



POLICY ON BILATERAL CONTACTS WITH SHAREHOLDERS

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



1 INTRODUCTION

- 1.1 This is the policy on bilateral contacts with Shareholders (the **Bilateral Contacts Policy**) of the Company as adopted by the Board on April 29, 2021 in accordance with best practice provision 4.2.2 of the Code. The Board is authorized to adopt and amend this Bilateral Contacts Policy and retains the right to deviate from this Bilateral Contacts Policy.
- 1.2 This Bilateral Contacts Policy is posted on the Website.
- 1.3 The meaning of certain capitalized terms used in this Bilateral Contacts Policy is set forth in the List of Definitions attached as **Annex**.

2 GENERAL PROVISIONS

- 2.1 The Company is committed to maintaining an open and constructive dialogue with its Shareholders and potential shareholders. The Company aims to keep its Shareholders updated by informing them clearly and accurately about the Company's strategy, performance and other Company matters and developments that could be relevant to investors' decisions.
- 2.2 The Company adheres to all legal obligations relating to confidentiality, disclosure of inside information and equal treatment of shareholders and only discusses publicly known information in one-on-one meetings. In the event that non-public inside information is inadvertently disclosed during any bilateral contact, the Company will publicly announce such information as prescribed by applicable law. This Bilateral Contacts Policy will be subject to any publicly disclosed arrangements with specific Shareholders.
- 2.3 The Company is dedicated to providing high quality and timely information to all Shareholders. Information for Shareholders will be made available on our Website.
- 2.4 The Board shall ensure that the General Meeting is adequately provided with all information desired. The Board may however decide not to provide the General Meeting with all information desired with the invocation of an overriding interest (*zwaarwichtig belang*) on the part of the Company and if it does so, it will give reasons for this.

3 CONTACTS WITH SHAREHOLDERS

- 3.1 Conversations with Shareholders will primarily take place in General Meetings. In addition to communicating with its Shareholders at the annual General Meeting and, as applicable, during extraordinary General Meetings, the Company publishes annual reports, semi-annual reports and trading updates, elaborates on its financial results and informs investors via the Website and/or press releases.
- 3.2 Conversations with Shareholders may also be held on a bilateral basis. The subject matter of bilateral communications may range from individual queries from Shareholders to more elaborate discussions following Company disclosures, such as its annual reports and interim reports.
- 3.3 The Company will take into consideration all requests from Shareholders to enter into a conversation. The Company will agree to such requests for those situations where the Board deems this in the Company's interest. The initiative to enter into a conversation with a Shareholder can also be taken



by the Company.

- 3.4 In order to assess whether a conversation with Shareholders could be in the Company's interest, the Company may request Shareholders to provide certain (written) information. This information can include the objective of the conversation, the matters to be discussed, the opinion of the Shareholders on these matters and information in respect of the Shareholder and its interest in the Company.
- 3.5 Conversations with Shareholders will not be held shortly before the publication of the regular financial information.
- 3.6 To the extent possible and practicable, the Company shall be represented by at least one Executive Director (or another individual designated by the Board) during these interactions. The Company may involve its investor relations department, as well as such other officers of the Company and/or advisors as the Company deems appropriate.
- 3.7 The Executive Directors shall regularly (and at least annually) inform and consult the Non-Executive Directors on the process and content of any relevant conversation with Shareholders.

4 MEETINGS AND PRESENTATIONS

- 4.1 The Company will announce analyst meetings, analyst presentations, presentations to institutional or other investors and press conferences in advance on the Website and by means of press releases.
- 4.2 Analysts' meetings and presentations to investors will not be held shortly before the publication of the regular financial information. The Company will ensure that all Shareholders are enabled to follow these meetings and presentations in real time, by means of webcasting, telephone or otherwise. After the meetings, the presentations will be posted on the Website.

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ANNEX LIST OF DEFINITIONS

1. In this Bilateral Contacts 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.

Executive Director means an executive member of the Board.

General Meeting means the general meeting of the Company.

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

Shareholder means a holder of one or more shares in the capital of the Company.

Website means the Company's website, <https://www.vivoryon.com/>.

2. Save where the context dictates otherwise, in this Bilateral Contacts 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 Bilateral Contacts Policy are inserted for ease of reference and do not form part of the Bilateral Contacts Policy for the purpose of interpretation.