Hyloris Pharmaceuticals SA

Public limited liability company (*société anonyme/naamloze vennootschap*)
Boulevard de Patience et Beaujonc 3/1
4000 Liège (Belgium)
Register of legal entities: 0674.494.151 (Liège, Liège Division)
(the "**Company**")

MINUTES OF THE ORDINARY GENERAL MEETING OF 9 JUNE 2026

On Tuesday, 9 June 2026 at 14:00 (Belgian time), the ordinary general meeting of shareholders (the "**Meeting**") is held at Boulevard Patience et Beaujonc 3/1, 4000 Liège, Belgium.

OPENING OF THE MEETING

For this year's Meeting, the Company has invited all participants to exercise their rights in one of the following manners:

1. Vote electronically ahead of the Meeting;
2. Vote by letter ahead of the Meeting;
3. Be represented by proxy at the Meeting; or
4. Attend the Meeting physically.

<u>Composition of the Bureau</u>
The Meeting is opened at 14:00 (Belgian time) under the chairmanship of Mr. Stefan Yee, Chairman of the Board of Directors (the **Chairman**).

The Chairman appoints Mrs. Ann De Jaeger as secretary of the Meeting (the **Secretary**).

The Chairman and the Secretary constitute the bureau of the Meeting (the **Bureau**).

The Chairman proposes not to appoint tellers to count the votes. The Meeting unanimously agrees on this point.

Working language

The Chairman notes that, in accordance with applicable law, French is the official working language for the Meeting. The Chairman notes that a translation in English of the minutes of this Meeting will be provided.

CONVOCATION OF THE MEETING

The notice convening this Meeting as provided for in the Belgian Code of Companies and Associations (the **BCCA**), has been published on the Company's website and via the ABN Amro Platform on 8 May 2026.

Proof of the publications are submitted to the Bureau including the PR via Belga on 8 May 2026. This proof will be kept in the files of the Company, together with the minutes of this Meeting.

The convening notices (together with the documents mentioned in the agenda of the Meeting) have also been sent by ordinary mail or email on 8 May 2026 to the registered shareholders, the subscription right holders, the directors and the statutory auditor (BDO Réviseurs d'Entreprises, represented by Mr. Christophe Pelzer).

Proof of these convening notices is being submitted to the Bureau. This proof will be kept in the files of the Company, together with the minutes of this Meeting. Any shareholder could obtain a copy of the documents mentioned in the agenda of the Meeting free of charge at the registered office of the Company.

In addition, as from 8 May 2026, the following documentation has been made available on the Company's website:

- the convening notice (together with the documents mentioned in the agenda of the Meeting);
- a proxy form;
- a vote by letter form.

Proof of the publication of the convening notices and proof of publication of the documents mentioned in the list above will be kept in the files of the Company, together with the minutes of this Meeting.

ATTENDANCE LIST

The registration date of the Meeting was Tuesday, 26 May 2026 at midnight (Belgian time). In accordance with applicable law and the articles of association, only persons holding shares or subscription rights issued by the Company at the aforementioned registration date shall be entitled to participate in the Meeting and are listed in the attendance list attached as Annex 1.

In this respect, an attendance list has been prepared indicating (i) the identity of the shareholders or subscription right holders who participate in the Meeting and who completed the admission formalities provided for by applicable law and the articles of association, (ii) the domicile or registered office of such shareholders or subscription right holders, (iii) if applicable, the identity of the proxy holder of such shareholders or subscription right holders for which the proxies reached the Company in accordance with applicable law and the articles of association, and (iv) the number of shares or subscription rights with which such shareholders or subscription right holders are participating in the vote.

A separate list has been prepared for the shareholders that have validly submitted their votes by letter or electronically in accordance with the BCCA and the articles of association of the Company.

The various supporting documents as well as the proxies, forms for voting by letter and electronic votes will be attached to the minutes in accordance with the applicable legal provisions.

Further, the Company has not received any request, in accordance with the BCCA, from shareholders who, alone or jointly, represent at least three percent (3%) of the capital of the Company, to add new items to the agenda of the Meeting, nor any proposals for resolutions concerning new or existing agenda items.

