

**Announcement no. 6/2007**

**To OMX Nordic Exchange.**

**Hørsholm, 10 April 2007**

**LIFECYCLE PHARMA A/S SUMMONS ANNUAL GENERAL MEETING**

LifeCycle Pharma A/S (OMX: LCP) (the "Company") will hold its Annual General Meeting on Tuesday, April 24, 2007 at 9:00 am (not 2.00 pm as previously announced) at the Radisson SAS Scandinavia Hotel, Amager Boulevard 70, DK-2300 Copenhagen S, Denmark.

Agenda:

1. Report of the Board of Directors on the Company's activities during the year.
2. Presentation of the audited Annual Report for approval and the discharge of the Board of Directors and the Management from their obligations.  
*The Board of Directors proposes that the audited Annual Report is approved and that discharge is granted to the Board of Directors and the Management.*
3. Decision as to the settlement of loss according to the adopted Annual Report.  
*The Board of Directors proposes that the year's net loss of DKK 147.7 million be carried forward by transfer to accumulated deficit.*
4. Election of members of the Board of Directors and alternates, if any.  
*Under Article 16 of the Articles of Association, the members of the Board of Directors are elected for one year at a time. All current members of the Board of Directors are standing for re-election.*
5. Election of Auditor.  
*The Board of Directors proposes re-election of PricewaterhouseCoopers, Statsautoriseret Revisionsaktieselskab, as the Company's elected auditor.*
6. Any motions from the Board of Directors and/or shareholders.

The Board of Directors has submitted the following proposals:

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- (a) *Increase and prolongation of existing authorization to issue warrants.*
- (b) *Change of the Company's registered office as provided in Article 2 of the Articles of Association as a result of the Danish Municipal Reform.*
- (c) *Additional method of convening general meetings under Article 11, second section, of the Articles of Association as a result of new statutory requirements.*
- (d) *Authorization for the Company to acquire own shares.*
- (e) *Authority for the chairman of the Annual General Meeting.*

**Details concerning the proposals made by the Board of Directors:**

**Re. agenda item 4**

The Board of Directors proposes that all current members of the Board of Directors, being Dr. Claus Braestrup, Dr. Thomas Dyrberg, Kurt Anker Nielsen, Dr. Jean Deleage and Dr. Gérard Soula, are re-elected until the Annual General Meeting to be held in 2008. Information concerning each member can be found in the Company's Annual Report for 2006 and at the Company's homepage [www.lcpharma.com](http://www.lcpharma.com).

**Re. agenda item 6(a)**

Under the existing authorization for the Board of Directors to issue warrants in Article 8 of the Articles of Association, 211,619 warrants remain un-issued. The Board of Directors proposes to amend Article 8 to authorize the issue of additional warrants - without pre-emption rights for the existing shareholders - that give the right to subscribe up to nominally DKK 600,000 shares in the Company to employees, executive directors, board members, consultants and advisors to the Company and its subsidiaries and to implement the corresponding capital increases. The Board of Directors also proposes to prolong the authorization to expire 5 years after this year's AGM. The Board of Directors believes that it is necessary for the Company, in order for it to be able to retain and attract a sufficient number of qualified employees, board members and consultants, to be able to offer warrants as part of the employment or affiliation with the Company etc.

The revised Article 8 is set forth below:

*"Article 8*

*The Board of Directors is until ~~1 July 2011~~ 23 April 2012 authorised, at one or more times, to issue up to ~~211,619~~ 811,619 warrants, each conferring a right to subscribe for 1 share of nominal DKK 1 in the Company, and to implement the corresponding increase of the share capital. The warrants can be*

*issued to employees, executive directors, board members, consultants and advisors to the Company and its subsidiaries without pre-emptive subscription rights for the Company's shareholders.*

*The exercise price for warrants, which are issued pursuant to the authorisation, shall at a minimum correspond to the market price of the Company's shares on the date of issuance of the warrants. The other terms for the warrants issued pursuant to this authorisation, including payment for the warrants, duration, exercise periods, vesting periods, adjustments as a result of corporate changes etc. shall be determined by the Board of Directors.*

*The Board of Directors is according to the Companies Act section 40 b, subsection 3 entitled to make such amendments to the Articles of Association which are connected with the issuance of warrants comprised by this clause or the exercise thereof."*

**Re. agenda item 6(b)**

As a result of the Danish Municipal Reform, it is proposed that the Company's registered municipality as provided in Article 2 of the Articles of Association be changed from Birkerød municipality to Rudersdal municipality.

