



AD-HOC ANNOUNCEMENT ACCORDING TO §15 WPHG

ACQUISITION

PAION AG completes acquisition of CeNeS

Aachen (Germany), Cambridge (United Kingdom), 23 June 2008 - The management board of PAION AG (Frankfurt Stock Exchange, Prime Standard: PA8) and the board of directors of CeNeS Pharmaceuticals plc (London AIM, CEN.L) today announced that, following the Court Orders being filed with the Registrar of Companies earlier today, the Scheme relating to the recommended acquisition of CeNeS by PAION is now Effective and PAION now owns 100% of CeNeS' share capital.

In a first move to integrate the two companies, Dr Gavin Kilpatrick of CeNeS has been appointed to the Management Board of PAION as Chief Scientific Officer.

After the capital increase at PAION, which is part of the transaction, has been registered with the Aachen commercial register today, New PAION Shares are now being issued. The former CeNeS shareholders will receive 0.3521 New PAION Shares for each CeNeS Share held. To this end, the share capital of PAION has been increased by 7,847,367 shares to a new total of 24,602,919 shares.

It is expected that dealings in the New PAION Shares on the Frankfurt Stock Exchange will commence on 25 June 2008, and dealings in the New PAION Shares represented by Depositary Interests on AIM will commence under the new stock exchange symbol of PAI.L on 26 June 2008.

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Note

Capitalised terms used in this announcement have the meanings given thereto in the Scheme Document. A copy of the Scheme Document is also available on PAION's website at www.paion.de/investors.

Disclaimer

This communication is neither an offer to buy securities nor a solicitation for an offer to sell securities. Securities may not be offered or sold in the United States absent registration or an exemption from registration. There will be no public offer of the shares of PAION AG in the United States.

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