

**NOTICE AND AGENDA**  
**ANNUAL GENERAL MEETING 2019 CURETIS N.V.**

The Management Board and the Supervisory Board of Curetis N.V. hereby invite you to attend the annual general meeting to be held at the Steigenberger Hotel, Stationsplein Zuid-West 951, 1117 CE Schiphol Airport, the Netherlands, on Thursday 27 June 2019. The meeting shall commence at 13.00 hours CEST; registration starts at 12.30 hours CEST.

The items on the agenda are:

1. opening of the meeting;
2. the presentation of the management report 2018 (discussion item);
3. the explanation of the Management Board remuneration policy (discussion item);
4. the adoption of the annual accounts 2018 and the allocation of the result (voting item);
5. the explanation on the company's reserves and dividend policy (discussion item);
6. the discharge of the Managing Directors for their management during the financial year 2018 (voting item);
7. the discharge of the Supervisory Directors for their supervision during the financial year 2018 (voting item);
8. the appointment of a Managing Director (voting item);
9. the approval of granting stock options to Managing Directors (voting item);
10. the appointment of Supervisory Directors (voting item);
11. the approval of granting stock options to Supervisory Directors (voting item);
12. the appointment of the auditor for the financial year 2019 (voting item);
13. the extension of the designation of the Management Board as the company body authorised to issue new shares and rights to subscribe for shares (voting item);
14. the extension of the designation of the Management Board as the company body authorised to limit or exclude pre-emption rights on newly issued shares or rights to subscribe for shares (voting item);
15. the extension of the authorisation of the Management Board to repurchase shares (voting item);
16. the designation of the Management Board as the company body authorised to issue new shares and grant rights to subscribe for shares in relation to strategic capital raising(s) (voting item);
17. questions and close of meeting.

At the date of this notice, the issued share capital of Curetis N.V. comprises of 22,199,528 ordinary shares with a nominal value of EUR 0.01 each. Each share confers the right to cast one vote.

As of the date hereof, this notice, the agenda, the explanatory notes to the agenda, the annual accounts 2018 and the management report 2018 are available for inspection at [www.curetis.com](http://www.curetis.com). Furthermore, these items can be obtained free of charge:

- (a) at the offices of ABN AMRO Bank N.V. at Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands, or by e-mail via [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com); and
- (b) at the offices of Curetis N.V. at Max-Eyth-Straße 42, 71088 Holzgerlingen, Germany, or by e-mail via [ir@curetis.com](mailto:ir@curetis.com).

### **Record date**

The persons who (i) on Thursday 30 May 2019 (after processing the purchases and orders on that date) (the "**Record Date**") are registered in the administration of the Intermediaries of Euroclear Nederland as persons entitled to shares in the share capital of Curetis N.V., and (ii) have duly registered for participation in the meeting, shall have the right to attend and vote at or prior to the meeting, irrespective of who are entitled to the shares at the time of the meeting.

### **Registration for attending the meeting**

Shareholders who wish to attend the meeting either in person or by proxy must notify ABN AMRO Bank N.V. ("**ABN AMRO**"), via their bank or broker (the "**Intermediaries**"), that they wish to attend the meeting. Shareholders may also register for the meeting via [www.abnamro.com/evoting](http://www.abnamro.com/evoting). Registration requests via Intermediaries or the website of ABN AMRO may be submitted as from Friday 31 May 2019 and not later than on Thursday 20 June 2019 17.30h CEST.

No later than on Friday 21 June 2019 13.00h CEST, the Intermediaries must provide ABN AMRO with a statement mentioning (i) the number of shares held by each of the shareholders on the Record Date on whose behalf they make the registration and (ii) as per shareholder, for which number of shares registration for the meeting is requested. At the moment of registration, the Intermediaries are requested to state the complete address details of the shareholders in order to efficiently verify shareholding.

ABN AMRO shall provide the shareholders who have duly registered with an admission card directly or via their Intermediary. Such admission card is to be presented at the registration desk at the meeting. The registration desk shall be open from 12.30 hours until 13.00 hours CEST. It is not possible to register after this time. Attendees may be asked to produce proof of identity and may be denied access in case of inability to prove identity.

### **Voting by proxy and voting prior to the meeting**

Shareholders who do not wish to attend the meeting in person, may grant a proxy including voting instructions to ABN AMRO authorising such person to attend the meeting on their behalf. In order to vote by proxy, shareholders must have registered their shares in the manner as described above. Shareholders can submit their proxy and voting instructions online via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) or by e-mail via [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com) or Corporate Broking (HQ7212), not later than on Thursday 20 June 2019 17.30h CEST.

