

To the Copenhagen Stock Exchange
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TopoTarget A/S convenes an Extraordinary General Meeting

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

Monday 30 April 2007 at 4.00 pm (CET)

The General Meeting will be held at:

**Symbion Science Park
Fruebjergvej 3, DK-2100 Copenhagen
Meeting room M1**

The agenda for the General Meeting is as follows:

1. Proposals to adopt authorisations in the company's articles of association to the board of directors to increase the company's share capital.

A. As a new article 7a in the articles of association the following wording is proposed:

"The Board of Directors is until 1 May 2009 authorised at one or more times to increase the Company's share capital with up to nominal DKK 21,000,000.

Capital increases pursuant to this authorisation can only be carried out by the Board of Directors, at one or more times, in connection with contribution in kind of shares etc. in the Company with relation to the acquisition of Apoxis SA and through cash contribution in connection with offering of shares in the Company with the aim of obtaining capital to finance the consolidated operations of Apoxis SA and the Company



until the end of 2009. Capital increases can be carried out with or without pre-emptive subscription rights for the Company's shareholders at the discretion of the board of directors. Capital increases shall be carried out at market price.

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.

This authorisation shall be deemed rescinded when all payments have been defrayed by the Company to the sellers of Apoxis SA pursuant to the conditional share purchase agreement entered into between the sellers and the Company."

- B. In article 7 of the articles of association, the authorisation to increase the share capital is proposed to be increased from nominal DKK 846,830 to nominal DKK 5,000,000.

Article 7 will hereafter be worded as follows:

"The Board of Directors is until 1 May 2010 authorised at one or more times to increase the Company's share capital with up to nominal DKK 5,000,000.

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. Capital increases shall be carried out at market value.



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.”

2. In article 8, 1st paragraph of the articles of association “Danske Bank, Holmens Kanal 2-12, 1092 København K” is proposed to be changed to “VP Investor Services A/S (VP Services A/S), Helgeshøj Allé 61, post-office box 20, 2630 Taastrup.”

The 1st paragraph of article 8 will hereafter be worded as follows:

“The Company’s shares shall be bearer shares, but may be recorded in the name of the holder in the Company’s Share Register. The Company’s Share Register shall be kept and maintained by VP Securities Services, Helgeshøj Allé 61, post-office box 20, 2630 Taastrup.”

3. Authorisation to attorney-at-law Anders Cold and/or attorney-at-law Lars Lüthjohan Jensen to carry out the registration with the Commerce and Companies agency of the resolutions comprised by the above.
4. Miscellaneous.

It is noted that the adoption of the proposals for amendments to the Articles of Association comprised by item 1 and 2 on the agenda requires that the resolution is approved by at least two thirds of the votes given and two thirds of the votes represented at the general meeting.

The agenda and the complete proposed resolutions will be available for inspection at the company’s office c/o Symbion, Fruebjergvej 3, 2100 Copenhagen Ø not later than eight days before the Annual General Meeting, and will not later than eight days before the Annual General Meeting be sent to any recorded shareholder who have requested so.



Registered shareholders will receive a request form for an admission card and power of attorney.

Registration before the meeting is not possible. Please bring the request at the meeting and you will receive an admission card at the entrance. Power of attorney should be registered in advance. Please fax your power of attorney on +45 43 58 88 67 or use enclosed envelope no later than 4.00 pm (CET), Thursday 26 April 2007.

Shareholders, who are not registered, may request admission cards from TopoTarget A/S' office on all weekdays (Saturdays excepted) in accordance with article 12 of the Articles of Association.

Copenhagen, 19 April 2007

Board of Directors

For further information, please contact:

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Background information

About TopoTarget

TopoTarget (OMX - The Nordic Exchange: TOPO) is a biopharmaceutical company, headquartered in Denmark and with subsidiaries in the UK, Germany and the USA, dedicated to finding "Answers for Cancer" and developing improved cancer therapies. TopoTarget is founded and run by clinical cancer specialists and combines years of hands-on clinical experience with in-depth understanding of the molecular mechanisms of cancer. Focus lies on highly predictive cancer models and key cancer enzyme regulators (mainly HDAC, mTOR, and topoisomerase II inhibitors) and a strong development foundation has been built. TopoTarget has a broad portfolio of small molecule preclinical drug candidates and seven drugs are in clinical development, including both novel anti-cancer therapeutics and new cancer indications for existing drugs. Savene™ is TopoTarget's first product on the market. In addition to organic growth, TopoTarget consistently looks for opportunities to strengthen and expand its activities through acquisitions and in-licensing. For more information, please refer to 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 exposure; 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.

