

## MINUTES

of the Annual General Meeting (the '**Meeting**') of **IGEA Pharma N.V.**, a public limited company (*naamloze vennootschap*), having its registered office in Amsterdam (the Netherlands), and address at: (2132 WT) Hoofddorp, Siriusdreef 17, registered with the Commercial Register of the Chamber of Commerce under number 70212821 (the '**Company**'), held virtually on 9 July 2021 at 10:00 hours CEST.

The attendance list with the name of the shareholders and the names of the members of the Board of Directors of the Company (the '**Board**'), who are attending the Meeting or are represented at the Meeting, is appended to these minutes.

In accordance with article 8.5.1 of the articles of association of the Company, the chairman of the Board, Ms Giovanna Puppo, has appointed Mr Cees de Zeeuw, in his capacity as legal advisor of the Company, to act as Chair of the Meeting (the '**Chair**'). In accordance with article 8.5.1 of the articles of association of the Company the Chair of the Meeting appoints Ms Marie-Jeanne Zillikens-Loos, in her capacity as legal advisor of the Company, to act as Secretary of the Meeting (the '**Secretary**').

### **1. Opening**

The Chair opens the meeting and notes that:

- due to the associated health risks and governmental restrictions related to the COVID-19 pandemic, the Board has convened a virtual EGM, in accordance with the emergency act adopted by the Dutch government on 24 April 2020 (the '**Emergency Act**'), which Emergency Act is still valid today;
- because of that shareholders will not be able to physically attend the meeting and shareholders can only attend, participate in, address the meeting and vote electronically at the meeting on all resolutions via the internet, therefore online and remote with their own smartphone, tablet or personal computer;
- following the rules of the Emergency Act shareholders have the possibility to ask questions about the agenda items (i) during the EGM and (ii) prior to the EGM by submitting questions up to 72 hours prior to the EGM;
- the Board has received no questions about the agenda items prior to the EGM;
- all requirements concerning convening the Meeting and giving notice of the items to be discussed have been met;
- all proposals to be decided on in the Meeting have been announced in the convocation for this Meeting;

- the members of the Board have been given sufficient time to advise on the resolutions that will be taken at this Meeting;
  - 7.777.546 shares in the Company's capital are represented, being 31.05% of the Company's issued share capital, consisting of 25.048.769 shares,
- on the basis whereof the General Meeting can take valid resolutions in respect of the proposals set out below by a simple majority of the votes cast.

## **2. Annual Report 2020**

The Chair gives the floor to Mr Moccia, who made a summary of the Annual Report 2020. Mr Moccia explains that the annual report was certified by the auditor of the Company and that the Board has not received any questions regarding the annual accounts. There were no further comments or questions on the Annual Report 2020.

## **3. Implementation of the remuneration policy during the financial year 2020**

The Chair gives the floor to Mr Moccia, who made a summary of the implementation of the remuneration policy during the financial year 2020, which is set out in Section II, item 5.1 of the Annual Report 2020. Mr Moccia explains that two members of the Board, involved in the implementation of remuneration policy, resigned for personal reasons. Because of that the work on the remuneration policy stopped after their resignation. The Board is working on appointing a new remuneration committee and that will probably be finalized next week. There were no further comments or questions.

## **4. Proposal to adopt the annual accounts for the financial year 2020 (voting item)**

The Chair made a summary of the 2020 financial statements as disclosed in the Annual Report 2020 and opened the floor for questions or comments. After receiving no comments or questions, the Chair puts the following proposal to the Meeting:

the adoption of annual accounts for the financial year 2020.

The proposal under 4. is put to the vote and the Chair declares that this proposal has been carried by all votes cast, which means that the proposal set out above under 4. to adopt the annual accounts for the financial year 2020 has been adopted and is now as such a resolution of the General Meeting.