A proxy form can be found here <https://curetis.com/investors>. A paper version of the proxy form can be obtained free of charge at the offices of:

- (a) ABN AMRO Bank N.V. at Gustav Mahlerlaan 10, 1082 PP Amsterdam, the Netherlands, or by e-mail via [corporate.broking@nl.abnamro.com](mailto:corporate.broking@nl.abnamro.com); or
- (b) Curetis N.V. at Max-Eyth-Straße 42, 71088 Holzgerlingen, Germany, or by e-mail via [ir@curetis.com](mailto:ir@curetis.com)

Alternatively, shareholders may also cast their votes electronically prior to the meeting. In order to vote electronically prior to the meeting, shareholders must have registered their shares in the manner as

described above. Shareholders can vote online via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) not later than on Thursday 20 June 2019 17.30h CEST.

**Questions in respect of agenda items**

As from the date of this notice and not later than on Thursday 20 June 2019 17.30h CEST, shareholders may submit written questions in respect of the agenda items by e-mail via [ir@curetis.com](mailto:ir@curetis.com). These questions shall, where appropriate and as much as possible in combined form, be discussed at the meeting.

Holzgerlingen, Germany, 15 May 2019

Curetis N.V.

The Management Board

**EXPLANATORY NOTES TO THE AGENDA  
ANNUAL GENERAL MEETING 2019 CURETIS N.V.**

**Agenda item 2: the presentation of the management report 2018 (discussion item)**

The Management Board will give a presentation on the performance of Curetis N.V. (the "Company") in 2018 as described in the management report 2018. Subsequently, the shareholders will be invited to discuss the management report 2018.

**Agenda item 3: the explanation of the Management Board remuneration policy (discussion item)**

Pursuant to section 2:135 subsection 5a of the Dutch Civil Code ("DCC"), this agenda item aims to discuss the implementation of the Management Board remuneration policy in 2018.

The discussion shall take place on the basis of the relevant information as referred to in section 2:383c up to and including 2:383e DCC. This information is included in the remuneration report and in the explanatory notes to the annual accounts. The Management Board remuneration policy and the remuneration report are published on [www.curetis.com](http://www.curetis.com). Reference is also made to pages 74 up to and including 78 of the management report 2018.

**Agenda item 4: the adoption of the annual accounts 2018 and the allocation of the result (voting item)**

On 10 April 2019, each Managing Director and each Supervisory Director signed the annual accounts 2018, as drawn up by the Management Board. The annual accounts 2018 were published on 11 April 2019 and are now submitted for adoption by the General Meeting.

**Agenda item 5: the explanation on the company's reserves and dividend policy (discussion item)**

Reference is made to pages 83 and 84 of the management report 2018.

**Agenda item 6: discharge of the Managing Directors for their management during the financial year 2018 (voting item)**

It is proposed to grant a discharge from liabilities to each of the Managing Directors for the performance of their duties as Managing Director of the Company during the financial year 2018, insofar as the performance of such duties is disclosed in the annual accounts 2018 and the management report 2018 or has otherwise been communicated to the General Meeting.

**Agenda item 7: discharge of the Supervisory Directors for their supervision during the financial year 2018 (voting item)**

It is proposed to grant a discharge from liabilities to each of the Supervisory Directors for the performance of their duties as Supervisory Director of the Company during the financial year 2018, insofar as the performance of such duties is disclosed in the annual accounts 2018 and the management report 2018 or has otherwise been communicated to the General Meeting.

**Agenda item 8: the appointment of a Managing Director (voting item)**

Mr. Johannes Bacher was appointed as Managing Director as per 10 November 2015. His term expires as per 30 June 2019. Mr. Bacher is eligible for reappointment.

The Supervisory Board makes a nomination and proposal to the General Meeting, in accordance with article 17.1 of the articles of association of the Company to reappoint Mr. Johannes Bacher as Managing Director of the Company for a term as per 1 July 2019 and expiring as per 30 June 2022.

Information on the nominated Managing Director: Mr. Johannes Bacher, who co-founded Curetis in 2007, combines over 20 years of R&D and managerial experience with extensive expertise in international project management, finance, human resources and legal affairs. At Curetis Johannes in

his role as COO heads all R&D functions in engineering, software, IVD development, innovation & technology, IP, and clinical trial operations of Curetis. Mr. Bacher has a degree in electrical engineering (Dipl. Ing.) and has previously worked for several international medical technology companies, including Hewlett Packard, Agilent and Philips Medical Systems.

