

PROXY VOTING FORM

For General Shareholders Meeting of Ryvu Therapeutics S.A. headquartered in Kraków
Convened for June 27th, 2024

Shareholder data:

Name:	
Place of residence/headquarter:	
PESEL/KRS numer:	
Number of shares:	

Proxy data:

Name:	
Place of residence/headquarter:	
PESEL/KRS numer:	
Number of shares in relation to which the proxy is empowered to vote:	

Additional Information:

1. this Proxy Voting Form does not constitute a proxy, but only voting instructions for a proxy. In order to appoint a proxy, please use the appropriate form.
2. the shareholder gives instructions by marking the appropriate box with an "X".
3. If a shareholder votes differently from his/her shares, he/she shall specify the number of shares cast in favor of the respective choice. If the number of shares is not indicated, it is considered that the proxy is entitled to vote in the indicated manner from all shares of the shareholder.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 1
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the election of the chairman**

The Annual General Meeting of Ryvu Therapeutics S.A., headquartered in Krakow, Poland, resolves as follows:

§ 1

_____ is hereby appointed as as the Chairperson of the General Meeting of Shareholders.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to the draft resolution No. 1:

The resolution is of a technical nature. The necessity to elect the Chairperson of the General Meeting after the opening of the General Meeting results from Article 409 § 1 of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 2
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on approval of the agenda**

The Annual General Meeting of Ryvu Therapeutics S.A., headquartered in Krakow, Poland, resolves as follows:

§ 1

The Annual General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow, hereby approves the following agenda:

1. Opening of the meeting.
2. Election of the Chairperson of the Meeting.
3. Determination by the Chairperson of the correctness of the Assembly's convening and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Assessment of the Supervisory Board's report for the 2023 fiscal year including the evaluation of the Company's financial statements for the 2023 fiscal year, the Management Board's report on the Company's activities for the 2023 fiscal year and the Management Board's proposal to cover the loss for the 2023 fiscal year.
6. Assessment and approval of the Management Board's report on the Company's activities for the 2023 fiscal year.
7. Assessment and approval of the Company's financial statements for the 2023 fiscal year.
8. Adoption of a resolution on covering the loss for the 2023 fiscal year.
9. Adoption of resolutions on granting discharge to members of the Company's Management Board and Supervisory Board.
10. Adoption of a resolution on expressing an opinion on the report on remuneration of members of the Company's Management Board and Supervisory Board for the 2023 financial year.
11. Adoption of a resolution on approving the Remuneration Policy for members of the Management Board and Supervisory Board of Ryvu Therapeutics S.A.
12. Closing of the meeting.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Board of Directors to the draft resolution No. 2:
The resolution is technical in nature and is required on basis of Article 404 of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

Resolution 3
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024

On approval of the Management Board's report on the activities of Ryvu Therapeutics S.A.

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies Code, resolves as follows:

§ 1

After consideration, the report of the Management Board on the Company's activities for fiscal year 2023 covering the period 01.01.2023-31.12.2023 is approved.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft Resolution No. 3:
The legal basis for adopting the resolution derives from Article 395 § 2(1) of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

Resolution 4
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
On approval of the financial statements of Ryvu Therapeutics S.A.

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies Code, resolves as follows:

§ 1

After consideration, the Company's financial statements for fiscal year 2023 covering the period 01.01.2023-31.12.2023 are approved.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft Resolution No. 4:

The legal basis for adopting the resolution derives from Article 395 § 2(1) of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 5
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
On covering the loss for the financial year 2023**

The Ordinary General Meeting of Ryvu Therapeutics S.A., with its seat in Cracow (the "Company"), acting pursuant to Article 395 § 2(2) of the Commercial Companies Code, resolves as follows:

§ 1

Cover the Company's net loss for 2023, covering the period 01.01.2023-31.12.2023, amounting to PLN 92 111 612,00, with profits from future years.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft Resolution No. 5:

The legal basis for the adoption of the resolution derives from Article 395 § 2(2) of the Commercial Companies Code. The motion to cover the loss for 2023 with profits from future years was submitted by the Company's Management Board and then received a positive opinion from the Company's Supervisory Board. Generating losses at this stage of the Company's portfolio development is not unusual, considering the scope of the Company's business, based on development of innovative drugs.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

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Resolution 6
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on granting of discharge

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

The President of the Company's Management Board, Mr. Paweł Przewięźlikowski, is hereby granted discharge for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 6: The resolution is a typical resolution adopted by the Ordinary General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

