

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name NABRIVA THERAPEUTICS AG		2 Issuer's employer identification number (EIN)	
3 Name of contact for additional information MIHOVIL SPOLIJARIC	4 Telephone No. of contact +43 (0)1 740 93-0	5 Email address of contact OFFICE@NABRIVA.COM	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact LEBERSTRASSE 20		7 City, town, or post office, state, and Zip code of contact 1110 VIENNA, AUSTRIA	
8 Date of action JUNE 26, 2017		9 Classification and description AMERICAN DEPOSITARY SHARES (ADS)	
10 CUSIP number 62957M104	11 Serial number(s)	12 Ticker symbol NBRV	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶

On May 23, 2017, pursuant to a tender offer statement on Schedule TO, Nabriva Therapeutics plc ("Nabriva Ireland") commenced a tender offer to exchange the American depositary shares ("ADS") and common shares of Nabriva Therapeutics AG ("Nabriva AG") for ordinary shares of Nabriva Ireland. Pursuant to the Exchange Offer, each holder of Nabriva AG ADSs who tenders will receive one Nabriva Ireland share for each Nabriva AG ADS and each holder of Nabriva AG common shares who tenders will receive ten Nabriva Ireland shares for each Nabriva AG common share.

On June 26, 2017, Nabriva Ireland successfully completed the tender offer and Nabriva Ireland shares began trading on the NASDAQ Global Select Market under the ticker symbol NBRV.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶

For information regarding the material tax considerations for the Exchange Offer, evaluation of the offer and limitations of the statements set forth on Form 8937, see Part XII – Taxation section of the Nabriva Tender Offer Statement on Form SC TO-T as filed with the Securities and Exchange Commission on May 23, 2017. For U.S. holders of Nabriva AG ADSs or common shares, the Exchange Offer is intended to qualify as a tax-free exchange. It is expected that such holders should not 1) recognize gain or loss upon the receipt of Nabriva Ireland shares that were exchanged for Nabriva AG ADSs or common shares; 2) such holder's aggregate basis in the Nabriva Ireland shares received in the Exchange Offer should be equal to such holder's aggregate tax basis in the Nabriva AG ADSs and common shares surrendered; and 3) such holder's holding period for the Nabriva Ireland shares received in the Exchange Offer should include such holder's holding period for the Nabriva AG ADSs or common shares surrendered.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶

Pursuant to the Exchange Offer, it is expected that U.S. holders of Nabriva AG ADSs or common shares should not 1) recognize gain or loss upon the receipt of Nabriva Ireland shares that were exchanged for Nabriva AG ADSs or common shares; 2) such holder's aggregate basis in the Nabriva Ireland shares received in the Exchange Offer should be equal to such holder's aggregate tax basis in the Nabriva AG ADSs and common shares surrendered; and 3) such holder's holding period for the Nabriva Ireland shares received in the Exchange Offer should include such holder's holding period for the Nabriva AG ADSs or common shares surrendered.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
Section 351(a), Section 354(a), Section 358(a), and Section 368(a).


18 Can any resulting loss be recognized? ▶ **No.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
For information regarding the material tax considerations for the Exchange Offer, evaluation of the offer and limitations of the statements set forth on Form 8937, see Part XII – Taxation section of the Nabriva Tender Offer Statement on Form SC TO-T as filed with the Securities and Exchange Commission on May 23, 2017.

Nabriva AG ADS and common shareholders should consult with a qualified tax advisor for questions regarding their specific tax treatment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ **17 JUL 2017**

Print your name ▶ **COLIN BROOM** Title ▶ **CEO**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	