

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 hybrid via (i) ZOOM and (ii) in the meeting room next to the Company's office with address at Hoofddorp Transpolis, Polarisavenue 1, (2123 JH) Hoofddorp (the Netherlands) on 1 December 2022 at 11.00 hours CEST.

The attendance list with the name of the shareholders and the representatives, the executive board member and the non-executive board member, 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 of Directors of the Company (the '**Board**'), Mr. V. Moccia acts as Chair of the Meeting (the '**Chair**'). In accordance with article 8.5.1 of the articles of association of the Company. The Chair has requested Mr. E.D. Smit, in his capacity as Dutch civil-law notary, to act as secretary of the Meeting (the '**Secretary**').

1. **Opening**

The Chair opens the meeting at 11.02 CEST and:

- presents the agenda
- notes that all proposals to be decided on in the Meeting have been announced in the convocation for this Meeting;
- states that he will speak in both English and Italian because most attendees are more fluent in Italian.

Thereafter the Chair requests all persons attending the Meeting via ZOOM to show their identification in front of their camera so that their identity can be verified.

After this identification, the Chair notes that:

- 201,711,985 shares in the Company's capital are represented and that on 4,436,323 shares in the Company's share capital already votes have been casted electronically;
- the names of the shareholders as well the members of the Board, who are attending the Meeting or are represented at the Meeting, are listed on a list that is appended to these minutes.

2. **Appointment of the Secretary**

The Chair states that he formally appoints Mr. E.D. Smit, Dutch civil-law notary, as Secretary of the Meeting.

3. **Annual Report 2021**

The Chair tables the proposal under 3. of the agenda: the approval of the Company's Annual Report 2021.

One question was raised towards the method of calculation of the Company's inventory as presented in the Annual Report. The Chair answers that the basis of the valuation of the Company's inventory is on a going concern basis; an external Company has checked the inventory before said valuation.

There were no further comments or questions to the Annual Report 2021.

The Chair explained the formalities for the votes to be casted by every attendee.

The Chair puts the proposal under 3. of the agenda to vote and requests each attendee with voting rights to cast its votes. Those votes together with the votes casted electronically lead to the following vote result:

	For	Against	Abstained
Votes casted in the Meeting	201.711.985	0	0
Votes casted electronically	4.436.323	0	0

Result	206.148.308	0	0
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This result means that the proposal set out above under 3. has been adopted and is now as such a resolution of the Company's general meeting.

4. Proposal to adopt the annual accounts for the financial year 2021

The Chair tables the proposal under 4. of the agenda: the adoption of the Company's annual accounts for the financial year 2021.

The Chair puts this proposal to vote and requests each attendee with voting rights to cast its votes. Those votes together with the votes casted electronically lead to the following vote result:

	For	Against	Abstained
<i>Votes casted in the Meeting</i>	201.711.985	0	0
<i>Votes casted electronically</i>	4.436.323	0	0
Result	206.148.308	0	0

This result means that the proposal set out above under 4. has been adopted and is now as such a resolution of the Company's general meeting.

5. Dismissal of Mr. Moccia as CEO and executive member of the Board

The Chair states that his term as executive member of the Board formally expires after the Meeting so there is no need to put the proposal under 5. to vote.

6. Dismissal of Mr. Patrocollo as non-executive member of the Board

The Chair states that Mr. Patrocollo's term as non-executive member of the Board formally expires after the Meeting so there is no need to put the proposal under 6. to vote.

7. Proposal for discharge of liability of the members of the Board of Directors and officers

The Chair tables the proposal under 7. of the agenda: the discharge of liability of the members of the Board of Directors and officers of the Company.

The Chair puts this proposal to vote and requests each attendee with voting rights to cast its votes. Those votes together with the votes casted electronically lead to the following vote result:

	For	Against	Abstained
<i>Votes casted in the Meeting</i>	72.295.684	0	129.416.301
<i>Votes casted electronically</i>	4.436.323	0	0
Result	76.732.007	0	129.416.301

This result means that the proposal set out above under 7. has been adopted and is now as such a resolution of the Company's general meeting.

8. Appointment of a CEO and executive member of the Board

The Chair tables the proposal under 8. of the agenda: the appointment of Nicola Alessandro Mona as CEO and executive member of the Board of the Company.

The Chair puts this proposal to vote and requests each attendee with voting rights to cast its votes. Those votes together with the votes casted electronically lead to the following vote result:

	For	Against	Abstained
<i>Votes casted in the Meeting</i>	179.313.610	1.364.500	21.033.875
<i>Votes casted electronically</i>	0	4.436.323	0
Result	179.313.610	5.800.823	21.033.875

This result means that the proposal set out above under 8. has been adopted and is now as such a resolution of the Company's general meeting.

9. Appointment of two non-executive members of the Board

The Chair tables the proposal under 9. of the agenda: the appointment of two non-executive members of the Board of the Company. This item is split into two items:

- 9a: the appointment of Marcello Vendittelli as non-executive member of the Board of the Company, and
- 9b: the appointment of Reinout Oussoren as non-executive member of the Board of the Company.