Resolution 7
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

The Vice President of the Company's Management Board, Mr. Krzysztof Brzózka, is hereby granted discharge for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 7: The resolution is a typical resolution adopted by the Ordinary General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
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Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 8
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

The Member of the Company's Management Board, Mr. Kamil Sitarz, is hereby granted discharge for the performance of his duties in the 2023 fiscal year for the period from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 8: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 9
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

The Member of the Company's Management Board, Mr. Vatnak Vat-Ho, is hereby granted discharge for the performance of his duties in the 2021 fiscal year for the period from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to the draft resolution No. 9: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 10
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Discharge is granted to Mr. Franz Hendrik Nogai, a member of the Company's Management Board, for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 10: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 11
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

The Chairman of the Company's Supervisory Board, Mr. Piotr Romanowski, is hereby granted discharge for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 11: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 12
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

The Vice-Chairman of the Company's Supervisory Board, Mr. Tadeusz Wesolowski, is hereby granted discharge for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 12: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

Resolution 13
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Member of the Company's Supervisory Board, Mr. Rafal Chwast, is hereby granted discharge for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 13: The resolution is a typical resolution adopted by the Ordinary General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

Resolution 14
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Member of the Company's Supervisory Board, Mr. Axel Glasmacher, is hereby granted discharge for the performance of his duties in the 2023 fiscal year from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 14: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

Resolution 15
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Cracow (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Member of the Company's Supervisory Board, Mr. Jarl Ulf Jungnelius, is hereby granted discharge for the performance of his duties in the 2023 fiscal year for the period from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 15: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

**Resolution 16
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Member of the Company's Supervisory Board, Mr. Thomas Turalski, is hereby granted discharge for the performance of his duties in the 2023 fiscal year for the period from January 1 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 16: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

**Resolution 17
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge**

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Member of the Company's Supervisory Board, Mr. Scott Fields, is hereby granted discharge for the performance of his duties in the 2023 fiscal year for the period from June 14 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 17: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				

Contents of the objection:

Resolution 18
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024
on the granting of discharge

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków, Poland (the "Company"), acting pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, resolves as follows:

§ 1

Member of the Company's Supervisory Board, Mr. Peter Smith, is hereby granted discharge for the performance of his duties in the 2023 fiscal year for the period from June 14 to December 31, 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to draft resolution No. 18: The resolution is a typical resolution adopted by the Annual General Meeting. The necessity of the resolution is based on Article 395 § 2 item 3 of the Commercial Companies Code.

	For	Against	Abstaining	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

Resolution 19
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024

On expressing an opinion on the Supervisory Board Report on Remuneration of Management Board and Supervisory Board of Ryvu Therapeutics S.A. for 2023

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków (the "Company"), acting pursuant to Article 90g (6) of the Act of July 29, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies (Journal of Laws of 2020, item 623), resolves as follows:

§ 1

The Ordinary General Meeting resolves to give a positive opinion on Supervisory Board Report on Remuneration of Management Board and Supervisory Board of Ryvu Therapeutics S.A. for 2023.

§ 2

The resolution comes into force upon its adoption.

Justification of the Company's Management Board to the draft resolution No. 19: The necessity to adopt the resolution arises from Article 395 § 21 of the Commercial Companies Code in connection with Article 90g (6) of the Act of July 29, 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organized Trading and Public Companies.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				

**Resolution 20
of the Ordinary General Meeting of Shareholders
of Ryvu Therapeutics S.A., headquartered in Krakow, Poland
of June 27th, 2024**

on approving the Remuneration Policy for members of the Management Board and Supervisory Board of Ryvu Therapeutics S.A.

The Ordinary General Meeting of Ryvu Therapeutics S.A., headquartered in Kraków (the "Company"), acting pursuant to Art. 90d sec. 1 and Art. 90e sec. 4 of the Act of July 29, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies (Journal of Laws of 2020, item 623), resolves as follows:

§ 1

The General Shareholders Meeting decides to approve the Remuneration Policy for members of the Management Board and Supervisory Board of Ryvu Therapeutics S.A. in the wording attached hereto.

§ 2

The resolution enters into force upon its adoption.

Justification of the Company's Management Board to the draft resolution No. 20: The necessity to adopt the resolution results from Art. 90d sec. 1 and Art. 90e sec. 4 of the Act of 29 July 2005 on Public Offering and Conditions for Introducing Financial Instruments to Organized Trading and on Public Companies.

	For	Against	Abstaing	At proxy's discretion
Vote				
Number of shares				
Objection				
Contents of the objection:				