

Remuneration Policy

1 GENERAL

The remuneration policy is aimed at attracting, motivating and retaining highly qualified managing directors (the "**Managing Directors**" and each a "**Managing Director**") and rewarding Managing Directors of IGEA Pharma N.V. ("**IGEA**") with a balanced and competitive remuneration package that is focused on sustainable and long-term results and is aligned with IGEA's strategy. The design of the remuneration structure supports both IGEA's short and long-term objectives, whereas the emphasis is on long-term value creation.

This policy is complementary to and subject to applicable laws, regulations and the Dutch Corporate Governance Code, as applicable from time to time.

2 REMUNERATION COMPONENTS

The remuneration of the Managing Directors may consist of the following components:

- (a) annual gross fixed salary
- (b) variable remuneration
- (c) severance payments

A. Annual gross fixed salary

The base salary represents a fixed cash compensation that is set based on the level of responsibility, experience and role of the Managing Director. The annual gross fixed salary paid to the Managing Directors may be adjusted annually after having been reviewed by IGEA's supervisory board (the "**Supervisory Board**"). The gross fixed salary shall be determined by the Supervisory Board of IGEA.

B. Variable compensation

In order to strengthen the Managing Director's commitment to IGEA's objectives, business strategies and performance, the Supervisory Board may decide at its sole discretion that the Managing Directors may be eligible to a gross annual short-term performance cash incentive up to 40% of the Managing Director's annual gross fixed salary (as applicable), subject to (i) the Managing Director's performance in relation to the performance targets/criteria as stipulated in IGEA's business plan as applicable from time to time (such performance to be validated by the Supervisory Board at its sole discretion) and (ii) applicable policies respectively regulations.

C. Severance payment

In line with the Dutch Corporate Governance Code, severance compensation shall not exceed one (1) year gross annual fixed salary.

3 CLAWBACK

In line with Dutch law and the Dutch Corporate Governance Code, any variable remuneration may be reduced or recovered if certain circumstances apply. This means that if variable payments, in the opinion of the Supervisory Board result in an unfair result due to extraordinary circumstances during the period in which the predetermined performance targets/criteria have been or should have been achieved, the Supervisory Board has the power to adjust the value downwards.

In addition, the Supervisory Board is entitled at its sole discretion to recover on behalf of IGEA any variable pay awarded on the basis of incorrect financial data or other data, provided that such recovery decision shall be made in good faith. This right of recovery exists irrespective of whether the Managing Director has been responsible for the incorrect financial data or other data or was aware or should have been aware of this incorrectness.

4 ALLOWANCES AND BENEFITS

The Managing Directors may be eligible for allowances and/or benefits in kind as determined by the Supervisory Board from time to time. The allowances and benefits may:

- (a) comprise elements based on general local practice, including the use of social security contributions and annual cost allowances; and
- (b) relate to specific circumstances, including costs relating to relocation, accommodation, education and travelling.

5 LOANS AND GUARANTEES

IGEA shall not grant the Managing Directors any personal loans, guarantees or similar benefits, unless in the ordinary course of business, on terms applicable to all employees of IGEA, and provided that (i) this has been approved by the Supervisory Board and (ii) loans granted by IGEA to its Managing Directors shall not be remitted.