

(OFFICE TRANSLATION)

Til aksjeeiere i BerGenBio ASA

To the shareholders of BerGenBio ASA

**INNKALLING TIL EKSTRAORDINÆR  
GENERALFORSAMLING**

**NOTICE OF EXTRAORDINARY  
GENERAL MEETING**

**I**

**OF**

**BERGENBIO ASA**  
ORG NR 992 219 688

**BERGENBIO ASA**  
REG NO 992 219 688

Den 9. desember 2020 kl 16:00 vil det bli avholdt ekstraordinær generalforsamling i BerGenBio ASA ("Selskapet").

On 9 December 2020 16:00 hours (CET) an extraordinary general meeting of BerGenBio ASA (the "Company") will be held.

I samsvar med norsk midlertidig lovgivning som unntar selskaper fra fysiske møtekrav for å redusere Covid-19-risikoen, vil den ekstraordinære generalforsamlingen avholdes som et digitalt møte uten fysisk oppmøte for aksjonærene. Se nærmere detaljer om påmelding og deltakelse på det digitale møte i vedlegg 1.

In accordance with Norwegian provisional legislation exempting companies from physical meeting requirements to reduce Covid-19 risk, the Extraordinary General Meeting will be held as a digital meeting only, with no physical attendance for shareholders. Further details about registration and attendance to the virtual meeting attached in Appendix 1.

Generalforsamlingen vil bli åpnet av styrets leder Sveinung Hole.

The general meeting will be opened by the chairman of the board of directors Sveinung Hole.

Til behandling foreligger:

The following is on the agenda:

**1 VALG AV MØTELEDER**

**1 ELECTION OF THE CHAIRPERSON OF THE MEETING**

Styret foreslår Sveinung Hole.

The board of directors proposes Sveinung Hole.

**2 GODKJENNELSE AV INNKALLING OG DAGSORDEN**

**2 APPROVAL OF THE NOTICE AND AGENDA**

**3 VALG AV ÉN PERSON TIL Å MEDUNDERTEGNE PROTOKOLLEN SAMMEN MED MØTELEDER**

**3 ELECTION OF A PERSON TO CO-SIGN THE MINUTES TOGETHER WITH THE CHAIRPERSON**

#### 4 VALG AV MEDLEMMER TIL STYRET

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside:

<https://www.bergenbio.com/investors/general-meetings/>

Eksisterende styre ble valgt på ordinær generalforsamling 16. mars 2020 og består av Sveinung Hole (styrets leder), Stener Kvinnsland, Debra Barker, Pamela A. Trail og Grunde Eriksen.

Grunnet andre forpliktelser har Grunde Eriksen and Pamela A. Trail ønsket å tre ut av styret så snart som mulig og før den ordinære generalforsamlingen i 2021. De vil fratre på Ekstraordinær Generalforsamling 9. desember 2020 når nye styre representanter formelt blir valgt.

Nominasjons komiteen foreslår å velge François Thomas og Sally Bennett som nye styremedlemmer for perioden frem til ordinær generalforsamling i 2021, med intensjon om å gjenvelge de for en periode på to år frem til ordinær generalforsamling i 2023.

##### 4.1. François Thomas

**François Thomas** hadde intill nylig stillingen som president av Inserm Transfert Initiative, et Biotech såkorn fond. Han var assistenrende professor på Gustave Roussy cancer Institute, VP clinical development hos Ipsen, og Partner hos Atlas Venture. Han har vært styremedlem i over 20 Biotech selskaper i EU og NA, og har vært involvert i utvikling av flere hematologi/onkologi medikamenter over de siste 30 årene. Dr Thomas er en fransk sertifisert medisinsk onkolog og innehar heholdsvis en MSc i kreft biologi og i ledelse fra Paris University og MIT (Boston).

