

Disclosure of Shareholdings

FORM II

Notification in the case of action in concert or as an organised group and in the case of changes in the composition of those involved and the type of understanding or group pursuant to Art. 10 and Art. 21 SESTO-FINMA

Addressees and time limits

Notifications must be submitted to the company and to the competent Disclosure Office in writing within four trading days (Art. 22 para. 1 BEHV-FINMA). Notifications that are submitted by fax or electronically are recognised for the purposes of compliance with time limits. The original document must follow by mail (Art. 7 para. 1 BEHV-FINMA).

Language

All notifications and applications must be drawn up in English, French or German.

Disclosure forms

The disclosure forms drawn up by the Disclosure Office of SIX Swiss Exchange are intended to facilitate complete disclosure on the part of those subject to notification obligations. Their use is not mandatory, however.

Address

SIX Swiss Exchange Ltd.
Disclosure Office
Selnaustrasse 30
P.O. Box 1758
CH-8021 Zürich

Telephone

+41 (0)58 854 24 81
+41 (0)58 854 26 80
+41 (0)58 854 29 73
+41 (0)58 854 29 18

Fax

+41 (0)58 854 2935

e-mail

offenlegung@six-group.com

Form II
Notification in the case of action in concert or as an organised group and in the case of changes in the composition of those involved and the type of understanding or group pursuant to Art. 10 and Art. 21 SESTO-FINMA

I. Information on the issuer, persons subject to disclosure obligations, timing and the circumstances triggering the obligation to notify

| | |
|---|---|
| <p>Name of listed company</p> <p>Evolve Holding SA</p> | 1 |
| <p>Identity of the individual group members: Surname, first name and place of residence or company name, head office and address of the buyer or seller (<i>beneficial owner</i>)</p> <p>Aravis Venture I LP, Once Capital Place PO Box 847 GT, Grand Cayman Cayman Islands</p> <p>Astellas Venture Capital, LLC, 2882 Sand Hill Road, Suite 121, Menlo Park, CA 94025-7057 USA</p> <p>Auriga Ventures III, 18 Avenue Matignon, 75008 Paris France</p> <p>Baltisches Haus Limited, Clinch s House, Lord Street, Douglas, Isle of Man UK</p> <p>BioMedInvest II LP, Provident House, Haviland Street, St. Peter Port, Guernsey, GY1 2QE Channel Islands</p> <p>Dansk Innovationsinvestering P/S, 28, Vendersgade ; c/o LD Invest A/S, DK-1363 Copenhagen Denmark</p> <p>Entrepreneurs Fund General Partners Limited, 2nd Floor, Windward House, La Route de la Liberation, St Helier, Jersey JE2 3BQ Channel Islands</p> <p>Evolve Holding SA, Duggingerstr. 23, 4153 Reinach Switzerland</p> <p>Mona Lisa Capital SA, Alte Tiefenaustrasse 6, Worblaufen , 3050 Bern</p> <p>Novartis Bioventures Ltd., 131 Front Street, Hamilton HM 12 Bermuda</p> <p>Renaissance PME fondation suisse d investissement / Mona Lisa, Parc Scientifique de l EPFL, Bâtiment PSE-C, 1015 Lausanne Switzerland</p> <p>Sunstone Life Science Ventures Fund I K/S, Lautrupsgade 7, 5th Floor, DK 2100 Copenhagen Denmark</p> <p>Symbion Capital I A/S, Diplomvej 381, DK-2800 Kgs. Lyngby Denmark</p> <p>Wellington Partners Ventures III Life Science Fund L.P., 11-15 Seaton Place, St. Helier, Jersey, JE4 0QH Channel Islands</p> <p>Wellington Partners Ventures III Life Science Network Fund L.P., 11-15 Seaton Place, St. Helier, Jersey, JE4 0QH Channel Islands</p> <p>Neil Goldsmith, CEO, c/o Evolve Holding SA, Duggingerstr. 23, 4153 Reinach Switzerland</p> <p>Alexandra SantAna Sørensen, c/o Evolve Holding SA, Duggingerstr. 23, 4153 Reinach Switzerland</p> <p>Pascal Longchamp, c/o Evolve Holding SA, Duggingerstr. 23, 4153 Reinach Switzerland</p> <p>Jakob Dynnes Hansen, CFO, c/o Evolve Holding SA, Duggingerstr. 23, 4153 Reinach Switzerland</p> <p>Jutta Heim, c/o Evolve Holding SA, Duggingerstr. 23, 4153 Reinach Switzerland</p> | 2 |