The Chair puts item 9a. as proposal to vote and requests each attendee with voting rights to cast its votes. Those votes together with the votes casted electronically lead to the following vote result:

	For	Against	Abstained
<i>Votes casted in the Meeting</i>	181.076.110	1.364.500	19.271.375
<i>Votes casted electronically</i>	0	4.436.323	0
Result	181.076.110	5.800.823	19.271.375

This result means that the proposal set out above under 9a. has been adopted and is now as such a resolution of the Company's general meeting.

The Chair puts item 9b. as proposal to vote and requests each attendee with voting rights to cast its votes. Those votes together with the votes casted electronically lead to the following vote result:

	For	Against	Abstained
<i>Votes casted in the Meeting</i>	181.076.110	1.364.500	19.271.375
<i>Votes casted electronically</i>	0	4.436.323	0
Result	181.076.110	5.800.823	19.271.375

This result means that the proposal set out above under 9b. has been adopted and is now as such a resolution of the Company's general meeting.

10. Proposal of an auditor firm

The Chair states that the Company should assign an auditor since the 3-year assignment of Mazars as the Company's statutory auditor has lapsed.

The Chair expresses that the Company nowadays has a complicated structure as a Dutch Company listed in Zurich. That requires an international auditors firm authorized to assist listed companies. Therefore, the Chair states that the Company will ask Mazars to enter into a new assignment with the Company. Furthermore, the Chair expresses his gratitude for all work conducted by Mazars towards Mr. O. Opzitter from Mazars, who attends the Meeting in person. None of the attendees has a reaction towards the intention to assign Mazars.

At the end of the Meeting a few questions are raised by Mr. Ivancevich, Mr. Caradonna and Mr. Turi. Firstly, following Mr. Caradonna's question, the Chair enters into a discussion with Mr. Caradonna in Italian. After this discussion in Italian the Chair answers the other questions by saying that those questions shouldn't be discussed during the Meeting because those questions are about potential and unknown shareholders while the Company, as a listed company, doesn't know all of its shareholders.

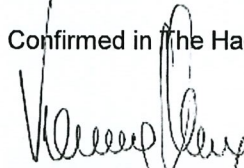
In addition the Chair states that the Company has entered into discussions with LMH. The signing of a preliminary agreement with LMH and the completion of LMH's due diligence have been made public via press releases. At this moment in time there is nothing to add to those press releases earlier this year.

11. Closing

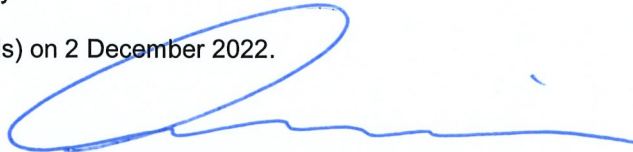
The Chair establishes that no further business is required to be dealt with, and closes the meeting at 11 hours and 58 minutes.

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

Confirmed in The Hague (the Netherlands) on 2 December 2022.