##### 4.2. Sally Bennett

**Sally Bennett** har en karriere som inkluderer medisin, aksje- og kapitalmarked og kapitalforvaltning. Hun har de siste 13 årene jobbet i Healthcor, en av USAs største helsefokuserede verdipapirforetak, hvor hun nå er senior medlem av investerings teamet. Tidligere har hun hatt stillinger som senior analytiker hos ING Financial Markets og Piper Jaffray. Hun sitter i Council of Governor hos UCLH, et NHS Fondation Trust sykehus og er styremedlem i P4 Preciso Medicine Accelerator Programme i Storbritania. Hun er medlem av Institute of Directors (IoD) og har blitt tildelt CertIoD-kvalifiseringen. Dr Bennett fikk en BSc i anatomiske vitenskaper og en medisinsk grad, tildelt umerkelse, begge fra Universitetet i Machester. Hun er britisk statsborger.

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

#### 4 ELECTION OF MEMBERS TO THE BOARD OF DIRECTORS

Reference is made to the nomination committee's proposal which are made available on the Company's website:

<https://www.bergenbio.com/investors/general-meetings/>

The current Board of Directors was elected at the General Meeting on March 16<sup>th</sup> 2020 and comprises Sveinung Hole (chairman), Stener Kvinnsland, Debra Barker, Pamela A. Trail and Grunde Eriksen.

Due to other commitments, Grunde Eriksen and Pamela A. Trail have expressed a wish to retire from the board as soon as practically possible and before the Annual General Meeting in 2021. They will retire, effective from the Extraordinary General Meeting on 9<sup>th</sup> December 2020, when also their replacements will be formally installed.

The Nomination Committee proposes to elect François Thomas and Sally Bennett as new members to the Board of Directors for the period up to the Annual General Meeting in 2021, with the intention of re-electing them for the customary two-year period up to the Annual General Meeting in 2023.

##### 4.1. François Thomas

**François Thomas** most recently served as the president of Inserm Transfert Initiative, a Biotech seed fund. He was Assistant Professor at the Gustave Roussy cancer Institute, VP clinical development of Ipsen, and Partner at Atlas Venture. He has been on the board of directors of more than 20 Biotech Companies in EU and NA, and has been involved in the development of multiple HemOnc drugs over the past 30 years. Dr Thomas is a French certified medical oncologist and received MSc in cancer biology and in management from Paris University and MIT (Boston), respectively.

##### 4.2. Sally Bennett

**Sally Bennett** has a career spanning medicine, equity and capital markets and investment management. She has spent the last 13 years at Healthcor, one of the largest healthcare focused investment firms in the US, where she is currently a senior member of the investment team. Prior to Healthcor she spent a decade in senior analyst roles at ING Financial Markets and latterly Piper Jaffray. She serves on the Council of Governors at UCLH, an NHS Foundation Trust Hospital and is a Board member of the P4 Precision Medicine Accelerator Programme in the UK. She is a member of the Institute of Directors (IoD) and has been awarded the CertIoD qualification. Dr Bennett received a BSc in Anatomical Sciences and a Medical Degree, awarded with Honours, both from the University of Manchester. She is a UK citizen.

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

## 5 VALG AV MEDLEM TIL VALGKOMITEEN

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside,

<https://www.bergenbio.com/investors/general-meetings/>

Valgkomiteen består av Hans Peter Bøhn (leder), Ann-Tove Kongsnes and Masha P.N. Le Gris Strømme. De ble gjenvalgt på ordinær generalforsamling i 2019 for en periode på to år frem til ordinær generalforsamling i 2021.

Grunnet andre forpliktelser har Masha P.N. Le Gris Strømme ønske om å fratre fra komiteen så snart som mulig og før ordinær generalforsamling i 2021. Hun vil dermed fratre på ekstraordinær generalforsamling 9. desember 2020 hvor et nytt medlem av komiteen formelt vil bli valgt.

Valgkomiteen foreslår at Shantrez Gillebo velges som nytt medlemm av Nominasjons komiteen for perioden frem til ordinær generalforsamling i 2021 med intensjon om å gjenvelges for en toårsperiode frem til ordinær generalforsamling i 2023.