**Agenda item 9: approval of granting stock options to Managing Directors (voting item)**

On 21 June 2018, the General Meeting approved a grant of stock options in accordance with the Stock Option Plan as established in the General Meeting on 16 June 2016 (the "**Stock Option Plan**") to Oliver Schacht (60,000 stock options) and Achim Plum (40,000 stock options) as part of their new service contracts with the Company and under the condition of EUR 20M of additional capital raised by end of 2018. As the raised funds were only EUR 0.5M short, both the Management Board and the Supervisory Board decided to grant the stock options pro rata and subject to the approval of the General Meeting.

The Management Board and the Supervisory Board therefore make a proposal to the General Meeting to grant approval to the granting of 58,500 stock options (instead of 60,000) to Oliver Schacht, Ph.D., CEO and 39,000 stock options (instead of 40,000) to Dr. Achim Plum, CBO.

The Management Board and the Supervisory Board furthermore make a proposal to the General Meeting to grant approval to the granting of 40,000 stock options to Mr. Johannes Bacher as part of his new service contract with the Company, for his contribution to successfully having raised EUR 19.5M of additional capital for Curetis as well as for preparation of a US FDA 510(k) submission package of the Unyvero LRT cartridge for BAL specimen by mid-2019.

Each approval shall be voted for separately.

**Agenda item 10: the appointment of Supervisory Directors (voting item)**

Mr. William E. Rhodes, III was appointed as Supervisory Director as per 10 November 2015.

Mr. Mario Crovetto was appointed as Supervisory Director as per 10 November 2015.

Ms. Prabhavathi Fernandes, Ph.D. was appointed as Supervisory Director as per 16 June 2016.

Dr. Rudy Dekeyser was reappointed Supervisory Director as per 21 June 2018.

Their terms expire as per the end of the Annual General Meeting 2019.

Mr. Rhodes, Mr. Crovetto, Ms. Fernandes and Dr. Rudy Dekeyser are eligible for reappointment.

The Supervisory Board makes a nomination and proposal to the General Meeting, in accordance with article 24.3 of the articles of association of the Company:

- (a) to reappoint Mr. William E. Rhodes, III for a term as per the end of the Annual General Meeting 2019 and expiring by the end of the Annual General Meeting of the Company to be held in the year 2021;
- (b) to reappoint Mr. Mario Crovetto for a term as per the end of the Annual General Meeting 2019 and expiring by the end of the Annual General Meeting of the Company to be held in the year 2021;
- (c) to reappoint Ms. Prabhavathi Fernandes, Ph.D. for a term as per the end of the Annual General Meeting 2019 and expiring by the end of the Annual General Meeting of the Company to be held in the year 2021;
- (d) to reappoint Dr. Rudy Dekeyser for a term as per the end of the Annual General Meeting 2019 and expiring by the end of the Annual General Meeting of the Company to be held in the year 2020;

According to Best Practice Provision 2.1.8 of the Dutch Corporate Governance Code Mr. Crovetto and Ms. Fernandes are independent. Dr. Rudy Dekeyser is not independent, since he is affiliated with LSP Curetis Pooling B.V., which is a major shareholder of the Company (holding more than 10% of the issued and outstanding share capital). Mr. Rhodes shall formally not be deemed independent as Best Practice Provision 2.1.8 of the Dutch Corporate Governance Code iii. assumes automatic dependency

with Supervisory Directors which acted as consultants to the company prior to the appointment as Supervisory Director. A few weeks prior to the date of the IPO of the Company, Curetis AG and Mr. Rhodes had entered into an agreement relating to his performance of consultancy services for Curetis AG as of 1 November 2015, in anticipation of his expected appointment as Supervisory Director. The service agreement has terminated automatically upon his first appointment as Supervisory Director, and with an overall fee of USD 2,000 no real material consultancy fees have been paid. Given his track record in the diagnostics industry and previous executive management roles with Becton Dickinson, Mr. Rhodes was expected to be – and still is – well equipped to perform the duties as Supervisory Director.

Information on the nominated Supervisory Directors:

- (a) Mr. William E. Rhodes, III was born on 28 January 1954 in New York, USA. His citizenship is US American.

