



Ad hoc announcement pursuant to Art. 53 LR  
Zurich, June 10, 2026

## **Xlife Sciences Portfolio Company VERAXA Biotech Successfully Completes Business Combination and Begins Trading on NASDAQ on June 11, 2026**

**Zurich, 10<sup>th</sup> of June 2026:** Xlife Sciences AG (SIX: XLS, «Xlife Sciences») a Swiss incubator and accelerator of life sciences companies, today announces that its portfolio company VERAXA Biotech AG («VERAXA») has successfully completed its previously announced business combination with Voyager Acquisition Corp. and will commence trading on the NASDAQ Capital Market under the ticker symbols «VRXA» and «VRXAW» on June 11, 2026.

The transaction marks a significant milestone for both VERAXA and Xlife Sciences, representing the first NASDAQ listing of a portfolio company and highlighting the effectiveness of Xlife Sciences' incubation model in advancing breakthrough life sciences innovations to global capital markets. Through the transaction, VERAXA has established a strengthened financial position, including a USD 27.5 million senior secured note financing and a share purchase agreement of up to USD 50 million. The proceeds will support the continued advancement of VERAXA's oncology pipeline based on its proprietary BiTAC platform, driving its progression toward clinical development and industrial partnerships.

VERAXA is focused on the development of next-generation cancer therapies, including bispecific T-cell engagers (TCEs) and antibody-drug conjugates (ADCs). Its BiTAC platform enables highly selective, conditionally activated therapies designed to target cancer cells while sparing healthy tissue, with the potential to significantly improve therapeutic outcomes. Recent data presented at the American Association for Cancer Research (AACR) Annual Meeting 2026 demonstrated promising preclinical results supporting the platform's potential to deliver enhanced safety and efficacy compared to conventional approaches.

Oliver R. Baumann, CEO of Xlife Sciences AG and Chairman of the Board of VERAXA Biotech AG, commented: *«Taking VERAXA public on NASDAQ represents a defining moment for Xlife Sciences. It validates our strategy of identifying, developing, and scaling high-potential scientific innovations into globally competitive companies. We are proud to have supported VERAXA from its early development stage to this important milestone and look forward to continued value creation as the company advances its pipeline.»*

The successful listing underscores Xlife Sciences' ability to translate cutting-edge research into investable, high-growth companies addressing significant unmet medical needs. VERAXA's progress demonstrates the scalability of Xlife Sciences' platform across biotechnology and other key focus areas, including medical technology, digital health, and artificial intelligence.

### **Advisors**

Anne Martina is acting as sole M&A advisor to VERAXA. Duane Morris LLP is acting as legal counsel to VERAXA. Winston & Strawn LLP is serving as legal counsel to Voyager. Cantor Fitzgerald is acting as Voyager's capital markets advisor.

### **Financial calendar**

Annual Shareholders Meeting 2026  
Half-Year Report 2026

26 June 2026  
24 September 2026

### **Contact**

Information for investors and journalists: Xlife Sciences AG, Dr. Dennis Fink, [dennis.fink@xlifesciences.ch](mailto:dennis.fink@xlifesciences.ch)



#### **About Xlife Sciences AG (XLS SW)**

Xlife Sciences is a Swiss company focused as incubator and accelerator on the value development and commercialization of promising research projects from universities and other research institutions in the life sciences sector, with the aim of providing solutions for high unmet medical needs and a better quality of life. The goal is to bridge research and development to healthcare markets. Xlife Sciences takes carefully selected projects in the four areas of technological platforms, biotechnology/ therapies, medical technology, and artificial intelligence/digital health to the next stage of development and participates in their subsequent performance. For more information, visit <https://www.xlifesciences.ch>

#### **About VERAXA Biotech AG**

At VERAXA Biotech AG, we strive to establish the premiere drug discovery and development engine for antibody drug conjugates and other novel antibody-based therapy concepts. Wielding a suite of transformative technology innovations and applying thorough quality-by-design principles in drug discovery, we are accelerating our pipeline of antibody drug conjugates and our novel BiTAC antibody formats into and through clinical development. VERAXA Biotech AG originates from scientific discoveries made at the European Molecular Biology Laboratory (EMBL), a world-leading institute for life science research and groundbreaking enabling technologies. For more information, please visit <https://www.veraxa.com/>

#### **About Voyager Acquisition Corp. (VACH US)**

Voyager Acquisition Corp. is a blank check company incorporated in December 2023 as a Cayman Islands exempted company. Headquartered in Brooklyn, New York, its primary objective is to effect a merger, share exchange, asset acquisition, share purchase, reorganization, or similar business combination with one or more businesses or entities. Led by experienced professionals with a track record in healthcare and life sciences, Voyager seeks to support transformative businesses on their path to becoming publicly listed companies. For more information, please visit <https://www.voyageracq.com/>

#### **Non-Solicitation**

This press release is not a proxy statement or solicitation of a proxy, consent or authorization with respect to any securities or in respect of the potential transaction and shall not constitute an offer to sell or a solicitation of an offer to buy the securities of Voyager or VERAXA, nor shall there be any sale of any such securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of such state or jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of the Securities Act of 1933, as amended.

