

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Alpha Cognition Inc. (the “Issuer”)

Trading Symbol: ACOG

Number of Outstanding Listed Securities: 149,733,036 (as of January 31, 2024)

Date: February 1, 2024

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer’s obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer’s ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term “Issuer” includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Report on Business

- 1. Provide a general overview and discussion of the development of the Issuer’s business and operations over the previous month. Where the Issuer was inactive disclose this fact.**

The Issuer is a clinical stage, biopharmaceutical company dedicated to developing treatments for patients suffering from Alzheimer’s disease, a devastating neurodegenerative disease, and Cognitive Impairment with mild Traumatic Brain Injury (“mTBI”), a disorder for which there are currently no approved treatment options.

The Issuer continued to work on its principal business objectives as noted below in section 2 during the month of January 2024.

2. Provide a general overview and discussion of the activities of management.

During the month of January 2024, management continued to support the Issuer's business activities and develop the Issuer's business, including activities in connection with the private placement offering (announced in the Issuer's news releases dated December 4, 2023, December 22, 2023 and January 19, 2024) (the "**Offering**").

On January 19, 2024, the Issuer closed the final tranche of its Offering. Pursuant to the final closing of the Offering, the Company issued 16,965,762 units of the Company at a price of US\$0.22 per unit for gross proceeds of US\$3,732,468. Each unit consists of a common share and a warrant, with each warrant entitling the holder to purchase an additional common share at a price of US\$0.31 for a period of three years. The gross proceeds of the Offering received to date are US\$8.45 million, which includes shares of the fully subscribed 30% overallotment. In connection with the final closing, Spartan Capital Securities, LLC ("**Spartan**") received cash compensation of US\$342,320 and was issued 1,037,330 compensation warrants of the Company, which may be exercised on the same terms as the private placement warrants. The Company also paid a consulting fee of US\$320,000 and issued 14,558,285 common shares to Spartan pursuant to a Consulting Agreement (see the Company's news release dated May 30, 2023). The Company also paid to certain finders aggregate cash commission of US\$48,858, being 6% of the gross proceeds raised under the Offering from investors introduced to the Company by such finders.

During the month of January 2024, management of the Issuer worked to advance its principal business objectives as follows:

- 1) continued to advance its development and commercialization activities for ALPHA-1062 in mild-to-moderate Alzheimer's disease, including program development and clinical manufacturing for ALPHA-1062;
- 2) continued with items discussed at the Investigational New Drug Application ("**IND**") meeting with the FDA on matters related to the potential IND and related preclinical activities for the research and development program for Cognitive Impairment with mTBI; and
- 3) continued to pursue the out-licensing of its traumatic brain injury ("**TBI**") indication of ALPHA-1062 to a newly formed company which will be seeking funding, where the TBI indication can be further developed.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

There were no new products or services developed or offered during the month of January 2024.

4. **Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.**

There were no products or services discontinued during the month of January 2024.

5. **Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.**

The Issuer did not enter into any new material business relationships during the month of January 2024.

6. **Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.**

There was no expiry or termination of any material reportable contract terms or agreements or cancellation of any financing arrangements during the month of January 2024. The Issuer continually updates and from time to time enters into contracts in support of its business objectives, in the normal course of business.

7. **Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.**

There were no acquisitions by the Issuer or disposition of the Issuer's assets that occurred during the month of January 2024.

8. **Describe the acquisition of new customers or loss of customers.**

There were no acquisition or new customers or loss of customers during the month of January 2024.

9. **Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.**

There were no new developments or effects on any of the Issuer's intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks, during the month of January 2024.

10. **Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.**

There were no employee hirings, terminations or lay-offs during the month of January 2024.

11. Report on any labour disputes and resolutions of those disputes if applicable.

There were no labour disputes during the month of January 2024.

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

There were no legal proceedings to which the Issuer became a party during the month of January 2024.

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

There was no new indebtedness incurred or related principal repaid by the Issuer during the month of January 2024.

14. Provide details of any securities issued and options or warrants granted.

Other than as disclosed in the table below, there were no securities issued or granted during the month of January 2024.

Security	Number Issued	Details of Issuance	Use of Proceeds
Common Shares	16,965,762	The common shares were issued pursuant to the Offering.	Aggregate proceeds of US\$3,732,468. The Issuer expects to use the net proceeds from the Offering for research and development, general and administrative matters, and working capital.
Common Shares	14,558,285	The common shares were issued to Spartan pursuant to the Offering and related Consulting Agreement.	N/A
Warrants	16,965,762	The warrants were issued pursuant to the Offering.	N/A

Finder's Warrants	1,037,330	The Finder's Warrants were issued to Spartan pursuant to the Offering and related Investment Banking Agreement.	N/A
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Please refer to the Issuer's CSE Form 9 *Notice of Issuance or Proposed Issuance of Listed Securities* dated December 4, 2023, December 22, 2023 and January 22, 2024 for additional details regarding the Offering.

15. Provide details of any loans to or by Related Persons.

There were no new loans to Related Persons made during the month of January 2024.

16. Provide details of any changes in directors, officers or committee members.

There were no changes in directors, officers or committee members during the month of January 2024.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

The trends and risks which are likely to impact the Issuer are detailed in the Issuer's annual information form for the year ended December 31, 2022 (the "AIF"), under the heading "Risk Factors", the Issuer's Management's Discussion and Analysis dated March 8, 2023 (the "MD&A"), under the heading "Other Risks and Uncertainties", and the Listing Statement under the heading "Item 17. Risk Factors". The AIF, MD&A, and Listing Statement can be viewed under the Issuer's profile on SEDAR+ (www.sedarplus.com).

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there were is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated February 1, 2024.

Don Kalkofen

Name of Director or Senior Officer

"Don Kalkofen"

Signature

Chief Financial Officer

Official Capacity

Issuer Details	For Month End	Date of Report
Name of Issuer		
Alpha Cognition Inc.	January 2024	February 1, 2024
Issuer Address		
c/o 1200 – 750 West Pender Street		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Vancouver, BC, V6C 2T8	N/A	858-344-4375
Contact Name	Contact Position	Contact Telephone No.
Michael McFadden	CEO	858-344-4375
Contact Email Address	Web Site Address	
mmcfadden@alphacognition.com	https://www.alphacognition.com/	