



DIVERSITY POLICY

Adopted by the Board of Vivoryon Therapeutics N.V. on April 29, 2021



1 INTRODUCTION

- 1.1 This is the diversity policy (the **Diversity Policy**) of the Company as prepared by the Non-Executive Directors and as adopted by the Board on April 29, 2021 in accordance with best practice provision 2.1.5 of the Code.
- 1.2 The Board recognizes the importance of diversity within the Board and believes that the Company's business gains from a wide range of skills and a variety of different backgrounds. A diverse composition of the Board contributes to a robust decision-making and proper functioning of the Board.
- 1.3 The Board furthermore recognizes that diversity should not be limited to the Company's Board, but should extend to all areas of the Company's business, including but not limited to other key leadership positions.
- 1.4 This Diversity Policy is not posted on the Company's website.
- 1.5 The meaning of certain capitalized terms used in this Diversity Policy is set forth in the List of Definitions attached as **Annex**.

2 DIVERSITY ASPECTS RELEVANT TO THE COMPANY

- 2.1 The following diversity aspects have been identified as relevant for the Company and its business considering the market in which the Company operates and the diversity of its customer base:
- (i) nationality;
 - (ii) gender;
 - (iii) age;
 - (iv) background: education;
 - (v) background: (work) experience;
 - (vi) skills/knowledge: listed company experience.
- 2.2 The diversity aspects referred to in Clause 2.1 shall be considered when composing the Board and selecting persons for nomination for (re-)appointment as Director.

3 SPECIFIC TARGETS RELATING TO DIVERSITY

- 3.1 The following specific diversity target has been identified to improve the diversity within the Board:
- (i) increasing the nationality, age and gender diversity within the Board;
 - (ii) increasing the gender diversity within the Board such that by 2024 at least one-third of the Non-Executive Directors will be women.
- The Company aims to have a minimum of one-third women and a minimum of one-third men on the board as non-executive directors. However, when nominating a candidate for appointment, the

qualifications of the candidate, as well as the requirements for the position to be filled, shall prevail.

4 IMPLEMENTATION OF THE DIVERSITY POLICY

4.1 In order to meet the diversity targets, the diversity aspects referred to in Clause 2.1 shall be considered and be taken into account for recruitment, talent development, appointment to roles, retention of employees, mentoring and coaching programs, succession planning, training and development.

4.2 The Non-Executive Directors shall review this Diversity Policy and the implementation thereof regularly. The Non-Executive Directors shall update this Diversity Policy for adoption by the Board if and when necessary.

5 ACCOUNTABILITY

5.1 In accordance with best practice provision 2.1.6 of the Code, this Diversity Policy and the way it has been implemented in practice shall be explained in the Company's corporate governance statement, addressing more specifically:

- (i) the objectives of this Diversity Policy;
- (ii) how this Diversity Policy has been implemented; and
- (iii) the results of this Diversity Policy in the past financial year.

5.2 If the composition of the Board diverges from the targets referred to in Clause 3 and/or the statutory target for the male/female ratio, if and to the extent that this is provided under or pursuant to Dutch law, the Company's corporate governance statement shall include:

- (i) an outline of the current state of affairs;
- (ii) an explanation as to which measures are being taken to attain the intended target; and
- (iii) by when this is likely to be achieved.

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ANNEX LIST OF DEFINITIONS

1. In this Diversity Policy, the following terms shall have the following meaning:

Board means the board of directors of the Company.

Code means the Dutch corporate governance code.

Company means Vivoryon Therapeutics N.V., a public company incorporated under the laws of the Netherlands (*naamloze vennootschap*), having its official seat in Amsterdam, the Netherlands.

Director means a member of the Board. Unless the contrary is apparent, this shall include each Executive Director and each Non-Executive Director.

Executive Director means an executive member of the Board.

Non-Executive Director means a non-executive member of the Board.

2. Save where the context dictates otherwise, in this Diversity Policy:

- (a) words and expressions expressed in the singular form also include the plural form, and vice versa;
- (b) words and expressions expressed in the masculine form also include the feminine form; and
- (c) a reference to a statutory provision counts as a reference to this statutory provision including all amendments, additions and replacing legislation that may apply from time to time.

Headings of clauses and other headings in the Diversity Policy are inserted for ease of reference and do not form part of the Diversity Policy for the purpose of interpretation.