#### **Forward-Looking Statements**

This press release includes forward-looking statements within the meaning of the federal securities laws with respect to the proposed transaction between Voyager and VERAXA. Forward-looking statements are statements that are not historical facts. Such forward-looking statements are subject to risks and uncertainties, which could cause actual results to differ from the forward-looking statements. These forward-looking statements generally are identified by the words "believe," "project," "expect," "anticipate," "estimate," "intend," "think," "strategy," "future," "opportunity," "potential," "plan," "seeks," "may," "should," "will," "would," "will be," "will continue," "will likely result," and similar expressions, but the absence of these words does not mean that a statement is not forward-looking. Forward-looking statements are predictions, projections and other statements about future events that are based on current expectations and assumptions and, as a result, are subject to risks and uncertainties.

These forward-looking statements are provided for illustrative purposes only and are not intended to serve as, and must not be relied on as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from assumptions. Many factors could cause actual future events to differ materially from the forward-looking statements in this communication, including but not limited to: (i) the risk that the proposed transaction may not be completed in a timely manner or at all; (ii) the occurrence of any event, change or other circumstance that could give rise to the termination of the business combination agreement;

(iii) the failure to achieve the minimum amount of cash available following any redemptions by Voyager's stockholders; (iv) redemptions exceeding anticipated levels or the failure to meet initial listing standards in connection with the consummation of the transaction;

(v) the effect of the announcement or pendency of the transaction on VERAXA's business relationships, operating results, and business generally; (vi) changes in the markets in which VERAXA competes, including with respect to its competitive landscape, technology evolution, or regulatory changes; (vii) changes in domestic and global general economic conditions; (viii) costs related to the proposed transaction and the failure to realize anticipated benefits of the transaction or to realize estimated pro forma results and underlying assumptions, including with respect to estimated stockholder redemptions;

(ix) the ability to recognize the anticipated benefits of the transaction and to achieve its commercialization and development plans, and identify and realize additional opportunities, which may be affected by, among other things, competition, the ability of VERAXA to grow and manage growth economically and hire and retain key employees and to develop, license or acquire new therapeutics; (x) the risk that VERAXA may fail to keep pace with rapid technological developments to provide new and innovative products and services; (xi) uncertainties inherent in the execution, cost, and completion of preclinical studies and clinical trials; risks related to regulatory review, and approval and commercial development; (xii) risks associated with intellectual property protection;



(xiii) uncertainties inherent in the execution, cost, and completion of preclinical studies and clinical trials; and (xiv) those factors discussed in Voyager's filings with the SEC and that will be contained in the proxy statement/prospectus relating to the proposed transaction. The foregoing list of factors is not exhaustive. You should carefully consider the foregoing factors and the other risks and uncertainties that will be described in the "Risk Factors" section of the proxy statement/prospectus and the amendments thereto, the definitive proxy statement/prospectus, and other documents to be filed by Voyager from time to time with the SEC.

These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements.

Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and while VERAXA and Voyager may elect to update these forward-looking statements at some point in the future, they assume no obligation to update or revise these forward-looking statements, whether because of new information, future events or otherwise, except as required by applicable law. Neither VERAXA nor Voyager gives any assurance that VERAXA or Voyager, or the combined company, will achieve its expectations. These forward-looking statements should not be relied upon as representing Voyager's or VERAXA's assessments as of any date after the date of this press release. Accordingly, undue reliance should not be placed upon the forward-looking. Forward-looking statements are subject to numerous conditions, many of which are beyond the control of the Company, including those set forth in the Risk Factors section of the Registration Statement and related preliminary prospectus to be filed in connection with the initial public offering with the SEC. Copies will be available on the SEC's website, <https://www.sec.gov>.

#### **Additional Information and Where to Find It**

In connection with the Business Combination Agreement, Voyager and VERAXA have filed a proxy statement/prospectus of Voyager, and will file other documents regarding the proposed transaction with the SEC. This communication is not intended to be, and is not, a substitute for the proxy statement/prospectus or any other document that Voyager has filed or may file with the SEC in connection with the proposed transaction. The definitive proxy statement and other relevant materials for the proposed transaction have been mailed or made available to stockholders of Voyager as of a record date to be established for voting on the proposed transaction.

Before making any voting or investment decision, investors and stockholders of Voyager are urged to carefully read, when they become available, the entire registration statement, the proxy statement/prospectus, and any other relevant documents filed with the SEC, as well as any amendments or supplements to these documents, and the documents incorporated by reference therein, because they will contain important information about Voyager, VERAXA, and the proposed transaction. Voyager's investors and stockholders and other interested persons will also be able to obtain copies of the registration statement, the preliminary proxy statement/prospectus, the definitive proxy statement/prospectus, other documents filed with the SEC that will be incorporated by reference therein, and all other relevant documents filed with the SEC by Voyager in connection with the Transaction, without charge, once available, at the SEC's website at [www.sec.gov](http://www.sec.gov), or by directing a request to Voyager at the address set forth below.