Rosemont Pharmaceuticals to Acquire Aytu BioPharma in All-Cash Tender Offer

Agreement with Rosemont Pharmaceuticals provides for all-cash consideration of $2.70 per share

Tender offer price represents 41.1% premium to 30-day volume-weighted average price and 51.7% premium to the closing price on November 13, 2026

Tender offer support agreements secured from Nantahala Capital Management, Stonepine Capital Management and Aytu's directors and officers

Closing is anticipated to occur by the end of calendar year 2026, subject to the satisfaction or waiver of the conditions to the tender offer

DENVER, CO / ACCESS Newswire / November 16, 2026 / Aytu BioPharma, Inc. (the "Company" or "Aytu") (Nasdaq:AYTU), a pharmaceutical company focused on advancing innovative medicines for complex central nervous system diseases to improve the quality of life for patients, today announced that it has entered into a definitive merger agreement with Rosemont Pharmaceuticals Holdings, Inc. ("Rosemont"), pursuant to which Rosemont would acquire Aytu, through a tender offer for $2.70 per share.

Under the terms of the merger agreement, a wholly-owned subsidiary of Rosemont will commence a tender offer to acquire all outstanding shares of Aytu common stock. The transaction is structured as a tender offer to be followed by a merger, subject to customary conditions to the tender offer and merger, including the tender of shares representing at least a majority of the total number of outstanding shares of Aytu common stock and the exercise or termination of certain outstanding warrants. Following the successful completion of the tender offer, Rosemont will acquire all remaining shares not tendered in the tender offer (other than shares for which appraisal rights are properly exercised) through a second-step merger at the same price paid in the tender offer.

Rosemont intends to commence the tender offer and file a Schedule TO within 10 business days, and Aytu will file a Schedule 14D-9 with respect to the tender offer substantially concurrently with the commencement of the tender offer, each of which will include additional details on the transaction and process undertaken by the Company.

The transaction was unanimously approved by the Aytu board of directors and closing is anticipated to occur in late December 2026, subject to the satisfaction or waiver of the conditions to the tender offer. Aytu's executive officers, directors and certain stockholders affiliated with Nantahala Capital Management and Stonepine Capital Management, have signed tender and support agreements under which such stockholders agreed, among other things, to tender their shares in the tender offer and to the termination or exercise of any

warrants held by them prior to the Effective Time, in exchange for the consideration payable in connection with the transaction in accordance with the terms of such warrants.

Josh Disbrow, Chief Executive Officer of Aytu BioPharma, said: “This agreement with Rosemont reflects the work our team has done to build our CNS and pediatric portfolio and earn the trust of the patients and healthcare providers we serve. We see a strong strategic fit between our portfolio and Rosemont’s experience developing and commercializing specialty medicines. Importantly, we believe the transaction delivers compelling value to our shareholders and that, together, we can help more patients get the treatment they need.”

Alok Sonig, Chief Executive Officer of Rosemont Pharmaceuticals, said: “The proposed acquisition of Aytu marks an important step in Rosemont’s US growth strategy. Aytu has built an established CNS adult and pediatric-focused specialty pharmaceutical business with talented people, a differentiated portfolio and proven commercial capabilities. Together with Rosemont’s product development, regulatory, manufacturing and commercial expertise, we believe we can build a strong platform for future growth. We look forward to welcoming the Aytu team once the transaction is complete.”

Canaccord Genuity is acting as financial advisor to Aytu BioPharma. Dorsey & Whitney LLP is serving as legal counsel to Aytu in connection with the transaction. Bourne Partners is acting as financial advisor to Rosemont. Ropes & Gray LLP is serving as legal counsel to Rosemont.

About Aytu BioPharma

Aytu is a pharmaceutical company focused on advancing innovative medicines for complex central nervous system diseases to improve the quality of life for patients. Aytu’s prescription products include EXXUA® (gepirone) extended-release tablets (see Full Prescribing Information, including Boxed WARNING) for the treatment of major depressive disorder (MDD), and treatments for attention-deficit/hyperactivity disorder (ADHD). Aytu is committed to delivering its medications through best-in-class patient access programs that help to enable optimal patient outcomes. For more information, please visit aytubio.com or follow us on LinkedIn.

About Rosemont Pharmaceuticals

Rosemont Pharmaceuticals is a global pharmaceutical company specialising in the development, manufacture and supply of oral liquid medicines. For nearly 60 years, Rosemont has focused on creating alternative dosage forms that help address the needs of patients who may have difficulty swallowing solid oral medicines.