**Shantrez Miller Gillebo** er leder for organisasjonsutvikling, rådgiver og investor med 20+ års erfaring; 10+ år innen biovitenskap. Hennes arbeid innen farmasøytisk og bioteknologisk sektor er knyttet til å bistå virksomheter med å realisere vekststrategier inkludert vellykkede M&A avtaler og porteføljeendringer; hennes erfaring dekker oppdagelse, utvikling, kommersialisering samt produksjon og kvalitet. Som Global Senior OD Leader and Head Change Managment hos Novartis har hun levert konsern og pharma strategi ved å gjennomføre en progressiv agenda for mennesker og organisasjoner, fokusert på driftsmodellen, kulturell endring, talent og kapasitetbygging på tvers av forretningsområder. Hun har en mastergrad i organisasjonspsykologi med en spesialisering i endring og ledelse fra Columbia University.

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

## 5 ELECTION OF A MEMBER TO THE NOMINATION COMMITTEE

Reference is made to the nomination committee's proposal which are made available on the Company's website,

<https://www.bergenbio.com/investors/general-meetings/>

The members of the Nomination Committee are presently Hans Peter Bøhn (Chair), Ann-Tove Kongsnes and Masha P.N. Le Gris Strømme. They were re-elected at the 2019 Annual General Meeting for another two-year period until the Annual General Meeting in 2021.

Due to other commitments, Masha P.N. Le Gris Strømme has expressed a wish to retire from the Committee as soon as practically possible and before the Annual General Meeting in 2021. Thus, she will retire, effective from the Extraordinary General Meeting on 9<sup>th</sup> December 2020, when also her replacement is formally elected.

The Nomination Committee proposes to elect Shantrez Gillebo as new member to the Nomination Committee for the period up to the AGM in 2021, with the intention to then re-elect her for the customary two-year period up to the AGM in 2023.

**Shantrez Miller Gillebo** is an Organizational Development Leader, advisor and investor with 20+ years' experience; 10+ years in the life sciences sector. Her work in the Pharma and biotech sphere focuses on supporting businesses to realize growth strategies including successful M&A deals and portfolio changes; her experience spans Discovery, Development, Commercialization as well as Manufacturing & Quality. Previously as Global Senior OD Leader and Head Change Management at Novartis, she supported the delivery of Group and Pharma strategy by driving a progressive people and organizational agenda, focused on the operating model, cultural transformation, talent and capability building across business. She holds a Master's in Organizational Psychology with a specialization in change and leadership from Columbia University.

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

## 6 FASTSETTELSE AV GODTGJØRELSE TIL STYRETS MEDLEMMER OG MEDLEMMER AV STYRETUTVALG

### 6.1. Styret

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside, <https://www.bergenbio.com/investors/general-meetings/>

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

### 6.2. Styreutvalg

#### 6.2.1. Godtgjørelseskomiteen

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside, <https://www.bergenbio.com/investors/general-meetings/>

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

#### 6.2.2. Revisjonsutvalget

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside, <https://www.bergenbio.com/investors/general-meetings/>

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

#### 6.2.3. Klinisk komitee

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside, <https://www.bergenbio.com/investors/general-meetings/>

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

## 6 DETERMINATION OF THE REMUNERATION TO THE MEMBERS OF THE BOARD OF DIRECTORS AND THE BOARD COMMITTEES

### 6.1. Board of Directors

Reference is made to the nomination committee's proposal which are made available on the Company's website, <https://www.bergenbio.com/investors/general-meetings/>

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

### 6.2. Board committees

#### 6.2.1. Remuneration committee

Reference is made to the nomination committee's proposal which are made available on the Company's website, <https://www.bergenbio.com/investors/general-meetings/>

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

#### 6.2.2. Audit committee

Reference is made to the nomination committee's proposal which are made available on the Company's website, <https://www.bergenbio.com/investors/general-meetings/>

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

#### 6.2.3. Clinical committee

Reference is made to the nomination committee's proposal which are made available on the Company's website, <https://www.bergenbio.com/investors/general-meetings/>

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

## 7 FASTSETTELSE AV GODTGJØRELSE TIL VALGKOMITEENS MEDLEMMER

Det vises til valgkomiteens innstilling som er gjort tilgjengelig på Selskapets nettside, <https://www.bergenbio.com/investors/general-meetings/>

Styret foreslår at generalforsamlingen treffer vedtak i henhold til valgkomiteens innstilling.