Chair: V. Moccia



Secretary: E.D. Smit

Attachment: Attendance list

Attendance list AGM 1 December 2022

Registration ID	Surname or company name shareholder	Number of securities	Number of voting rights	Surname attendee on behalf of himself and/or as proxyholder of the shareholder
IGPH202220100010	Pharma Tech Holding S.A.	16.216.000	16.216.000	Caradonna
IGPH202220100078	Pharma Tech Holding S.A.	56.458.133	56.458.133	Caradonna
IGPH202220100079	Wealthpro Ltd	7.500.000	7.500.000	Caradonna
IGPH202220100088	Biaggi	695.000	695.000	Caradonna
IGPH202220100089	FE Capital S.A.	290.000	290.000	Caradonna
IGPH202220100003	Di Meola	22.500	22.500	Colturi
IGPH202220100004	Colturi	9.000	9.000	Colturi
IGPH202220100005	Colturi	24.750	24.750	Colturi
IGPH202220100006	Pinardi	6.750	6.750	Colturi
IGPH202220100007	Crudeli	27.000	27.000	Colturi
IGPH202220100017	Steinberg	16.750	16.750	Colturi
IGPH202220100022	Crudeli	27.000	27.000	Colturi
IGPH202220100028	Dei	180.000	180.000	Colturi
IGPH202220100030	Schellino	65.250	65.250	Colturi
IGPH202220100043	Cioni	315.000	315.000	Colturi
IGPH202220100067	Valsecchi	27.000	27.000	Colturi
IGPH202220100083	Sala	58.500	58.500	Colturi
IGPH202220100090	Gonczol	6.750	6.750	Colturi
IGPH202220100020	Colturi	578.250	578.250	Colturi
IGPH202220100082	ENPRO Invest AS	1.500.000	1.500.000	Hovland
IGPH202220100008	Guidantoni	5.150.000	5.150.000	Ivancevich
IGPH202220100018	ALL ASSET MANAGEMENT SA	18.166.500	18.166.500	Ivancevich
IGPH202220100034	Novenero Srl	450.000	450.000	Ivancevich
IGPH202220100046	Polidoro	794.250	794.250	Ivancevich
IGPH202220100080	All Asset Management S.A.	17.941.344	17.941.344	Ivancevich
IGPH202220100092	Ivancevich	450.000	450.000	Ivancevich
IGPH202220100029	Amoroso and Ms. Elena M. Tiberio	819.000	819.000	Moccia
IGPH202220100042	Sannia	1.440.000	1.440.000	Moccia
IGPH202220100047	Cerani	27.509.309	27.509.309	Moccia
IGPH202220100057	Canepa	19.560.500	19.560.500	Moccia
IGPH202220100084	Enosi Consulting Ltd	990.000	990.000	Moccia
IGPH202220100085	Enosi Consulting Ltd	2.400.000	2.400.000	Moccia
IGPH202220100086	Enosi S.p.A.	1.200.000	1.200.000	Moccia
IGPH202220100016	DODARO	270.000	270.000	Spada
IGPH202220100031	Samadello	90.000	90.000	Spada
IGPH202220100032	Costantino	162.000	162.000	Spada
IGPH202220100033	Costantino	65.277	65.277	Spada
IGPH202220100035	Batazza	270.000	270.000	Spada
IGPH202220100036	Mazzoleni	54.000	54.000	Spada
IGPH202220100038	Apine	135.000	135.000	Spada
IGPH202220100040	Berlusconi	184.500	184.500	Spada
IGPH202220100050	Biffi	145.000	145.000	Spada
IGPH202220100051	Barone	468.000	468.000	Spada
IGPH202220100052	Palmieri	376.200	376.200	Spada
IGPH202220100053	Balbani	124.424	124.424	Spada
IGPH202220100054	Cassera	90.000	90.000	Spada
IGPH202220100055	Gherardi	554.815	554.815	Spada
IGPH202220100056	Rampoldi	405.000	405.000	Spada
IGPH202220100061	Ciceri	38.250	38.250	Spada
IGPH202220100062	Manno	2.250	2.250	Spada
IGPH202220100064	Crippa	22.500	22.500	Spada
IGPH202220100065	Dodaro	190.000	190.000	Spada
IGPH202220100069	Perulli	90.000	90.000	Spada
IGPH202220100070	Raschilla	180.000	180.000	Spada
IGPH202220100072	Bordogna	90.000	90.000	Spada
IGPH202220100073	Borellini	200.250	200.250	Spada
IGPH202220100074	Caprani	135.000	135.000	Spada
IGPH202220100075	Ms. Roberta Lanzoni	751.500	751.500	Spada
IGPH202220100081	Caprani	270.000	270.000	Spada
IGPH202220100087	Macche	270.000	270.000	Spada
IGPH202220100041	Spada	843.509	843.509	Spada
IGPH202220100068	Carbone	528.590	528.590	Turi
IGPH202220100002	KadCo ApS	333.000	333.000	Turi
IGPH202220100009	JK Holding 2020 ApS- JK Pedersen	225.000	225.000	Turi
IGPH202220100012	Taras Services Limited	5.627.900	5.627.900	Turi
IGPH202220100013	Taras Services Pension Scheme	200.000	200.000	Turi
IGPH202220100014	TMF International Pensions	493.000	493.000	Turi
IGPH202220100093	Davis	63.000	63.000	Turi
IGPH202220100094	Davis	252.000	252.000	Turi
IGPH202220100095	Davis	189.000	189.000	Turi
IGPH202220100096	Davis	63.000	63.000	Turi
IGPH202220100097	Davis	1.120.410	1.120.410	Turi
IGPH202220100060	Turi	1.089.000	1.089.000	Turi
IGPH202220100027	Botto	351.000	351.000	Botto
IGPH202220100066	Mueller	1.332.574	1.332.574	Mueller
IGPH202220100077	Gianluca	1.762.500	1.762.500	Gianluca
IGPH202220100098	Cattaneo	710.000	710.000	Cattaneo

List of shareholders that have cast their votes electronically before the AGM

Registration ID	Name shareholder	Number of securities	Number of voting rights
IGPH202220100044	MAURIZIO RIVA	22.500	22.500
IGPH202220100045	Bank of New York Mellon	3.801.823	3.801.823
IGPH202220100049	LIBERUM WEALTH LIMITED	315.000	315.000
IGPH202220100071	Citi Bank	297.000	297.000

List of other persons present via ZOOM or In the room

Name	Position	Present via ZOOM or In the room
V. Moccia	executive board member of het Company	in the room
F.M. Patrocolo	non-executive board member of het Company	ZOOM
O. Opzitter	chartered accountant from Mazars, the Company's statutory auditor	in the room
E.D. Smit	civil-law notary. Secretary of the Meeting	in the room
W. Admiral	candidate civil-law notary, assistant to the secretary of the Meeting	in the room