PM Murali, c/o Evolva Holding SA, Duggingenstr. 23, 4153 Reinach Switzerland

Ventureast Trustee Company (P) Limited, 20B, ASCI College Park, Road No.3, Banjara Hills, Hyderabad – 500 03, India

APIDC Venture Capital (P) Limited, 20 B, ASCI College Park, Road No. 3, Banjara Hills, Hyderabad, 500 034, India

In the event of indirect acquisition or indirect sale:

3

Surname, first name and place of residence or company name, head office and address of the direct buyer or seller and/or the other persons concerned, as well as details of the relationship between the beneficial owner and the direct buyer or seller, disclosing the full structure by which control is exercised

Aravis Venture I LP is controlled by: T John Diekman (Chair), Peter Anderson, Bernard Mach, Andrew Schwab and Jean-Philippe Tripet, Once Capital Place PO Box 847 GT, Grand Cayman, Cayman Islands.

Astellas Venture Capital, LLC is controlled by Astellas Pharma Inc., 2-3-11, Nihonbashi-Honcho, Chuo-Ku, Tokyo 103-8411, Japan.

Auriga Ventures III is controlled by: Jacques Chatain, Bernard Daugeras and Patrick Bamas, 18 Avenue Matignon 75008 Paris.

Baltisches Haus Limited is controlled by: Mr. George Ortiz, Brussels, Belgium, Mr. Oliver Ortiz, Vilnius, Lithuania and Mr. Nicolas Ortiz, Vilnius, Lithuania.

BioMedInvest II LP is controlled by: Dr. Markus Hosang, Mr. Thomas Moeller, Dr. Gerhard Ries, Mr. Kevin Gilligan and Mr. Derek Baudains Provident House, Haviland Street, St. Peter Port, Guernsey.

Dansk Innovationsinvestering P/S is controlled by: Vaekstfonden, Strandvejen 104A, DK 2900 Hellerup and A/S Dansk Erhvervsinvestering-Vendersgade 28-1363 Copenhagen, Denmark.

Entrepreneurs Fund General Partners Limited is controlled by: COFRA Holding AG, Grafenauweg 10, 6300 Zug.

Novartis Bioventures Ltd. is controlled by: Novartis AG, Lichtstr. 35, 4056 Basel, Switzerland.

Renaissance PME fondation Suisse d investissement and Mona Lisa Capital AG are controlled by: PME fondation suisse d investissement, Parc Scientifique de l EPFL, Bâtiment PSE-C, 1015 Lausanne and Mona Lisa Capital AG, Alte Tiefenaustrasse 6, Worblaufen, Post:, 3050 Bern. Renaissance PME fondation suisse d investissement is a Swiss pension foundation. Mona Lisa Capital AG is a direct, wholly owned subsidiary of Swisscom AG. These Shares are managed by Vinci Capital (Switzerland) SA, Parc Scientifique de l EPFL, Bâtiment PSE-C, 1015 Lausanne. Any investment decision made by Renaissance PME fondation suisse d investissement with respect to its Shares is also applied to the Shares held by Mona Lisa Capital AG, pursuant to a management contract among Renaissance PME fondation suisse d investissement, Mona Lisa Capital SA and Vinci Capital (Switzerland) SA.