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I henhold til Selskapets vedtekter § 7 er det bare aksjeeiere som er innført i en utskrift av Selskapets aksjeeierregister som viser eierforholdene den femte virkedagen før generalforsamlingen, dvs. **per 2. desember 2020** (registreringsdatoen), som kan delta og stemme i generalforsamlingen.

I henhold til Selskapets vedtekter § 7 har styret bestemt at de aksjeeiere som ønsker å delta i generalforsamlingen (enten selv eller ved fullmektig), må melde fra om dette. For online deltakere er påmelding ikke nødvendig men aksjonærer må være pålogget før møtet starter.

Aksjeeiere som ikke har anledning til selv å møte, kan møte ved fullmektig. Skjema for tildeling av fullmakt, med nærmere instruksjoner for bruken av fullmaktsskjemaet, er vedlagt. Fullmakt kan om ønskelig gis til styrets leder Sveinung Hole. Utfylte fullmaktsskjemaer kan sendes på den måte og til den adresse som fremgår av fullmaktsformularet innen 4. desember 2020 kl 16:00 (CET).

BerGenBio ASA er et allmennaksjeselskap underlagt allmennaksjelovens regler. Selskapet har per dagen for denne innkallingen utstedt 87 259 983 aksjer, og hver aksje har én stemme. Aksjene har også for øvrig like rettigheter.

Dersom aksjer er registrert i VPS på en forvalter, jf. allmennaksjeloven § 4-10, og den reelle aksjeeieren ønsker å avgi stemmer for sine aksjer, må den reelle aksjeeieren omregistrere aksjene på en separat VPS-konto i den reelle aksjeeierens navn forut for avholdelse av generalforsamlingen. Hvis eieren kan godtgjøre å ha tatt slike skritt og at eieren har en reell aksjeeierinteresse i

## 7 DETERMINATION OF THE REMUNERATION TO THE MEMBERS OF THE NOMINATION COMMITTEE

Reference is made to the nomination committee's proposal which are made available on the Company's website, <https://www.bergenbio.com/investors/general-meetings/>

The board of directors proposes that the general meeting adopts a resolution in accordance with the nomination committee's recommendation.

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Pursuant to Article 7 of the Articles of Association, only shareholders appearing in a transcript from the Company's shareholder register showing the ownership to the shares in the Company on the fifth business day prior to the general meeting, i.e. **as per 2 December 2020** (the record date), may attend and vote in the general meeting.

Pursuant to Article 7 of the Articles of Association, the board of directors has decided that shareholders who wish to attend the general meeting (either in person or by proxy) must give notice. For online participants registration is not necessary, but shareholders must be logged in before the meeting starts.

Shareholders, who are prevented from attending the general meeting, may be represented by way of proxy. A proxy form, including detailed instructions for the use of the form, is enclosed. Proxy may, if desirable, be given to chairman Sveinung Hole. Completed proxy forms may be sent in the manner and to the address that appears on the proxy form within 4 December 2020 at 16:00 (CET).

BerGenBio ASA is a public limited company subject to the rules of the Norwegian Public Limited Companies Act. As of the date of this notice, the Company has issued 87,259,983 shares, each of which carries one vote. The shares have equal rights also in all other respects.

If shares are registered at VPS to a nominee, cf Section 4-10 of the Public Limited Liability Companies Act, and the beneficial owner of the shares wishes to vote for his or her shares, the beneficial owner must re-register the shares in a separate VPS account in the name of the beneficial owner before the general meeting is held. If the owner can demonstrate that such steps have been taken and that the owner has a beneficial shareholder interest in the Company,

Selskapet, kan eieren etter Selskapets oppfatning stemme for aksjene.

