



The financial information presented herein is a summary and should be read in conjunction with RespireRx's financial statements and notes thereto, and "Management's Discussion and Analysis of Financial Condition and Results of Operations" included in its annual report on Form 10-K for the year ended December 31, 2016 and its quarterly report for the period ending September 30, 2017, as well as other reports RespireRx files with the SEC from time to time.

### Financial Market Information

RespireRx trades on the OTC QB under the ticker symbol RSPI. As of November 13, 2017 there were 2,632,761 shares of par value \$0.001 common stock, outstanding.

As of December 9, 2017, after option grants on that (see [Current Report on Form 8-K filed on December 14, 2017](#)), there were approximately 4,012,000 options, approximately 688,000 warrants, approximately 32,000 shares of common stock issuable upon conversion of convertible notes payable (as of September 30, 2017 and inclusive of accrued interest) and 11 shares of common stock issuable upon conversion of Series B convertible preferred stock. This would be a total of approximately 4,732,000 shares of common stock issuable upon exercise or conversion of such instruments. As of December 9, 2017, there were an additional approximately 63,000 shares available for grant pursuant to the 2014 Equity, Equity-Linked and Equity Derivative Incentive Plan and 3,039,000 available pursuant to the 2015 Stock and Stock Option Plan.

There are 65,000,000 shares of common stock and 5,000,000 shares of preferred stock authorized.

On December 9, 2017, RSPI current officers and directors, one former officer and director and two vendors forgave \$2,668,718 of past due cash compensation and other liabilities and received 1,848,418 non-qualified stock options. This enabled the elimination of the \$2,668,718 of liabilities (See table below).

As of December 19, 2017, the closing price of the company's common stock on the OTC QB was \$1.51 per share.

### Balance Sheet Summary Information as of September 30, 2017 (unaudited) and ProForma

	Amounts rounded to nearest \$1,000	ProForma after accrued compensation and debt forgiveness on 12/09/2017
Cash & equivalents	\$52	\$52
Total assets	\$184	\$184
Accounts payable & accrued expenses	\$2,958	\$2,846
Accrued compensation	\$2,757	\$200
Convertible notes inclusive of interest	\$367	\$367
Note payable to SY Corporation	\$661	\$661
Notes payable to officers	\$178	\$178
Other liabilities	\$29	\$29
Total liabilities	\$6,950	\$4,281
Total equity (negative)	\$(6,766)	\$(4,097)

### P & L and Cash Flow Summary for the Quarter & Year Ended September 30, 2017 and December 31, 2016 respectively (2017 unaudited, 2016 derived from audited)

	Y/E 12/31/2016	Qtr Ended 09/30/2017
Net loss (\$1,000's)	\$(9,230)	\$(619)
Negative Operating Cash Flow (\$1,000's)	\$(1,329)	\$(496)

### BACKGROUND

RespireRx is developing a pipeline of new drug products based on our broad patent portfolios for two drug platforms: the cannabinoids, including dronabinol ( $\Delta^9$ -THC), and the ampakines, which allosterically and positively modulate AMPA-type glutamate receptors to promote neuronal function.

We are a leader in the development of drugs for respiratory disorders caused by disruptions of neural signaling, with a focus on sleep apnea, opioid-induced respiratory depression, and other CNS-driven breathing disorders. Additionally, we are developing new drugs and formulations that address the widespread problem of opioid overdose.

RespireRx has an extensive patent portfolio, with intellectual property for composition of matter and use across multiple indications.

### INTELLECTUAL PROPERTY

Extensive IP Portfolio  
Patent Extensions  
Market Exclusivity

### MANAGEMENT TEAM

James Manuso, PhD CEO Vice Chairman  
Arnold Lippa, PhD, CSO Exec Chairman  
Jeff Margolis, CFO, Senior VP Finance  
Richard Purcell, Senior VP R&D

### OFFICE LOCATION

126 Valley Rd.  
Glen Rock, NJ 07452

### Market

OTC: RSPI

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**Special Note Regarding Forward-Looking Statements:** Certain statements included or incorporated by reference in this Financial Summary, including information as to the future financial or operating performance of the Company and its drug development programs, constitute forward-looking statements. The words "believe," "expect," "anticipate," "contemplate," "target," "plan," "intend," "continue," "budget," "estimate," "may," "schedule" and similar expressions identify forward-looking statements. Forward-looking statements include, among other things, statements regarding future plans, targets, estimates and assumptions. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Many factors could cause the Company's actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, the Company. Due to these various risks and uncertainties, actual events may differ materially from current expectations. Investors are cautioned that forward-looking statements are not guarantees of future performance and, accordingly, investors are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty therein. Forward-looking statements are made as of the date of this news release and the Company disclaims any intent or obligation to update publicly such forward-looking statements, whether as a result of new information, future events or results or otherwise.