



## **MINERVA NEUROSCIENCES, INC.**

### **2023 ANNUAL MEETING OF STOCKHOLDERS**

#### **RULES OF CONDUCT**

Welcome to the Minerva Neurosciences, Inc. (“Minerva”) 2023 Annual Meeting of Stockholders. Because this is a meeting of our stockholders, only stockholders as of the close of business on the record date of August 1, 2023 (the “Record Date”), or their duly appointed proxies, may submit questions in advance of the Annual Meeting and vote while attending the Annual Meeting via the Internet. Stockholders will need their voting control number provided with their proxy materials to demonstrate proof of stock ownership. In fairness to all stockholders attending the Annual Meeting and in the interest of having a fair, informative, orderly and constructive meeting, the following procedures will apply:

#### **General**

- The business of the Annual Meeting will be taken up in the order set forth in the Notice of Annual Meeting of Stockholders. When an item or proposal is before the meeting for consideration, questions and comments should be confined to that item.
- External audio or video recording of the Annual Meeting is prohibited.
- The Chairperson of the Annual Meeting has the authority necessary to preside over the Annual Meeting and may make any and all determinations with respect to the conduct of the Annual Meeting and procedures to be followed during the Annual Meeting.

#### **Stockholder Questions**

- You may submit questions electronically through the meeting portal during the Annual Meeting.
- Stockholders are requested to limit their questions to one topic per question and to one question per stockholder.
- Only stockholders of record as of the Record Date for the Annual Meeting and their proxy holders may submit questions.
- Please include your name and affiliation, if any, when submitting a question.
- Questions from stockholders received in advance will be grouped by topic and one representative question will be read aloud before the appropriate Minerva personnel answer, as time permits.
- Again, only those questions that are appropriate for discussion at the Annual Meeting will be addressed during the meeting. Minerva does not intend to address any questions that are, among other things:
  - irrelevant to the business of the Annual Meeting;
  - related to material nonpublic information about us;
  - related to personal grievances or in bad taste;
  - disorderly;
  - repetitious of statements already made;
  - disrespectful of your fellow stockholders and meeting participants;
  - in furtherance of the stockholder’s personal, political or business interests; or

- out of order or otherwise not suitable for the conduct of the Annual Meeting as determined by the Chairperson or the Corporate Secretary in their judgment.
- If there are any matters of individual concern to a stockholder and not of general concern to all stockholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Annual Meeting by contacting Minerva Investor Relations at *info@minervaneurosciences.com*.

**THE FAILURE TO OBSERVE THESE RULES OF CONDUCT WILL BE A BASIS FOR REMOVAL FROM THE ANNUAL MEETING.**