

## **ORDINARY GENERAL SHAREHOLDERS' MEETING, JUNE 2021**

Card for Attendance, Proxy and Remote Voting for the General Shareholders' Meeting of Oryzon Genomics, S.A. (the "**Company**") to be held on second call <u>at 4 pm on 28 June 2021 exclusively by electronic means</u>, in the event that, due to the absence of the necessary quorum, this meeting cannot be held on first call on 27 June 2021 at the same time.

The Shareholders may delegate their proxy or vote or attend by electronic means as provided on the back if this card and on the Company's website (<u>www.oryzon.com</u>).

# **ELECTRONIC ATTENDANCE**

#### Shareholders who wish to attend personally to the General Meeting

The shareholder who wishes to attend by electronic means to the General Meeting shall register on the platform provided on the website (<u>www.oryzon.com</u>) and follow the instructions indicated therein. If applicable, he/she may be required to sign this card, in the space provided below and upload it to the aforementioned platform.

#### Signature of the attending shareholder

ORYZON GENOMICS, S.A. The Secretary

In ......2021

Name and shareholder number: Number of shares:

#### DELEGATION

### Shareholders who wish to delegate

The shareholder to whom this card has been issued grants a proxy to:

(Fill only one of the following boxes and, if appropriate, designate the person to whom the proxy is granted. In order for the proxy to be valid, the shareholder granting the proxy shall sign the indicated space).

1.  $\Box$  The Chairman.

2. 🗆 ...... ID n.º:

It will be understood that the proxy has been granted in favour of the Chairman of the Board of Directors or of the Secretary of the Board of Directors (if the Chairman of the Board is in a conflict of interest situation in relation to any point on the agenda) any proxy that does not indicate the natural or legal person in favour of which the proxy is granted. It is stated that if the person designated in the proxy is a director of the Company, it may be in a potential conflict of interest in relation to items Third and Eighth<sup>(1)</sup> of the agenda.

To grant the specific voting instructions fill with a cross the relevant box in the table below. In the event any of the boxes is not completed, it shall be deemed that the specific instruction is to vote in favour of the resolution proposed by the Board of Directors.

## Voting instructions to the proposals of the Board of Directors

	Item of the Agenda	1	2	3	4	5.1	5.2	5.3	5.4	5.5	5.6	5.7	5.8	5.9	5.10	6	7	8*	9**
	In favour																		
	Against																		
	Abstention																		
	Blank																		
(*) Item E	(*) Item Eighth of the agenda is of consultative nature.																		

(\*\*) Item Ninth of the agenda is for information purposes and will not be submitted to a vote.

If the person in favour of which the proxy is granted is in a conflict of interest in the voting of any of the proposals that, included or not in the agenda, is submitted to the General Meeting, and the shareholder has not given any specific instruction in this regard, the proxy shall be deemed to be granted to the Secretary to the Board of Directors.

#### Proposals on items not foreseen in the agenda

Unless specified by filling box NO below (in which case it shall be understood that the shareholder gives the specific instruction to abstain) the proxy also extends to items not foreseen in the agenda.

If the proxy extends to said delegation, the specific instruction is to vote against, unless otherwise specified as follows:

#### .....

A conflict of interest will exist where items not foreseen in the agenda are submitted to the General Meeting and refer to the removal or the exercise of a civil liability action against the person to whom the proxy is granted, in the event is a director of the Company.

## Signature of the shareholder

In ...... 2021

# Signature of the person attending by proxy

In ...... 2021

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ORYZON GENOMICS, S.A.

The Secretary

Name and shareholder number: Number of shares:

# **REMOTE VOTING**

# Shareholders who wish to cast a remote vote regarding the proposals of the agenda

If, prior to the celebration of the General Meeting, the shareholder in favour of which this card is issued wishes to cast a remote vote in relation to the proposals of the agenda of this General Meeting, it shall fill with a cross the relevant box, according to the way of his vote. It is not possible the remote vote for possible proposals not foreseen in the agenda. If, in relation to any of the items of the agenda, the shareholders do not fill any box provided for such purposes, it shall be deemed that votes in favour of the resolution proposed by the Board of Directors. In any event, in addition to the provisions set forth in the Law, in the By-laws and in the General Meeting Regulations, the rules set forth in the call of the General Meeting and on the website of the Company (www.oryzon.com) must be met.

## Vote to the proposals of the Board of Directors

Item of the Agenda	1	2	3	4	5.1	5.2	5.3	5.4	5.5	5.6	5.7	5.8	5.9	5.10	6	7	8*	9**
In favour																		
Against																		
Abstention																		
Blank																		

(\*) Item Eighth of the agenda is of consultative nature.

(\*\*) Item Ninth of the agenda is for information purposes and will not be submitted to a vote.

The shareholder casting his vote from a distance shall be considered present for the purposes of constituting the General Meeting.

#### Signature of the shareholder casting a remote vote

In	on	

# ORYZON GENOMICS, S.A.

The Secretary

Name and shareholder number: Number of shares:

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# **RIGHT TO ATTEND**

All shareholders may attend the General Meeting regardless of the number of shares they hold providing that such stake is entered in their names in the accounting records of the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (lberclear) five days prior to the date indicated for it to be held. Shareholders who wish to attend to the General Meeting by electronic means shall register on the platform provided on the website (www.oryzon.com) and follow the instructions indicated therein.

## SHAREHOLDERS WHO WISH TO DELEGATE ITS VOTE BY MEANS OF THIS CARD

If the shareholder does not intend to attend the meeting may grant a proxy to any other natural or legal person. For such purposes, it must fulfil the delegation on the front of this card and sign it where appropriate. The person representing the shareholder in the General Meeting shall also sign the delegation. The delegation may be delivered to the Company or sent by postal correspondence (or, as indicated below, by electronic means) in accordance with the provisions of the By-laws and the General Meeting Regulations. Likewise, the rules set forth in the call of the General Meeting and on the website of the Company (www.oryzon.com) must be met.