The Company's capital amounts to EUR 140,001.87 and is represented by 28,000,374 shares, without nominal value, each representing the same fraction of the Company's capital. Based on the aforementioned attendance list and the verification of the admission to the Meeting, it appears that 13.581.558 shares in total or 48,50 % of the outstanding and existing shares are present or represented at the Meeting or have voted by letter or electronically ahead of the Meeting.

The Chairman notes that the following directors of the Company participate in the Meeting: Mr. Stijn Van Rompay, Mr. Vincent Van Dessel and Mr. Stefan Yee.

The Chairman also notes that the statutory auditor of the Company, BDO Réviseurs d'Entreprises, represented by Mr. Christophe Pelzer, participates in this Meeting.

QUORUM AND VOTING

In accordance with article 25/1 of the law of 2 May 2007 on the disclosure of major holdings in issuers whose shares are admitted to trading on a regulated market, and the articles of associations of the Company, no person can participate in a general meeting for more voting rights than attached to the shares with respect to which such person has filed with the Company a notification at least twenty (20) days prior to the date of the general meeting. The relevant thresholds for a notice are three percent

(3%), five percent (5%), seven and a half percent (7.5%), ten percent (10%), fifteen percent (15%), twenty percent (20%) and any further multiple of five percent (5%) of the outstanding voting rights. For all shareholders voting physically, voting by letter, voting electronically or voting by proxy, it is established that they can participate with all the shares for which they have confirmed to be participating.

There is no quorum or special majority requirement for deliberating and voting on the Meeting's agenda items. In accordance with the articles of association of the Company, each share is entitled to one vote. The resolutions proposed in the agenda will be passed if a majority of the votes validly cast approves them.

In accordance with Article 7:135 of the BCCA, the holders of profit-sharing certificates, convertible bonds, subscription rights or certificates issued in cooperation with the Company are entitled to participate in the Meeting and may cast an advisory vote.

VALIDITY OF THE MEETING

The aforementioned statements of the Chairman are verified and approved by the Meeting. Subsequently, the Meeting determines and confirms that it has been validly convened and is validly constituted.

AGENDA AND RESOLUTIONS

AGENDA

The Chairman elaborates upon the Meeting's agenda items:

1. Take cognizance of the Board of Directors' annual report for the financial year ending on the 31st of December 2025.
2. Take cognizance of the statutory auditor's audit report for the financial year ending on the 31st of December 2025.
3. Approve the non-consolidated annual accounts for the financial year ending on the 31st of December 2025 and approve the profit-and-loss allocation set out therein.
4. Take cognizance of the Board of Directors' and the statutory auditor's reports on the consolidated annual accounts for the financial year ending on the 31st of December 2025.
5. Take cognizance of the consolidated annual accounts for the financial year ending on the 31st of December 2025.
6. Grant discharge to the directors.
7. Grant discharge to the statutory auditor.
8. Vote (advisory vote) on the remuneration report for the financial year ending on the 31st of December 2025.
9. Approve the amended remuneration policy 2026-2029.
10. Grant power of attorney for the performance of formalities.

QUESTIONS

Every shareholder and subscription right holder had the right to ask questions to the Board of Directors and the statutory auditor in relation to the items on the agenda of the Meeting.

The Company did not receive any written questions prior to the Meeting:

Before inviting the shareholders and subscription rights holders to vote on the proposed resolutions as stated in the agenda, the Chairman invites the participating shareholders and subscription rights holders who wish to do so, to ask questions relating to the agenda items.

The Meeting handles the questions of the shareholders and subscription right holders.

The Chairman then states that the debates are closed and proposes to the Meeting to vote on the proposed resolutions.

The voting takes place electronically or in person. The votes of the shareholders who voted in advance by letter or electronically have already been inserted into the databank of this electronic system and are automatically added to the votes expressed during the session.

Before the votes, Mr. Stefan Yee explains the voting modalities.

RESOLUTIONS

The Chairman asks the Meeting to agree with the documents mentioned in the agenda not being read, since these have been made available to each of the shareholders and subscription right holders, who were thus able to read these documents before the meeting. The Meeting unanimously approves this proposal.