Mr. Rhodes has served as Chairman of the Supervisory Board since the IPO of the Company in 2015. Mr. Rhodes is a healthcare executive with more than 30 years of experience in the healthcare industry. During his 14-year career at Becton, Dickinson and Company (BD, 1998-2012), Mr. Rhodes held several senior leadership positions, including roles as Worldwide President of BD Biosciences (2009-2011), a greater than USD1 billion revenue segment of BD. Mr. Rhodes was also an Executive Officer of BD, and was responsible for corporate strategy and merger and acquisition functions for all of BD's businesses. Furthermore, he founded BD Ventures, the venture capital arm of Becton, Dickinson and Co. Prior to Becton Dickinson, he served in senior business development positions at Johnson & Johnson and Pfizer Inc. Mr. Rhodes also served as President at The William-James Co. and has a track record of over 20 successful acquisitions and divestitures. He was director of Andor Technologies plc (2013-2014), and has served on the boards of Novocell Inc., Conticare Medical, Vitagen Inc., Collector Inc. and the California Healthcare Institute, BIO, the San Jose State University Research Foundation and Silicon Valley Leadership Group. He currently serves as Director of Third Day Advisors LLC (since 2013), as Director of Omega Group plc (since 2013), Paramit Corporation LLC (since 2014) and as a member of the Advisory Board of Cayuga Venture Fund (since 2013). Mr. Rhodes has a number of advisory roles with Cornell University, including serving on the Advisory Councils of the McGovern Family Center for Life Sciences (since 2013) and Entrepreneurship at Cornell (since 2015). He also was appointed to the Cornell College of Agriculture and Life Sciences Dean's Council (2016) and served as a venture consultant for Cornell's Blackstone Launchpad (2016). Moreover, he is on the Editorial Board of the journal Clinical and Translational Medicine. Mr. Rhodes holds a Master's degree in International Business from Seton Hall University and a BSc degree from Cornell University. He originated eleven U.S. patents for novel topical drugs and has been a lecturer on entrepreneurship in life sciences, innovation technology and M&A at Cornell University, Seton Hall University and San Jose State University.

The reasons for the proposed reappointment are, to keep his comprehensive knowledge available to Curetis and ensure continuity in the Supervisory Board.

He holds no shares in the share capital of the Company.

- (b) Mr. Mario Crovetto was born on 16 July 1953 in Milan, Italy. His citizenship is Italian.

Mr. Mario Crovetto has been a Supervisory Director since the IPO of the Company. Mr. Crovetto has been working as an independent advisor on M&A and corporate projects, notably integrations, divestments and financings since 2011. From 1999 to 2011, he was the CFO of Eurand NV (Specialty Pharmaceuticals), which he took public on NASDAQ in 2007. From 1990 to 1999, he held various senior business positions at Recordati (Pharmaceuticals), including VP of Corporate Development, Division Manager of Diagnostics and CFO. Prior to that, he held various positions at Montedison (Specialty Chemicals), Digital Equipment Corporation, Mobil and SIAR (Management Consulting). Mr. Crovetto holds a BSc degree in Economics from the Università Cattolica del Sacro Cuore, Milan, and a Master's degree in Business Economics from Harvard University, Cambridge, MA, USA.

The reasons for the proposed reappointment are, to keep his comprehensive knowledge available to Curetis and ensure continuity in the Supervisory Board.

He holds no shares in the share capital of the Company.

- (c) Ms. Prabhavathi Fernandes, Ph.D. was born on 11 April 1949 in Mangalore, India. Her citizenship is US American.

Ms. Prabhavathi Fernandes, Ph.D. has been appointed as a member of the Supervisory Board at the General Meeting held in June 2016. Until her retirement in December 2016, she was President and Chief Executive Officer and a member of the Board of Directors of Cempra Inc, a company she has founded. In 2012, she led the initial public offering and listing on Nasdaq for Cempra and has successfully raised over half a billion dollars for the company. During more than four decades, her career has focused on anti-infectives, first on clinical microbiology and infectious diseases and subsequently on pharmaceutical discovery and development. Prior to Cempra, Ms. Fernandes held executive leadership positions at pharmaceutical corporations including Bristol-Myers Squibb Pharmaceutical Research Institute, Abbott Laboratories and The Squibb Institute for Medical Research. She founded and led three biotechnology and CRO companies. She serves on the Editorial Board of several journals and she has authored over 250 publications and numerous reviews and book chapters and serves as an advisor to three U.S. based biotechnology companies. In 2017, she was appointed to the National Biodefense Science Board (NBSB) in the Health and Human Services department of the U.S. government and in 2018 she was appointed its Chairperson. In 2018, she was appointed to the Scientific Advisory Board of Global Antibiotic Research & Development Partnership (GARDP), a joint initiative of DNDi and the WHO, which aims to develop and deliver new treatments for bacterial infections.

The reasons for the proposed reappointment are, to keep her comprehensive knowledge available to Curetis and ensure continuity in the Supervisory Board.

She holds no shares in the share capital of the Company.