### SHAREHOLDERS WHO WISH TO CAST A REMOTE VOTE PRIOR TO THE GENERAL MEETING BY MEANS OF THIS CARD

If the shareholder does not intend to assist nor to delegate its right to attend may cast a remote vote on the items of the agenda. For such purposes, it must fulfil the space regarding remote voting above and sign it where indicated. The shareholder casting a remote vote shall be deemed as present for the purpose of the quorum of the General Shareholders' Meeting. Said vote may be delivered to the Company or sent by postal correspondence or, as indicated below, by electronic means in accordance with the provisions of the By-laws and the General Meeting Regulations. Likewise, the rules set forth in the call of the General Meeting and on the website of the Company (www.oryzon.com) must be met. In the event both delegation and remote voting sections are signed, remote voting section shall prevail and the delegation shall have no effect.

# DELEGATION AND REMOTE VOTING BY ELECTRONIC MEANS PRIOR TO THE GENERAL MEETING

Shareholders may also delegate their representation, as well as vote regarding the items of the agenda, by electronic means in accordance with the provisions of the By-laws and the General Meeting Regulations. For such purposes, the rules set forth in the call of the General Meeting and on the website of the Company (www.oryzon.com) must be met.



#### AGENDA

- 1. Review and approval of the annual accounts (balance sheet, profit and loss account, statement of changes in equity, cash flow statements and notes to the financial statements) and the management report of the Company for the year ended on December 31, 2020.
- 2. Allocation of the results for the year ended December 31, 2020.
- 3. Examination and approval of the management carried out by the Board of Directors during fiscal year 2020.
- 4. Re-election of the Company's auditors.
- 5. Amendment of the Company's Bylaws in order to simplify its wording, adapt them to the latest legal amendments, as well as to include technical improvements. Approval of a new consolidated text of the Company's Bylaws.
  - 5.1 Amendment of Articles 1 ("Corporate name"), 2 ("Corporate purpose") and 4 ("Company's registered office").
  - 5.2 Approval of new Articles 5 ("Capital stock") and 6 ("Share transfer regime"), with the consequent repeal of current articles 5 to 18.
  - 5.3 Approval of the new Article 7 ("Corporate Bodies"), with the consequent repeal of the current Article 19.
  - 5.4 Approval of the new Article 8 ("General Meeting"), with the consequent repeal of current Articles 20 to 32.
  - 5.5 Approval of the new Article 9 ("General Meeting exclusively by electronic means").
  - 5.6 Approval of the new Article 10 ("Board of Directors") with the consequent repeal of current Articles 33 to 39.
  - 5.7 Approval of the new Article 11 ("Remuneration of the Board of Directors"), with the consequent repeal of the current Article 40.
  - 5.8 Approval of the new Article 12 ("Delegation of powers and committees of the Board"), with the consequent repeal of current Articles 41 to 43.
  - 5.9 Remuneration of Article 45 ("Corporate year"), which will become Article 13; remuneration of Article 52 ("Final provisions"), which will become Article 14; and repeal of the current Articles 44, 46 to 51 and 53.
  - 5.10 Approval, as a consequence of the previous resolutions, of a new revised text of the Company's Bylaws.
- 6. Approval of a new Regulation of the General Shareholders' Meeting.
- 7. Delegation of powers for the formalization, correction, registration, interpretation, development and execution of the resolutions adopted by the General Shareholders' Meeting and power of attorney to formalize the filing of the annual accounts.

#### ADVISORY ITEM

8. Annual report on remuneration of the Company's directors for the year 2020.

#### **INFORMATION ITEM**

9. Information on the modifications made to the Board of Directors' regulations.

#### DATA PROTECTION

Any data of a personal nature that shareholders may send to the Company, or that are furnished to the Company by bank institutions, Securities Companies and/or Agencies in which such shareholders deposit their shares (such as identification data and bank details), by means of the entity legally authorized to maintain the record of the book entries, "Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A." (Iberclear), will be processed to manage the development, compliance and control of existing shareholder relations as well as the call, holding and dissemination of the General Meeting.

The legal basis for the processing of data is the performance and control of the relationship between the Company and its shareholders, as well as compliance with any legal obligations to which the Company is subject. The data provided will be kept for as long as is necessary to ensure compliance with the legal obligations incumbent on the Company.

Shareholders will be responsible for reporting and obtaining the consent of any proxy they may designate, if this exists, and they guarantee that they are entitled to provide the personal data of the representative they appoint for the Company, responding in the event that this is not the case.

The data may be notified to the Notary who will attend the General Meeting, as well as to any third parties recognized with the right of information envisaged by Law, or accessible to the public insofar as they appear in documentation available on the Company website or are stated in the General Meeting.

The Company also informs you that, by attending the General Meeting, you accept and consent, without time limit, non-exclusively and free of charge, that your name, voice, image and/or person may be captured, fixed and reproduced in any analogue and/or digital medium for reproduction, distribution and public communication through the Company's website, with the purpose of having the General Meeting recorded or retransmitted live for those shareholders who are unable to attend.

Under the terms established in the data protection regulations in force at any given time, shareholders may exercise their rights of access, rectification, deletion, opposition, right to request the limitation of the processing of their personal data, the right to portability and the right to lodge a complaint with a supervisory authority. To do so, please write to Carlos Manuel Buesa Arjol, in Madrid, Carrera de San Jerónimo, 15, 2ª planta, 28014.