The revised Article 2 is set forth below:

*"Article 2*

*The registered office of the Company is in the municipality of ~~Birkerød~~ Rudersdal."*

**Re. agenda item 6(c)**

As a consequence of an amendment to Section 73(2) of the Danish Public Companies Act, notice of general meetings in the Company must be given in the information system of the Danish Commerce and Companies Agency (Erhvervs- og Selskabsstyrelsen). Consequently, it is proposed that the method of convening general meetings of the Company as provided in Article 11, second section, of the Articles of Association be supplemented to the effect that in future, notice of general meetings must also be given in the electronic information system of the Danish Commerce and Companies Agency. Thus, future notices of general meetings will be given in the Danish Commerce and Companies Agency's electronic information system, in at least 1 national newspaper. Also, notice will be sent by ordinary mail to all shareholders recorded in the Share Register who have requested such notification.

The revised Article 11 is set forth below:

*"Article 11*

*General Meetings of the Company shall be held in Greater Copenhagen.*

*General Meetings shall be convened with a notice of minimum 8 days and maximum 4 weeks by publication in minimum 1 national newspaper and by announcement on the Danish Commerce and Companies Agency's IT information system. A convening notice shall, furthermore, be forwarded in writing by ordinary mail to all shareholders recorded in the Share Register who have requested such notification. The convening notice shall contain the agenda for the General Meeting. If the agenda contains proposals, the adoption of which require a qualified majority, the convening notice shall contain a specification of such proposals and their material contents.*

**Re. agenda item 6(d)**

The Board of Directors proposes that the Board of Directors be authorised until the next Annual General Meeting to arrange for the Company to acquire own shares up to a total nominal value of 10% of the Company's nominal share capital. The purchase price of such shares may not differ by more than 10% from the price quoted on OMX, Nordic Exchange at the time of the purchase.

**Re. agenda item 6(e)**

It is proposed that the chairman of the Annual General Meeting with right of substitution, be authorized to register the resolutions passed by the general meeting to the Danish Commerce and Companies Agency and to make such alterations to as the Agency may require or request for registration or approval.

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Adoption of the proposals to amend the Articles of Association (agenda items 6(a)-(c)) require that each such proposal is adopted by an affirmative vote of not less than 2/3 of the votes cast as well as of the voting share capital represented at the Annual General Meeting. The Company's share capital is currently nominal DKK 30,514,048 consisting of 30,514,048 shares of nominal DKK 1 each. At the Annual General Meeting, each share of nominally DKK 1 carries one vote.

At the latest, 8 days before the Annual General Meeting the agenda, the complete proposals as well as the annual report and the annual statement from the Board of Directors and management will be made available to the Company's shareholders at the Company's offices at Kogle Allé 4, DK-2970 Hørsholm, Denmark. The documents are also available at the Company's website, [www.lcpharma.com](http://www.lcpharma.com) and will be forwarded to all shareholders recorded in the Share Register who have requested such notification.


Admission card: Any shareholder is entitled to attend the Annual General Meeting after having submitted a request for an admission card no later than Monday, April 16, 2007 at 4:00 PM. Admission cards may be requested by contacting VP Securities Services A/S, Helgeshøj Allé 61, P.O. Box 20, 2630 Taastrup, telephone +45 43 58 88 66 or fax +45 43 58 88 67. Alternatively, via [www.lcpharma.com](http://www.lcpharma.com) or [www.uk.vp.dk/agm](http://www.uk.vp.dk/agm).

Shareholders who do not expect to be able to participate in the Annual General Meeting may grant proxy to the Board of Directors or to a person appointed by the shareholder.

Any shareholder, to whom admission card already has been issued, but who is prevented from attending the Annual General Meeting is kindly asked to notify the Company - preferably before Monday, April 23, 2007.

Copenhagen, April 10, 2007

On behalf of the Board of Directors



Dr. Claus Braestrup  
Chairman

**For further information please contact:**

**LifeCycle Pharma A/S**

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**About LifeCycle Pharma:**

LifeCycle Pharma is an emerging pharmaceutical company with a broad and late stage product pipeline in therapeutic areas of cholesterol management, hypertension and organ transplant. LifeCycle Pharma's most advanced product has been filed with the U.S. FDA and is expected to enter the US market in the first quarter of 2008. LifeCycle Pharma's product candidates are proprietary and designed to improve the quality of existing drugs by enhancing the release and absorption of drugs in the human body. LifeCycle Pharma's proprietary technology platform, MeltDose® technology, offers lower dosing, reduced side effects and improved safety and patient compliance as well as reduced product development time and production costs. LifeCycle Pharma has formed several partnerships with major pharmaceutical companies and is clinically developing product candidates within a number of areas, including cholesterol management, hypertension and organ transplant. LifeCycle Pharma is listed on the OMX Nordic Exchange under the trading symbol (LCP). Please visit [www.lcpharma.com](http://www.lcpharma.com) for further information about LifeCycle Pharma A/S.

