

SECOND ADDENDUM

with regard to the

Nabriva Therapeutics AG's

Amended and Restated Stock Option Plan

dated 25 August 2016

PREAMBLE

WHEREAS, on 2 April 2015, the shareholders, Management Board and the Supervisory Board of Nabriva Therapeutics AG (*Nabriva* or the *Company*) resolved to implement a stock option plan under which the Company's employees and members of the Management Board and the Supervisory Board are eligible to receive options to purchase Shares of the Company;

WHEREAS, on 30 June 2015, the shareholders of the Company resolved to amend the stock option plan so implemented by approving an amended and restated version of the stock option plan (the amended and restated plan, the *SOP 2015*);

WHEREAS, on 22 July 2015, the shareholders of the Company resolved to amend the SOP 2015 and thus, the SOP 2015 was amended through the Addendum to the SOP dated 30 June 2015 regarding an increase in the Overall Number of Options and the ability of the Company to grant Incentive Stock Options (the *First Addendum*); and

WHEREAS, on 25 August 2016, the shareholders of the Company resolved to further amend the SOP 2015 according to the shareholders' resolution through this second addendum to the SOP 2015 (the *Second Addendum*).

1. INTERPRETATION

1.1 Definitions

Unless explicitly stated otherwise herein, all capitalized terms used in this Addendum shall have the meaning assigned to them in the SOP 2015.

1.2 Supplemental

Except as explicitly provided herein, the SOP 2015 shall remain in full force and effect, and the SOP 2015 together with this Addendum shall be read and construed as one document.

2. AMENDMENTS TO THE SOP 2015

2.1 Amendments to Clause II. A

Effective as of 25 August 2016, the Overall Number of Options shall be increased to 343,899 Shares.

2.2 Amendment to Clause II. A.1

The following new Clause 1.4 shall be added:

Notwithstanding Section 1.1 hereof, options shall be granted to members of the Supervisory Board pursuant to the then-applicable shareholder-approved Supervisory Board Compensation Policy, shall vest as described in such Supervisory Board Compensation Policy and shall otherwise be subject to the terms and conditions applicable to options granted under the SOP 2015. For the avoidance of doubt, options granted to members of the Supervisory Board outside of the shareholder-approved Supervisory Board Compensation Policy shall be subject to all applicable terms and conditions of the SOP 2015, including Section 1.1 hereof.