UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No.__)

Filed by the Registrant ⊠
Filed by a Party other than the Registrant □
Check the appropriate box:
□ Preliminary Proxy Statement □ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) □ Definitive Proxy Statement ☑ Definitive Additional Materials □ Soliciting Material Pursuant to § 240.14a-12
Bellerophon Therapeutics, Inc. (Name of Registrant as Specified In Its Charter)
(Name of Person(s) Filing Proxy Statement if other than the Registrant)
Payment of Filing Fee (Check all boxes that apply):
 ☑ No fee required. ☐ Fee paid previously with preliminary materials ☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11



Using a **<u>Mack Ink</u>** pen, mark your votes with an **X** as shown in this example. Please do not write outside the designated areas.

2024 Special Meeting Proxy Card



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Your vote matters - here's how to vote!

You may vote online or by phone instead of mailing this card.



Votes submitted electronically must be received by 1:00 A.M., Eastern Time, on March 1, 2024.



Online

Go to www.envisionreports.com/BLPH or scan the OR code — login details are located in the shaded bar below.



Phone

1234

5678

Call toll free 1-800-652-VOTE (8683) within the USA, US territories and Canada



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▼ IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

▲ Proposals — The Board of Directors recommends a vote FOR Proposals 1 and 2.

+

 The approval of the liquidation and dissolution of Bellerophon Therapeutics, Inc. (the "Company") and the Plan of Liquidation and Dissolution (the "Plan of Dissolution"), which, if approved, will authorize the Company's Board of Directors to liquidate and dissolve the Company in accordance with the Plan of Dissolution (the "Dissolution Proposal"); and

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The approval of an adjournment of the Special Meeting, if necessary, to solicit additional proxies if there are not sufficient votes at the time of the Special Meeting to approve the Dissolution Proposal (the "Adjournment Proposal").

JNT

For Against Abstain

B Authorized Signatures — This section must be completed for your vote to count. Please date and sign below.

Please sign exactly as name(s) appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give full title.

Date (mm/dd/yyyy) — Please print date below.

Signature 1 — Please keep signature within the box.

Signature 2 — Please keep signature within the box.



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MR A SAMPLE (THIS AREA IS SET UP TO ACCOMMODATE 140 CHARACTERS) MR A SAMPLE AND MR A SAMPLE AND



2024 Special Meeting Admission Ticket

2024 Special Meeting of Bellerophon Therapeutics, Inc. Shareholders

Friday, March 1, 2024 at 11:00 AM Eastern Time Offices of Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. 919 Third Avenue, New York, NY 10022

Upon arrival, please present this admission ticket and photo identification at the registration desk.

Important notice regarding the Internet availability of proxy materials for the Special Meeting of Shareholders.

The material is available at: www.envisionreports.com/BLPH



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Help the environment by consenting to receive electronic delivery, sign up at www.envisionreports.com/BLPH



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Bellerophon Therapeutics, Inc.



Notice of 2024 Special Meeting of Shareholders

Proxy Solicited by Board of Directors for Special Meeting — March 1, 2024

Naseem Amin and Fred Hanuschek, or any of them, each with the power of substitution, are hereby authorized to represent and vote the shares of the undersigned, with all the powers which the undersigned would possess if personally present, at the Special Meeting of Shareholders of Bellerophon Therapeutics, Inc. to be held on March 1, 2024 or at any postponement or adjournment thereof.

Shares represented by this proxy will be voted by the shareholder. If no such directions are indicated, the Proxies will have authority to vote FOR items 1 and 2. In their discretion, the Proxies are authorized to vote upon such other business as may properly come before the meeting.

(Items to be voted appear on reverse side)

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C Non-Voting Items		
Change of Address — Please print your new address below.	Comments – Please print your comments below.	