Sunstone Life Science Ventures Fund I K/S is controlled by: Peter Benson, Hamngatan 17, SE 269 21 Båstad, Sweden, Sten Verland, Skovbrynet 57, 2880 Bagsværd, Denmark, Søren Lemonius, Vibeengen 38, 3460 Birkerød, Denmark, and Merete Lundbye Møller, Refshalevej 141F, 1432 Copenhagen, Denmark.

Symbion Capital I A/S is controlled by: Mrs. Ulla Brockenbuus-Schack, 4100 Ringsted, Denmark, via UBS 2 ApS; Mr. Lars Andersen, 2840 Holte, Denmark, via GM Invest ApS; Mr. Peter Tottrup, 2700 Bronshøj, Denmark, via Tottrup SCD ApS; Mr. Carsten Schou, 2840 Holte, Denmark, via Papilio Aps.

Wellington Partners Ventures III Life Science Fund L.P. and Wellington Partners Ventures III Life Science Network Fund are controlled by: Wellington Partners Management Limited, registered at 11-15 Seaton Place, St. Helier, Jersey, JE4 0QH. Wellington Partners Management Limited is regulated by the Jersey Financial Services Commission in its capacity as general partner under the provisions of the Financial Services (Jersey) Law 1998.

Evolva Holdings SA is a owned subsidiary Evolva SA.

APIDC Venture Capital (P) Limited (APIDC) and Ventureast Trustee Company (P) Limited

| | |
|---|--|
| <p>(Ventureast) hold, collectively, 41% of the shares in Evolva Biotech Private Limited, the Indian subsidiary of Evolva SA. On 11 December 2009, the Company, Evolva SA, Evolva Biotech Private Limited, APIDC and Ventureast entered into a conversion agreement, pursuant to which the parties thereto agreed that (i) APIDC and Ventureast shall contribute all their shares in Evolva Biotech Private Limited to Evolva SA in exchange for 29,724 newly-issued shares of Evolva SA, with a nominal value of CHF 20 each, and (ii) thereafter, APIDC and Ventureast shall contribute such shares in Evolva SA to the Company in exchange for 10,997,880 Shares, in each case subject to the terms and conditions of such agreement, including approval of the relevant Indian governmental authorities.</p> | |
| <p>Date of the act which creates the obligation to notify</p> <p>4</p> <p>May 23, 2011</p> | <p>Date of transfer of equity securities (if different from section 4)</p> <p>5</p> <p>n/a</p> |
| <p>Facts and circumstances triggering the obligation to notify (Art. 21 para. 1 b SESTO-FINMA) (e.g.: acquisition, sale, securities lending and similar transactions pursuant to Art. 14 SESTO-FINMA, exercise or non-exercise of financial instruments pursuant to Art. 15 SESTO-FINMA, changes in the company's registered capital, decisions by a court or public authority, grounds for action in concert or a change to the composition of a group)</p> <p>On December 13, 2010 the members of the group (the Lock-up Group) have agreed to partially extend the lock-up undertaking entered into prior to the merger between Arpida Ltd. (now Evolva Holding SA) with Evolva SA with regard to a part of their shares in Evolva Holding SA (the Shares) and conversion rights (as previously disclosed).</p> <p>With regard to 45% of their initial aggregate holdings (i.e., with regard to 51,011,141 Shares and 4,949,046 conversion rights) the lock-up undertaking continues to be in force up to and including August 31, 2011, provided however that shares may be transferred from this Lock-up Group into the coordinated sale group under certain conditions. Any such transfers would be disclosed.</p> <p>With regard to 45% of their initial aggregate holdings (i.e., with regard to 51,011,142 Shares and 4,949,046 conversion rights) the lock-up extension agreed on December 13, 2010 has expired on May 23, 2011;</p> | |
| <p>Type of understanding</p> <p>7</p> <p>Lock-up Undertaking</p> | <p>Surname, first name, and place of residence of the person responsible for representing all group members</p> <p>8</p> <p>Søren Lemonius, c/o Sunstone Life Science Ventures Fund I K/S, Lautrupsgade 7, 5th Floor, DK 2100 Copenhagen Denmark</p> <p>Jacques Mallet, c/o Auriga Ventures III, 18 Avenue Matignon, 75008 Paris France</p> |
| <p>Surname, first name, place of residence, telephone and fax numbers of the contact person responsible</p> <p>9</p> <p>Søren Lemonius, Copenhagen, Tel: +45 2012 6000 Fax: +45 3920 9898 E-Mail: Lemonius@sunstonecapital.com</p> <p>Jacques Mallet, Paris Fax: 01 53 30 07 00 E-mail: mallet@aurigapartners.com</p> | <p>Date and signature</p> <p>10</p> <p>Lemonius: Mallet:</p> |

