancer targets including HDACi, NAD<sup>+</sup>, mTOR, FasLigand and topoisomerase II inhibitors. The company's first marketed product Savene<sup>®</sup>/Totect<sup>®</sup> was

approved by EMEA in 2006 and the FDA in 2007 and is marketed by TopoTarget's own sales force in Europe and the US. For more information, please refer to [www.topotarget.com](http://www.topotarget.com).

**TopoTarget Safe Harbour Statement**

This announcement may contain forward-looking statements, including statements about our expectations of the progression of our preclinical and clinical pipeline including the timing for commencement and completion of clinical trials and with respect to cash burn guidance. Such statements are based on management's current expectations and are subject to a number of risks and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. TopoTarget cautions investors that there can be no assurance that actual results or business conditions will not differ materially from those projected or suggested in such forward-looking statements as a result of various factors, including, but not limited to, the following: The risk that any one or more of the drug development programs of TopoTarget will not proceed as planned for technical, scientific or commercial reasons or due to patient enrolment issues or based on new information from non-clinical or clinical studies or from other sources; the success of competing products and technologies; technological uncertainty and product development risks; uncertainty of additional funding; TopoTarget's history of incurring losses and the uncertainty of achieving profitability; TopoTarget's stage of development as a biopharmaceutical company; government regulation; patent infringement claims against TopoTarget's products, processes and technologies; the ability to protect TopoTarget's patents and proprietary rights; uncertainties relating to commercialization rights; and product liability expo-sure; We disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, unless required by law.