En aksjeeier har rett til å fremsette forslag til beslutninger i saker på dagsordenen og til å kreve at styremedlemmer og daglig leder på generalforsamlingen gir tilgjengelige opplysninger om forhold som kan innvirke på bedømmelsen av (i) saker som er forelagt generalforsamlingen til avgjørelse, og (ii) Selskapets økonomiske stilling, herunder virksomheten i andre selskaper som Selskapet deltar i, og andre saker som generalforsamlingen skal behandle, med mindre de opplysninger som kreves ikke kan gis uten uforholdsmessig skade for Selskapet.

Denne innkallingen, øvrige dokumenter som gjelder saker som skal behandles i generalforsamlingen, herunder de dokumenter det er henvist til i denne innkallingen samt Selskapets vedtekter, er tilgjengelige på Selskapets nettside: <https://www.bergenbio.com/investors/general-meetings/> Aksjeeiere kan kontakte Selskapet per post, e-post eller telefon for å få tilsendt de aktuelle dokumentene. Adresse: BerGenBio ASA v/ Rune Skeie, Jonas Lies vei 91, 5009 Bergen, e-post: [proxy@bergenbio.com](mailto:proxy@bergenbio.com)

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then according to the Company's understanding, the owner may vote for the shares.

A shareholder may make proposals for resolutions with respect to matters on the agenda and may require that members of the board of directors and the Chief Executive Officer at the general meeting provide available information about matters which may affect the assessment of (i) matters that are presented to the shareholders for decision and (ii) the Company's financial situation, including operations in other companies the Company participates in, and other matters to be discussed at the general meeting, unless the requested information cannot be disclosed without causing disproportionate damage to the Company.

This notice, other documents regarding matters to be discussed in the general meeting, including the documents to which this notice refers, as well as the Company's Articles of Association, are available at the Company's web page: <https://www.bergenbio.com/investors/general-meetings/> Shareholders may contact the Company by ordinary mail, email or phone in order to request the documents in question on paper. Address: BerGenBio ASA v/ Rune Skeie, Jonas Lies vei 91, 5009 Bergen, email: [proxy@bergenbio.com](mailto:proxy@bergenbio.com)

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18. november 2020 / 18 November 2020

**På vegne av styret i / On behalf of the board of directors of**

BerGenBio ASA

(sign.)

**Sveinung Hole**

**(styrets leder/chairman)**

**VEDLEGG TIL DENNE INNKALLINGEN:**

1. Påmeldings- og fullmaktsskjema til ekstraordinær generalforsamling på norsk

**VEDLEGG SOM ER GJORT TILGJENGELIG PÅ SELSKAPETS NETTSIDE**

1. Valgkomiteens innstilling vedrørende valg av styremedlemmer, godtgjørelse til styrets medlemmer, medlemmer av styreutvalgene og medlemmer av valgkomiteen og valg av styremedlemmer til Valgkomiteen.
2. Vedtekter

**APPENDICES TO THIS NOTICE:**

1. Registration and proxy form to the extraordinary general meeting in English

**APPENDICES MADE AVAILABLE AT THE COMPANY'S WEBSITE:**

- 1 The proposal from the nomination committee regarding election of members to the Board of Directors, remuneration to the members of the Board of Directors, members of the board committee and members of the nomination committee and election of members to the Nomination Committee.
- 2 Article of Association

Ref. no.:

PIN code:

### Notice of Extraordinary General Meeting in BerGenBio ASA

Extraordinary General Meeting in BerGenBio ASA is  
held **9 December 2020 at 16:00 CET** virtual

**IMPORTANT MESSAGE:**

In accordance with Norwegian temporary legislation exempting companies from physical meeting requirements to reduce Covid-19 risk, the Extraordinary General Meeting will be held as a digital meeting only, with no physical attendance for shareholders.

Please log in at <https://web.lumiagm.com/?fromUrl=127403163>

You must identify yourself using the reference number and PIN code from VPS that you will find in investor services (Corporate Actions – General Meeting – click ISIN) or sent you by post (for non-electronic actors) Shareholders can also get their reference number and PIN code by contacting DNB Bank Verdipapirservice by phone +47 23 26 80 20 or by e-mail [genf@dnb.no](mailto:genf@dnb.no).