II. Disclosure of purchase positions pursuant to Art. 12 para. 1 a SESTO-FINMA

Equity securities, conversion and share purchase rights (Art. 15 para. 1 a SESTO-FINMA), granted (written) share sale rights (Art. 15 para 1 b SESTO-FINMA) and financial instruments (Art. 15 para. 1 c SESTO-FINMA)

| | |
|---|--|
| <p>Percentage of voting rights (entire shareholding)</p> <p>40.10</p> | <p>Basis of calculation: total number of voting rights pursuant to the entry in the commercial register (cf. http://www.zefix.ch/)</p> <p>139,560,125</p> |
|---|--|

1. Equity securities:

| Shares | Number | Voting rights ¹ | |
|---------------|------------|------------------------------|-------------------------|
| | | Number | Percentage ² |
| Regist. | 51,011,141 | 51,011,141 | 36.55 |
| Bearer | | | |
| Total: | | ^{1.1} 51,011,141 | ^{1.2} 36.55 |

Securities lending and comparable transactions in equity securities

From the above mentioned equity securities, the following part is held due to securities lending and comparable transactions (Art. 21 para. 2 b SESTO-FINMA and Art. 14 SESTO-FINMA)

| Shares | Number | Proportion of voting rights | Nature of the legal transaction | Agreed date of return transfer or, if there is a right to choose, whether this applies to the contracting party subject to the obligation to notify or to the counterparty |
|---------|--------|-----------------------------|---------------------------------|--|
| Regist. | - | - | - | - |
| Bearer | - | - | - | - |

2. Financial instruments

a. Conversion rights, share purchase rights and granted (written) share sale rights, that provide or permit actual delivery³:

| Type of rights | Number of rights | Voting rights conferred | | Security ID number (ISIN), if listed on a Swiss stock exchange, or basic terms (e.g.: identity of issuer, underlying, subscription ratio, exercise price, exercise period, exercise type) |
|----------------|------------------|-------------------------|-------------------------|--|
| | | Number | Percentage ² | |
| | | | | |

¹ Whether exercisable or not.

² Calculated on the basis of the total number of voting rights pursuant to the entry in the commercial register (Art. 12 para. 2 SESTO-FINMA).

³ Whether standardised or not.

| | | | | |
|--------|-----------|------------------|-------------|--|
| Call | 4,949,046 | 4,949,046 | 3.55 | .Purchase positions: APIDC Venture Capital (P) Limited (APIDC) and Ventureast Trustee Company (P) Limited (Ventureast) hold, collectively, 41% of the shares in Evolva Biotech Private Limited, the Indian subsidiary of Evolva SA. On 11 December 2009, the Company, Evolva SA, Evolva Biotech Private Limited, APIDC and Ventureast entered into a conversion agreement, pursuant to which the parties thereto agreed that (i) APIDC and Ventureast shall contribute all their shares in Evolva Biotech Private Limited to Evolva SA in exchange for 29,724 newly-issued shares of Evolva SA, with a nominal value of CHF 20 each, and (ii) thereafter, APIDC and Ventureast shall contribute such shares in Evolva SA to the Company in exchange for 10,997,880 Shares, in each case subject to the terms and conditions of such agreement, including approval of the relevant Indian governmental authorities. Of these conversion rights, 45% (i.e. 4,949,046) are included in the Lock-up Group. |
| | | | | |
| Total: | | 2.1 4,949,046 | 2.2 3.55 | |

