



May 9, 2024

Dear Knopp Member:

I am pleased to report that Knopp has restructured the contingent consideration under its 2022 agreement whereby Knopp sold its Kv7 platform to Biohaven (the "Purchase Agreement"). Under the amended Purchase Agreement, Knopp will receive \$150,000,000 worth of Biohaven stock (NYSE: BHVN) in two tranches of \$75 million: one in 2024 and one in 2025. Importantly, if Knopp holds the stock as of December 1 of the year of receipt and the market price has dropped below \$75 million, Biohaven will make a cash payment to ensure the value of the stock plus the cash payment equals \$75 million as of December 1. The reference price for the 2024 shares is \$40.0454 per share, which will result in the issuance to Knopp of 1,872,874 shares; the 2025 reference price will be determined next year based on the market price on the first anniversary of the restructuring. Additionally, Knopp received a 10-year warrant to purchase 294,195 shares of Biohaven stock at a purchase price per share of \$67.98, subject to certain specified development milestones and Biohaven achieving a specified market capitalization.

In exchange for the \$150 million in stock and the warrant, the royalty payments on sales of Kv7 products changed from being based on a scaled rate to a flat rate in the mid-single digits, the regulatory milestone payments were reduced, and revenue milestone payments were eliminated. Among the reasons the Knopp board approved the deal were (i) de-risking a portion of the deferred payments while maintaining a considerable upside potential, as the Kv7 platform, although highly promising, still has substantial hurdles to clear to achieve clinical and commercial success and (ii) facilitating Biohaven's ability to secure the substantial funding required to obtain regulatory approval and commercialize Kv7 products, ultimately also benefitting Knopp.

In April 2022, Knopp received \$35 million in cash and \$65 million in Biohaven stock as the initial consideration under the Purchase Agreement. (The Biohaven stock was sold for nearly \$75 million in September 2022.) Also, a \$25 million payment was received in September 2022 when Biohaven achieved the first regulatory milestone for the first Kv7 drug, known as BHV-7000. Combined, the proceeds were used to repay approximately \$29 million in debt, pay certain closing and other costs, and distribute approximately \$101 million to members in October 2022. Since then, no additional milestones have been achieved, and Knopp has received no additional payments under the Purchase Agreement.

On a related note, as most of you know, former Knopp CEO Mike Bozik and former EVP Greg Hebrank are currently employees of Biohaven. Dr. Bozik and Dr. Hebrank served for many years on the Company's Board of Managers. To avoid any real or perceived conflict of interest in connection with this deal with Biohaven, Dr. Bozik and Dr. Hebrank resigned from the Board of Managers and were replaced by Charlie O'Hanlon, Knopp's Vice President of Finance and

Investor Relations, and me. Dave Adair, Steve Butts, Ben Gomez, Jeff McCormick, and Tom Petzinger continue as members of the Board of Managers.

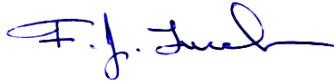
The Knopp Board of Mangers has not made any decisions with respect to disposition of the Biohaven shares or the timing or amount of any potential distribution to members; we will update you as decisions are made in this regard.

Financial Statements

Knopp's first quarter compiled financial statements are available on the Knopp Investor Portal. If you haven't obtained access credentials for the Portal, please reach out to Dave Winklebleck at dave@knoppbio.com.

If you have any questions or concerns about the contents of this letter or otherwise related to Knopp, please feel free to reach out via email to me (fjlucchino@knoppbio.com) or Charlie O'Hanlon (charlie@knoppbio.com) or via phone at 412-488-1776.

Sincerely,

A handwritten signature in blue ink, appearing to read "F.J. Lucchino", with a stylized flourish at the end.

F.J. Lucchino
President