The Meeting proceeds with the deliberation of the Meeting's agenda items:

PROPOSED RESOLUTIONS

1. **Take cognizance of the Board of Directors' annual report for the financial year ending on the 31st of December 2025**

   This agenda item does not require a resolution.

   The Meeting takes note of the Board of Directors' report for the financial year ending on the 31st of December 2025.

2. **Take cognizance of the statutory auditor's audit report for the financial year ending on the 31st of December 2025**

   This agenda item does not require a resolution.

   The Meeting takes note of the statutory auditor's report for the financial year ending on the 31st of December 2025.

3. **Approve the non-consolidated annual accounts for the financial year ending on the 31st of December 2025 and approve the profit-and-loss allocation set out therein**

Proposed resolution

It is proposed to approve the non-consolidated annual accounts for the financial year ending on the 31st of December 2025 and the profit-and-loss allocation set out therein as proposed by the Board of Directors. The profit-and-loss allocation is as follows:

Loss of financial year 2025	EUR 1,205,801
Loss carried forward from the previous financial year	EUR 33,297,781
Loss to carry forward	EUR 34,503,582

Resolution

The Meeting resolves to approve the annual accounts for the financial year ending on the 31st of December 2025 and the profit-and-loss allocation as proposed by the Board of Directors.

The profit-and-loss allocation is set out as follows:

Loss of financial year 2025	EUR 1,205,801
Loss carried forward from the previous financial year	EUR 33,297,781
Loss to carry forward	EUR 34,503,582

This resolution is passed as follows:

FOR	AGAINST	ABSTAIN
13.581.558	0	0

13.581.558 valid votes have been registered for the same number of shares, which represents 48,50 % of the capital of the Company.

4. **Take cognizance of the Board of Directors' and the statutory auditor's reports on the consolidated annual accounts for the financial year ending on the 31st of December 2025**

   This agenda item does not require a resolution.

   The Meeting takes note of the Board of Directors and the statutory auditor's reports on the consolidated annual accounts for the financial year ending on the 31st of December 2025.

5. **Take cognizance of the consolidated annual accounts for the financial year ending on the 31st of December 2025**

   This agenda item does not require a resolution.

   The Meeting takes note of the consolidated annual accounts for the financial year ending on the 31st of December 2025.

6. **Grant discharge to the directors**

Proposed resolution

It is proposed that discharge be granted to each director in respect of his/her/its mandate for the financial year ending on the 31st of December 2025.

Resolution

The Meeting resolves to grant discharge, by separate vote, to each director in respect of his/her/its duties for the financial year ending on the 31st of December 2025.

This resolution is passed as follows:

FOR	AGAINST	ABSTAIN
13.581.558	0	0

13.581.558 valid votes have been registered for the same number of shares, which represents 48,50 % of the capital of the Company.

7. Grant discharge to the statutory auditor

Proposed Resolution

It is proposed that discharge be granted to the statutory auditor, BDO Bedrijfsrevisoren BV | BDO Réviseurs d'Entreprises SRL, represented by Mr. Christophe Pelzer, in respect of its duties for the financial year ending on the 31st of December 2025.

Resolution

The Meeting resolves to grant discharge to the statutory auditor, BDO Bedrijfsrevisoren BV | BDO Réviseurs d'Entreprises SRL, represented by Mr. Christophe Pelzer, in respect of its duties for the financial year ending on the 31st of December 2025.

This resolution is passed as follows:

FOR	AGAINST	ABSTAIN
13.581.558	0	0

13.581.558 valid votes have been registered for the same number of shares, which represents 48,50 % of the capital of the Company.

8. Vote (advisory vote) on the remuneration report for the financial year ending on the 31st of December 2025

Proposed resolution

It is proposed to approve the remuneration report for the financial year ending on 31 December 2025, as elaborated in the annual report in the subsection *Corporate Governance* –

Remuneration Report (p. 85 and following), be approved. The 2025 annual report is available on the Company's website at https://hyloris.com/2025-annual-report/.

Resolution

The Meeting resolves that the remuneration report for the financial year ending on 31 December 2025, is approved.