b. Financial Instruments that provide for or permit cash settlement, as well as other differential transactions (such as contracts for difference and financial futures) (Art. 15 para. 1 c SESTO-FINMA):

| Type of rights | Number of rights | Voting rights conferred | | Security ID number (ISIN), if listed on a Swiss stock exchange, or basic terms (e.g.: identity of issuer, underlying, subscription ratio, exercise price, exercise period, exercise type) |
|----------------|------------------|-------------------------|------------|--|
| | | Number | Percentage | |
| - | - | - | - | |
| - | - | - | - | |
| Total: | | 3.1 | 3.2 | |
| | | - | - | |

c. Financial Instruments which economically enable the acquisition of equity securities in respect to a public takeover offer (Art. 15 para. 2 SESTO-FINMA):

| Type of rights | Number of rights | Voting rights conferred | | Security ID number (ISIN), if listed on a Swiss stock exchange, or basic terms (e.g.: identity of issuer, underlying, subscription ratio, exercise price, exercise period, exercise type) |
|----------------|------------------|-------------------------|------------|--|
| | | Number | Percentage | |
| - | - | - | - | |
| - | - | - | - | |
| Total: | | 4.1 | 4.2 | |
| | | - | - | |

Securities lending and comparable transactions in financial instruments

From the above mentioned financial instruments (Point 2 a, b and c), the following part is held due to securities lending and comparable transactions (Art. 21 para. 2 b SESTO-FINMA and Art. 14 SESTO-FINMA)

| Type of rights | Number | Proportion of voting rights | Nature of the legal transaction | Agreed date of return transfer or, if there is a right to choose, whether this applies to the contracting party subject to the obligation to notify or to the counterparty |
|----------------|--------|-----------------------------|---------------------------------|--|
| - | - | - | - | - |
| - | - | - | - | - |

TOTAL SHAREHOLDING:

| Number | Percentage |
|-----------------------|-----------------------|
| S1 (=1.1+2.1+3.1+4.1) | S2 (=1.2+2.2+3.2+4.2) |
| 55,960,187 | 40.10 |

III. Disclosure of sale positions pursuant to Art. 12 para. 1 b SESTO-FINMA

Share sale rights (specifically put options) and granted (written) conversion and share purchase rights as well as financial instruments that provide for or permit cash settlement as well as other differential transactions (such as contracts for difference and financial futures)

| | |
|--|---|
| <p>Percentage of voting rights (entire shareholding)</p> | <p>Basis of calculation: total number of voting rights pursuant to the entry in the commercial register (cf. http://www.zefix.ch/)</p> |
|--|---|

Detailed information (Art. 15 and Art. 21 para. 1 a and para. 2 c and d SESTO-FINMA)

| Type of rights | Number of rights | Voting rights conferred | | Security ID number (ISIN), if listed on a Swiss stock exchange, or basic terms |
|----------------|------------------|-------------------------|------------|--|
| | | Number | Percentage | (e.g.: identity of issuer, underlying, subscription ratio, exercise price, exercise period, exercise type) |
| | | | | |
| | | | | |
| Total: | | | | |

IV. Notification in the case of changes to the composition of those involved and in the type of understanding or group pursuant to Art. 10 para. 5 SESTO-FINMA

Please note:

When reporting a change to a group, all of the other information stated in Art. 21 SESTO-FINMA must also be updated and reported, i.e. there must always be full disclosure in accordance with sections I to III of this form.

Change in the composition of those involved

Previous (or "see notice dated"):

New as of (date):

Change in the type of understanding or group

Previous (or "see notice dated"):

New as of (date):