On the company's web page <https://www.bergenbio.com/investors/general-meetings/> You will find an online guide describing more in detail how you as a shareholder can participate in the Virtual meeting.

**Deadline for registration of advance votes, proxies and instructions: 4th December 2020 at 4 pm CET.**

#### Advance votes

Advance votes may only be executed electronically, through the Company's website <https://www.bergenbio.com/investors/general-meetings/> (use ref and pin code above) or through VPS Investor Services (where you are identified and do not need Ref.nr.and PIN Code). Chose *Corporate Actions - General Meeting*, click on *ISIN*.

#### Notice of attendance

Shareholders are only allowed to participate online due to the Covid-19 situation. See separate guide on how shareholders can participate virtual. Registration is not required to participate online, but shareholders must be logged in before the meeting starts. **If you are not logged in before the general meeting starts, you will not be able to attend.** Log in starts an hour before.

Please note that shareholders who do not wish to participate online or vote in advance have the opportunity to authorize another person. Information on how this can be done follows:

#### Proxy without voting instructions for Extraordinary General Meeting of BerGenBio ASA

Ref. no.:

PIN code:

Proxy should be registered through the Company's website <https://www.bergenbio.com/investors/general-meetings/> or through VPS Investor Services. For granting proxy through the Company's website, the above mentioned reference number and PIN code must be stated. In VPS Investor Services chose *Corporate Actions and General Meeting* and click *ISIN*.

If you are not able to register this electronically, you may send by E-mail to [genf@dnb.no](mailto:genf@dnb.no), or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The proxy must be received no later than **4<sup>th</sup> December 2020 at 4 p.m. CET** If a shareholder who wishes to give proxy is a company, the company certificate must be attached.

If you do not state the name of the proxy holder, the proxy will be given to the Chair of the Board of Directors or an individual authorised by him or her.

**The undersigned:** \_\_\_\_\_

hereby grants (tick one of the two)

the Chair of the Board of Directors Sveinung Hole (or a person authorised by him), or

\_\_\_\_\_  
(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Extraordinary General Meeting of BerGenBio ASA on 9<sup>th</sup> December 2020.

Place

Date

 Shareholder's signature  
(only for granting proxy)

**Ref. no.:**
**PIN code:**
**Proxy with voting instructions for Extraordinary General Meeting in BerGenBio ASA**

If you are unable to attend the meeting, you may use this proxy form to give voting instructions to Chair of the Board of Directors or the person authorised by him or her. (Alternatively, you may vote electronically in advance, see separate section above.) Instruction to other than Chair of the Board should be agreed directly with the proxy holder.

Proxies with voting instructions cannot be submitted electronically, and must be sent to [genf@dnb.no](mailto:genf@dnb.no) (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The form must be received by DNB Bank ASA, Registrars' Department no later than **4<sup>th</sup> December 2020 at 4 p.m.** If a shareholder who wishes to give proxy is a company, the company certificate must be attached.

**Proxies with voting instructions must be dated and signed in order to be valid.**

**THE UNDERSIGNED:**

hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Extraordinary General Meeting of BerGenBio ASA on 9<sup>th</sup> December 2020.

The votes shall be exercised in accordance to the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's and Nomination Committee's recommendations. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the Notice, the proxy holder may vote at his or her discretion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

Agenda extraordinary general meeting 09.12.2020	For	Against	Abstention
1. Election of the chairperson of the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the notice and the agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Election of a person to co sign the minutes together with the chairperson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>4 Election of members to the board of directors</i>			
4.1. François Thomas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.2. Sally Bennet	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Election of a member to the nomination committee, Shantrez M. Gillebo	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>6 Determination of the remuneration to the members of the Board of Directors and the board committees</i>			
6.1. Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>6.2. Board committees</i>			
6.2.1. Remuneration Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.2.2. Auditor Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.2.3. Clinical Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Determination of the remuneration to the members of the Momitation Committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

 Shareholder's signature  
 (Only for granting proxy with voting instructions)