

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Minerva Neurosciences, Inc.		2 Issuer's employer identification number (EIN) 26-0784194	
3 Name of contact for additional information Frederick Ahlholm	4 Telephone No. of contact (617) 600-7373	5 Email address of contact info@minervaneurosciences.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 1500 District Avenue		7 City, town, or post office, state, and ZIP code of contact Burlington, MA 01803	
8 Date of action June 17, 2022		9 Classification and description Reverse Stock Split - Common Stock	
10 CUSIP number 603380 205	11 Serial number(s) N/A	12 Ticker symbol NERV	13 Account number(s) N/A

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 June 17, 2022, Minerva Neurosciences, Inc. (the 'Company') filed a Certificate of Amendment to its Amended and Restated Certificate of Incorporation (the 'Amendment') with the Secretary of State of the State of Delaware to effect a one-for-eight (1-for-8) reverse stock split of its outstanding common stock. The Amendment was effective at 5:00 p.m Eastern Time on June 17, 2022.

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 ▶ The Amendment provided that, at the effective time of the Amendment, every eight (8) shares of the Company' s issued and outstanding common stock automatically combined into one issued and outstanding share of common stock, without any change in par value per share. The reverse stock split affected all shares of the Company's common stock outstanding immediately prior to the effective time of the Amendment. As a result of the reverse stock split, proportionate adjustments were made to the per share exercise price and/or the number of shares issuable upon the exercise or vesting of all stock options, restricted stock units and restricted stock awards issued by the Company and outstanding immediately prior to the effective time of the Amendment, which resulted in a proportionate decrease in the number of shares of the Company's common stock reserved for issuance upon exercise or vesting of such stock options, restricted stock units and restricted stock awards, and, in the case of stock options, a proportionate increase in the exercise price of all such stock options. No fractional shares were issued as a result of the reverse stock split. Stockholders of record who would otherwise have been entitled to receive a fractional share received a cash payment in lieu thereof. The reverse stock split affected all stockholders proportionately and did not affect any stockholder's percentage ownership of the Company's common stock.

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 ▶ While the basis 'per share' is impacted, the basis of the shareholders total investment remains unchanged. The shareholder's per share cost basis of their newly acquired share is 800% of the original per share cost basis. For instance, if the shareholder's per share cost basis is \$100 before the reverse stock split, the per share cost basis will be \$800 after the reverse stock split. Shareholders with blocks of pre-split common stock not divisible by 8 which reflect pre-split common stock acquired at different times or different prices must replicate such blocks of pre-split common stock received pursuant to a formula provided in treasury regulations that seeks to preserve, to the greatest extent possible, the basis of a particular block of pre-split common stock in one or more post-split common stock shares received in exchange therefore. This may require the aggregate basis in one block of the pre-split common stock to be allocated to post-split common stock in a manner where some post-split common stock may have split basis and holding period segments.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ _____
IRC Sections 368(a) and 354(a)

18 Can any resulting loss be recognized? ▶ The reverse stock split is non-taxable and therefore no gain or loss is recognized as a result of the transaction other than cash payments related to fractional share.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable year in which the reverse stock split occurred is 2022.

The information set forth in this Form 8937 does not constitute tax advice, does not take into account any shareholder's specific facts and circumstances, and does not purport to be a complete summary of the tax consequences of the reverse stock split to a shareholder. Each shareholder should consult such shareholder's own tax advisor with respect to the tax consequences of the reverse stock split.

Sign Here
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.
Signature ▶ Fred Ahlholm Date ▶ 8/1/22
Print your name ▶ Frederick Ahlholm Title ▶ CFO

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.