



Alpha Cognition Inc.
CSE: ACOG
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NEWS RELEASE

Alpha Cognition Announces Announces Filing of S-1 Resale Registration Statement

VANCOUVER, B.C., April 30, 2024. **Alpha Cognition Inc. (CSE: ACOG) (OTCQB: ACOGF)** (“**Alpha Cognition**”, or the “**Company**”), a biopharmaceutical company committed to developing novel therapies with the potential to transform the lives of people with debilitating neurodegenerative disorders, announces that it has filed a resale registration statement on Form S-1 with the Securities and Exchange Commission (SEC) to register the resale of common shares issued pursuant to the Company’s private placement transactions, which closed on August 31, October 16, November 8, and December 22 of 2023 and January 19, 2024. The registration statement was filed pursuant to registration rights granted by the Company in connection with the private placements to the selling shareholders named in the registration statement.

The registration statement filed with the SEC has not yet been declared effective, and the securities may not be sold and offers to buy may not be accepted until the registration statement becomes effective. The registration statement is subject to amendment and completion. Copies of the registration statement and the preliminary prospectus contained therein may be obtained from the Company by request made to Alpha Cognition Inc. c/o 1200 – 750 West Pender Street, Vancouver, BC, V6C 2T8, or by email at info@alphacognition.com or by visiting <https://www.sec.gov/Archives/edgar/data/1655923/000121390024037413/ea0201255-04.htm>.

If and when the registration statement is brought effective, the Company will become a reporting issuer under Section 15(d) of the United States Securities Exchange Act of 1934, as amended (“**Exchange Act**”), and will file reports under the Exchange Act with the United States Securities and Exchange Commission. Such report will be available at www.sec.gov and on the Company’s website at www.alphacognition.com.

This news release shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any offer or sale of any securities, in any state or jurisdiction in which the offer, solicitation, or sale of securities would be unlawful. The securities being offered have not been approved or disapproved by the SEC or any Canadian securities commission, nor has any such regulatory authority passed upon the accuracy or adequacy of the registration statement.



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About Alpha Cognition Inc.

Alpha Cognition Inc. is a pre-commercial, biopharmaceutical company dedicated to developing treatments for patients suffering from neurodegenerative diseases, such as Alzheimer’s disease, for which there are limited or no treatment options. The Company is focused on the development of ALPHA-1062 for the treatment of mild-to-moderate Alzheimer’s disease following the recent New Drug Application submission and acceptance by FDA.

ALPHA-1062, is a patented new innovative product being developed as a next generation acetylcholinesterase inhibitor for the treatment of Alzheimer’s disease, with expected minimal gastrointestinal side effects. ALPHA-1062’s active metabolite is differentiated from donepezil and rivastigmine in that it binds neuronal nicotinic receptors, most notably the alpha-7 subtype, which is known to have a positive effect on cognition. ALPHA-1062 is in development in combination with memantine to treat moderate to severe Alzheimer’s disease, in development with sublingual formulation for patients suffering from dysphagia and is being out-licensed to study an intranasal formulation for cognitive impairment with mTBI (otherwise known as concussion).

For further information:

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Neither Canadian Securities Exchange or the OTC Markets Group, accepts responsibility for the adequacy or accuracy of this release.

Forward-looking Statements

This news release includes forward-looking statements within the meaning of applicable securities laws. Except for statements of historical fact, any information contained in this news release may be a forward-looking statement that reflects the Company’s current views about future events and are subject to known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these forward-looking statements. In some cases, you can identify forward-looking statements by the words “may,” “might,” “will,” “could,” “would,” “should,” “expect,” “intend,” “plan,” “objective,” “anticipate,” “believe,” “estimate,” “predict,” “project,” “potential,” “target,” “seek,” “contemplate,” “continue” and “ongoing,” or the negative of these terms, or other comparable terminology intended to identify statements about the future. Forward-looking statements may include statements regarding the TBI out-licensing plan and associated financing, the availability of



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funding pursuant to financings, the Company's business strategy, market size, potential growth opportunities, capital requirements, clinical development activities, the timing and results of clinical trials, regulatory submissions, potential regulatory approval and commercialization of the Company's products. The registration statement may not be declared effective by the SEC and the Securities may not be registered under the U.S. Securities Act of 1933, as amended. Although the Company believes to have a reasonable basis for each forward-looking statement, we caution you that these statements are based on a combination of facts and factors currently known by us and our expectations of the future, about which we cannot be certain. The Company cannot assure that the actual results will be consistent with these forward-looking statements. These forward-looking statements speak only as of the date of this news release and the Company undertakes no obligation to revise or update any forward-looking statements for any reason, even if new information becomes available in the future.