**5. Proposal for discharge of liability of the members of the Board of Directors and officers (voting item)**

The Chair explained the formalities for this vote and opened the floor for questions or comments. After receiving no comments or questions, the Chair puts the following proposal to the Meeting:

the discharge of liability of the members of the Board of Directors and officers.

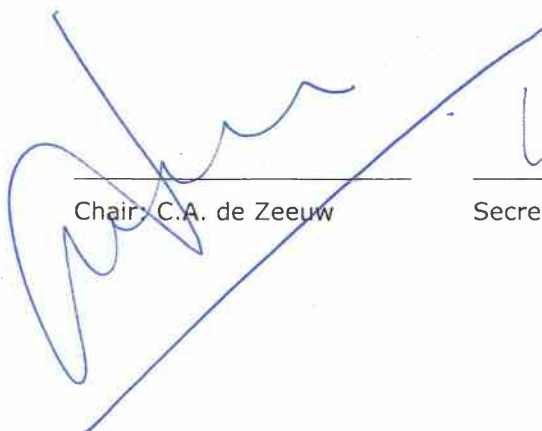
The proposal under 5. is put to the vote and the Chair declares that this proposal has been carried by all votes cast, which means that the proposal set out above under 5. has been adopted and is now as such a resolution of the General Meeting.


**6. Closing**

Mr Moccia asks a question regarding changing the name of the Company following the transaction with Blue Sky Natural Resources. The Chair explains that a notarial deed of amendment of the articles of association is necessary to change the name of the Company; however the trade name of the Company, registered at the Commercial Register, can be changed without this notarial deed. The Chair establishes that no further business is required to be dealt with, and closes the meeting at 10 hours and 15 minutes.

A copy of these minutes shall be forwarded to the Board of Directors of the Company, to enable the board members to enter the resolutions in the records of the Company.

Confirmed in The Hague (the Netherlands) on 9 July 2020.

  
Chair: C.A. de Zeeuw

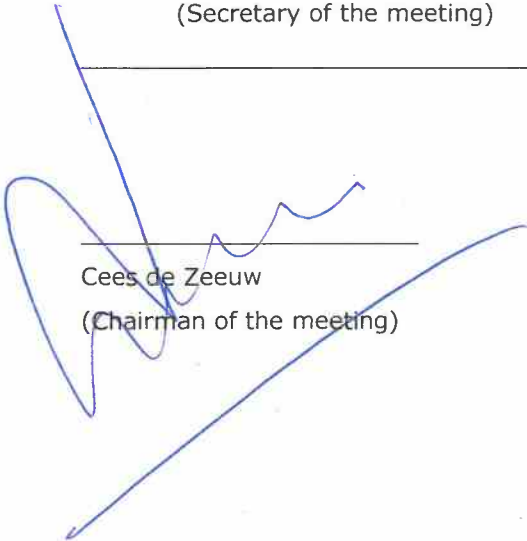
  
Secretary: M.J.L.A.M. Zillikens-Loos

*Attachment: Attendance list*

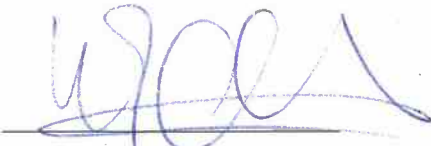
## ATTENDANCE LIST

of the Annual General Meeting of IGEA Pharma N.V., held virtually on 9 July 2021 at 10:00 hours CEST

	<b>name</b>	<b>number of votes</b>
1.	C.H.I. B.V. (represented by proxy)	5,830,046
2.	Cristina Canepa (represented by proxy)	1,947,500
3.	Mr Vincenzo Moccia (executive Director/CEO and proxyholder of the shareholders under 1. and 2.)	
4.	Mr Cees de Zeeuw (Chairman of the meeting)	
5.	Ms Marie-Jeanne Zillikens-Loos (Secretary of the meeting)	



Cees de Zeeuw  
(Chairman of the meeting)



Marie-Jeanne Zillikens-Loos  
(Secretary of the meeting)