Through its broad portfolio across multiple therapeutic areas, Rosemont works to support patients, caregivers and healthcare professionals by improving access to medicines in formulations designed to meet diverse patient needs. Rosemont Pharmaceuticals is

headquartered in Leeds in the United Kingdom and serves patients across international markets through a growing portfolio of licensed medicines.

For more information, please visit: www.rosemontpharma.com

Forward-Looking Statements

This press release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended ("Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended ("Exchange Act"). All statements other than statements of historical facts contained in this press release are forward-looking statements. Forward-looking statements are generally written in the future tense and/or are preceded by words such as "may," "will," "should," "forecast," "could," "expect," "suggest," "believe," "estimate," "continue," "anticipate," "intend," "plan," or similar words, or the negatives of such terms or other variations on such terms or comparable terminology. These statements are predictions and are subject to risks and uncertainties that could cause the actual events or results to differ materially. These risks and uncertainties include, among others, risks associated with: uncertainties as to the timing of the tender offer and the merger; uncertainties as to how many Aytu stockholders will tender their shares in the tender offer; the possibility that the conditions to the tender offer and the merger may not be satisfied or waived; the occurrence of any event that could give rise to the termination of the merger agreement; the effects of the transaction on relationships with employees, customers, suppliers and other business partners; potential stockholder litigation or regulatory action relating to the transaction; the Company's overall financial and operational performance, potential adverse changes to the Company's financial position or its business, the results of operations, strategy and plans, changes in capital markets and the ability of the Company to finance operations in the manner expected, risks relating to gaining market acceptance of its products, its partners performing their required activities, its anticipated future cash position, regulatory and compliance challenges and future events under current and potential future collaborations. The Company also refers you to the risks described in "Risk Factors" in Part I, Item 1A of the Company's most recent Annual Report on Form 10-K and in the other reports and documents it files with the United States Securities and Exchange Commission, as well as the tender offer documents to be filed by Rosemont and the Schedule 14D-9 to be filed by the Company.

Additional Information and Where to Find It

The tender offer for all of the outstanding shares of Aytu described in this communication has not yet commenced. This press release is for informational purposes only, is not a recommendation and is neither an offer to purchase nor a solicitation of an offer to sell any securities, nor is it a substitute for the tender offer materials that Rosemont and its acquisition subsidiary will file with the SEC upon commencement of the tender offer. A

solicitation and offer to buy outstanding shares of Aytu will only be made pursuant to the tender offer materials that Rosemont and its acquisition subsidiary intend to file with the SEC. At the time the tender offer is commenced, Rosemont and its acquisition subsidiary will file tender offer materials on Schedule TO, and Aytu will file a Solicitation/Recommendation Statement on Schedule 14D-9 with the SEC with respect to the tender offer. THE TENDER OFFER MATERIALS (INCLUDING AN OFFER TO PURCHASE, A RELATED LETTER OF TRANSMITTAL AND CERTAIN OTHER TENDER OFFER DOCUMENTS) AND THE SOLICITATION/RECOMMENDATION STATEMENT WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED ACQUISITION AND THE PARTIES THERETO. INVESTORS AND STOCKHOLDERS OF AYTU ARE URGED TO READ THESE DOCUMENTS CAREFULLY WHEN THEY BECOME AVAILABLE (AND EACH AS IT MAY BE AMENDED OR SUPPLEMENTED FROM TIME TO TIME) BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION THAT INVESTORS AND STOCKHOLDERS OF AYTU SHOULD CONSIDER BEFORE MAKING ANY DECISION REGARDING TENDERING THEIR SHARES OF COMMON STOCK IN THE TENDER OFFER. The tender offer materials (including the Offer to Purchase and the related Letter of Transmittal), as well as the Solicitation/Recommendation Statement, will be made available to all stockholders of Aytu at no expense to them on the SEC's website at www.sec.gov and (once they become available) will be mailed to the stockholders of Aytu free of charge. Additional copies may be obtained for free by contacting Aytu, or by contacting Sodali & Co, the information agent for the Offer, toll-free at (800) 662-5200 or at AYTU.info@investor.sodali.com. The information contained in, or that can be accessed through, the SEC's website is not a part of, or incorporated by reference herein. In addition to the Offer to Purchase, the related Letter of Transmittal and certain other tender offer documents, as well as the Solicitation/Recommendation Statement, Aytu files annual, quarterly, and current reports, proxy statements and other information with the SEC. You may read any reports, statements or other information filed by Aytu with the SEC for free on the SEC's website at www.sec.gov.

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