Revive Therapeutics Acquires Unique Psilocybin Assets

TORONTO, Feb. 17, 2021 (GlobeNewswire) -- Revive Therapeutics Ltd. ("Revive" or the "Company") (CSE: RVV, USA: RVVTF), a specialty life sciences company focused on the research and development of therapeutics for medical needs and rare disorders, is pleased to announce that, further to its press release dated December 21, 2020, it has entered into an asset purchase agreement (the "Agreement") with Newscope Capital Corporation ("Newscope") (CSE: PHRM) (OTCQB: PHRRF) to acquire the full rights to PharmaTher Inc.'s ("PharmaTher") intellectual property (the "Acquired Assets") pertaining to psilocybin (the "Acquisition"). PharmaTher, a wholly-owned subsidiary of Newscope, is a specialty life sciences company focused on the research and development of psychedelic pharmaceuticals.

Pursuant to the Agreement, Revive will pay aggregate consideration of up to CAD $10 million (the "Purchase Price"). The Purchase Price will be satisfied as follows: (i) $3 million in cash will be paid on the closing date; (ii) $4 million will be satisfied through the issuance of securities in the capital of Revive and (iii) up to $3 million, in either cash or securities in the capital of Revive, in the event that Revive achieves certain milestones, which include Revive obtaining FDA orphan drug designation for psilocybin in the treatment of stroke, traumatic brain injury, or cancer, the commencement of a Phase 2 clinical trial and the regulatory filing for market authorization, such as U.S. Food and Drug Administration ("FDA") approval. In addition to the Purchase Price, Revive will also pay Newscope a low single digit royalty on all future net sales of products derived from the Acquired Assets.

The Acquired Assets will include all of the following:

- All intellectual and work property derived from pre-clinical research activities from the National Health Research Institutes ("NHRI") in traumatic brain injury and stroke, as it relates to psilocybin with the aim to obtain FDA Orphan Drug Designation.

- Key provisional patent applications with the U.S. Patent and Trademark Office, which include:

  (i) Psilocybin in the Treatment of Neurological Brain Injury - United States Provisional Application Serial No. 63/011,493 – Relates to pharmaceutical compositions comprising psilocybin and their use for the treatment of neurological brain injuries and migraines.

  (ii) Use of Psilocybin in the Treatment of Cancer, United States Provisional Application Serial No. 63/113,913 – Psilocybin's use of significant unmet medical needs for Liver Carcinoma, Melanoma, Breast Neoplasms, Kidney Neoplasms and Acute Myeloid Leukemia.

  (iii) Psilocybin Pharmaceutical Combination Therapies, United States Provisional Application Serial No. 63/125,106 – Novel combinations of certain FDA approved drugs with psilocybin as a potential therapeutic option to reduce the side effects and improve the effectiveness of psilocybin to treat neurological disorders.

"With this acquisition, we have solidified our foundation in having a leading psychedelics pharmaceutical platform with a focus on proprietary psilocybin-based therapeutics that includes the development of an oral thin film product in collaboration with the University of Wisconsin-Madison, a novel biosynthetic version of psilocybin based on a natural biosynthesis enzymatic platform developed by Dr. Gavin Williams, Professor and Researcher at North Carolina State University, a clinical study with the University of Wisconsin evaluating psilocybin in the treatment of methamphetamine use disorder, and PharmaTher's psilocybin research initiatives and intellectual property in stroke, traumatic brain injury, cancer and drug combinations," said Michael Frank, CEO of Revive. "We are now in a position to advance our psilocybin program for future clinical development in various unmet clinical needs in mental health, cancer and neurological disorders."

"We are pleased to have partnered PharmaTher's psilocybin program with Revive as they have positioned themselves as a leader in psilocybin pharmaceutical development with their unique product and delivery technology offerings as well as their commitment in commercializing a biosynthetic form of psilocybin for long-term sustainability," said Fabio Chianelli, CEO of Newscope.

About Revive Therapeutics Ltd.

Revive is a life sciences company focused on the research and development of therapeutics for infectious diseases and rare disorders, and it is prioritizing drug development efforts to take advantage of several regulatory incentives awarded by the FDA such as Orphan Drug, Fast Track, Breakthrough Therapy and Rare Pediatric Disease designations. Currently, the Company is exploring the use of Bucillamine for the potential treatment of infectious diseases, with an initial focus on severe influenza and COVID-19. With its recent acquisition of Psilocin Pharma Corp., Revive is advancing the development of Psilocybin-based therapeutics in various diseases and disorders. Revive's cannabinoid pharmaceutical portfolio focuses on rare inflammatory diseases and the company was granted FDA orphan drug status designation for the use of Cannabidiol (CBD) to treat autoimmune hepatitis (liver disease) and to treat ischemia and reperfusion injury from organ transplantation. For more information, visit www.ReviveThera.com.

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Neither the Canadian Securities Exchange nor its Regulation Services Provider has reviewed or accepts responsibility for the adequacy or accuracy of this release.

Cautionary Statement

This press release contains 'forward-looking information' within the meaning of applicable Canadian securities legislation. These statements relate to future events or future performance. The use of any

of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on Revive's current belief or assumptions as to the outcome and timing of such future events. Forward looking information in this press release includes information with respect to the Company's cannabinoids, psychedelics and infectious diseases programs. Forward-looking information is based on reasonable assumptions that have been made by Revive at the date of the information and is subject to known and unknown risks, uncertainties, and other factors that may cause actual results or events to differ materially from those anticipated in the forward-looking information. Given these risks, uncertainties and assumptions, you should not unduly rely on these forward-looking statements. The forward-looking information contained in this press release is made as of the date hereof, and Revive is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. The foregoing statements expressly qualify any forward-looking information contained herein. Reference is made to the risk factors disclosed under the heading "Risk Factors" in the Company's annual MD&A for the fiscal year ended June 30, 2020, which has been filed on SEDAR and is available under the Company's profile at www.sedar.com.