This resolution is passed as follows:

FOR	AGAINST	ABSTAIN
13.581.558	0	0

13.581.558 valid votes have been registered for the same number of shares, which represents 48,50 % of the capital of the Company.

9. Approve the amended remuneration policy 2026-2029

The current Remuneration Policy was approved at the Annual Shareholders' Meeting of 11 June 2024.

Upon recommendation of the Remuneration and Nomination Committee, the Board of Directors has prepared an amended Remuneration Policy 2026-2029, which is available on the Company's website on the following address: https://hyloris.com/shareholders-meeting-2026/. If the Annual Shareholders' Meeting does not approve the proposed new policy, the Company will continue to remunerate its directors, other executives and day-to-day management delegates in accordance with the existing approved policy.

Proposed Resolution

It is proposed to approve the amended remuneration policy 2026-2029.

Resolution

The Meeting resolves that the amended remuneration policy 2026-2029, is approved.

This resolution is passed as follows:

FOR	AGAINST	ABSTAIN
13.581.558	0	0

13.581.558 valid votes have been registered for the same number of shares, which represents 48,50 % of the capital of the Company.

10. Grant power of attorney for the performance of formalities

Proposed resolution

It is proposed that special powers be granted to Sybefica Invest BV/SRL (Vincent Van Dessel), director, and to Marion Baine and Machias Tas (attorney with Eubelius BV/SRL) and Silke De

Greef (paralegal assistant with Eubelius BV/SRL), as well as, more generally, all attorneys and paralegal assistants of Eubelius BV/SRL, to allow them to act individually, and with full power of substitution and sub-delegation, to perform in the name and on behalf of the Company all formalities pertaining to the publication obligations imposed by law regarding the resolutions adopted at the Annual Shareholders' Meeting and, more particularly, to publish an excerpt of these minutes in the Annexes to the Belgian Official Gazette and, generally, to perform all steps at the Clerk's office of the Court of Enterprises and everything necessary for these purposes.

To the extent permitted by law, the undersigned waives any liability claim against the attorney(s)-in-fact (as well as the substitutes and subdelegates) and undertakes to indemnify them for any damage they may incur because of any act carried out in relation to this power of attorney.

Resolution

The Meeting resolves that special powers are granted to Sybefica Invest BV/SRL (Vincent Van Dessel), director, and to Marion Baine and Machias Tas (attorney with Eubelius BV/SRL) and Silke De Greef (paralegal assistant with Eubelius BV/SRL), as well as, more generally, all attorneys and paralegal assistants of Eubelius BV/SRL, to allow them to act individually, and with full power of substitution and sub-delegation, to perform in the name and on behalf of the Company all formalities pertaining to the publication obligations imposed by law regarding the resolutions adopted at the Annual Shareholders' Meeting and, more particularly, to publish an excerpt of these minutes in the Annexes to the Belgian Official Gazette and, generally, to perform all steps at the Clerk's office of the Court of Enterprises and everything necessary for these purposes.

This resolution is passed as follows:

FOR	AGAINST	ABSTAIN
13.581.558	0	0

13.581.558 valid votes have been registered for the same number of shares, which represents 48,50 % of the capital of the Company.

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All the points on the agenda of the Meeting have been covered, and no one asks to take the floor.

The Meeting exempts the secretary from reading the minutes out loud. The Chairman closes the Meeting at 16:30 (Belgian time).

The minutes will be published on the Company's website within the applicable legal deadlines.

These minutes are signed by the Bureau and by the shareholders who so request.

Signed by:

Stefan Yee
Chairman

Ann De Jaeger
Secretary

Annexe 1 : Liste de présence

Actionnaire / Détenteur de droit de souscription	Adresse	Code postal	Ville	# Actions	# Droits de souscription
Geert Van Lent				130	
Amv 123 Société Simple				30,000	
Stijn Van Rompay				7,243,067	
Lieve Van Rompay				400,000	
Nick Reunbrouck				1,510,716	
Maurizio Passanisi				94,524	
Kurt De Herdt				23,541,000	
Navidad Ortiz Gordo				320,000	
Thomas Jacobsen				3,432,838	
GSBZ				361,764	
Pieter Van Rompay				165,748	

13.581.558	
48,50%	