- (d) Dr. Rudy Dekeyser (born on 26 December 1961 in Oostende, Belgium, citizenship: Belgian) is a Supervisory Director of the Company. Dr. Dekeyser joined LSP in 2012 and is Managing Partner of LSP's Health Economics Funds and invests in medical device, diagnostic and digital health companies. Prior to joining LSP, Dr. Dekeyser was a co-founder of VIB in 1995 and Managing Director of the research institute for 17 years. At VIB, he was also responsible for the management of a large patent estate, the licensing activities and the establishment of start-ups such as Devgen (acquired by Syngenta), CropDesign (acquired by BASF), Ablynx (listed on Euronext and Nasdaq and recently acquired by Sanofi), Actogenix (acquired by Intrexon) and Multiplicom (acquired by Agilent). Rudy was a catalyst in the development of a life sciences cluster in Flanders by uniting the actors in the life sciences association FlandersBio, building bio-incubators and triggering the establishment of bio-accelerators. He has been a chairman and non-executive director on many company boards and is currently a board member at Sequana Medical, reMYND and Celyad. He is chairman of EMBLEM (EMBL's business arm) and is a member of the supervisory/advisory board of several not-for-profit foundations which are funding life sciences research for the benefit of society. Since November 2014, he has been a member of the supervisory board at Curetis. Dr. Dekeyser holds a Ph.D. in Molecular Biology from Ghent University.

The reasons for the proposed reappointment are, to keep his comprehensive knowledge available to Curetis and ensure continuity in the Supervisory Board.

He holds no shares in the share capital of the Company.

Each appointment shall be voted for separately.

**Agenda item 11: approval of granting stock options to Supervisory Directors (voting item)**

The Management Board and the Supervisory Board make a proposal to the General Meeting to approve the granting of a maximum of 10,000 stock options to each Supervisory Director on 1 July 2019 in

accordance with the Stock Option Plan and in accordance with the terms included in the remuneration of the Supervisory Directors as adopted by the General Meeting on 16 June 2016. A copy of the remuneration of the Supervisory Directors can be found on [www.curetis.com](http://www.curetis.com).

**Agenda item 12: appointment of the auditor for the financial year 2019 (voting item)**

The Supervisory Board makes a proposal to the General Meeting, in accordance with article 10.2 under (k) of the Supervisory Board Rules of the Company, to reappoint PwC as external auditor for the audit of the annual accounts for the financial year 2019.

**Agenda item 13: the extension of the designation of the Management Board to issue new shares and grant rights to subscribe for shares (voting item)**

The Management Board makes a proposal to the General Meeting, in accordance with articles 6.1 and 6.4 of the articles of association of the Company, to designate the Management Board as the company body authorised to issue ordinary shares in the share capital of the Company and to grant rights to subscribe for ordinary shares in the share capital of the Company (such future shares and such future options together: the "**Future Securities**"), subject to the approval of the Supervisory Board, for a period of 18 months after the date of the Annual General Meeting 2019, with due observance of the following restrictions:

- (a) the Management Board may only resolve to issue or grant Future Securities up to a maximum of 10% of the total number of ordinary shares issued on the date of the Annual General Meeting 2019 (the "**AGM 2019 Date**"); and
- (b) the Management Board may resolve to issue or grant Future Securities in addition to the Future Securities as referred to above sub (a), up to maximum of (another) 10% of the total number of ordinary shares issued on the AGM 2019 Date, if and to the extent such additional Future Securities are used to in relation to mergers and acquisitions or strategic alliances involving any or more of the Company and its group companies as a party; and
- (c) the Management Board may resolve to issue or grant Future Securities in addition to the Future Securities as referred to above sub (a) and (b), up to maximum of 2,219,951 Future Securities, if and to the extent such additional Future Securities are used for the implementation of the Stock Option Plan.

The Supervisory Board has approved this proposal of the Management Board in accordance with articles 6.1 and 6.4 of the articles of association of the Company.

The designation as referred to sub (a) and (b) are in line with standing practice of the Company and market practices in the Netherlands. The designation as referred to sub (c) is intended to give the Management Board the mandate to implement the Stock Option Plan, subject to the approval of the Supervisory Board. 2,219,951 is 10% of the number of ordinary shares issued at the date of the notice for the AGM (minus 1 share).

**Agenda item 14: the extension of the designation of the Management Board to limit or exclude pre-emption rights on newly issued shares or rights to subscribe for shares (voting item)**

The Management Board makes a proposal to the General Meeting, in accordance with articles 7.3 and 7.6 of the articles of association of the Company, to designate the Management Board as the company body authorised to limit or exclude the pre-emption rights in respect of issues or grants of Future Securities made by making use of the designation of the Management Board as referred to in agenda item 13, subject to the approval of the Supervisory Board, for a period of 18 months after the AGM 2019 Date.

The Supervisory Board has approved the proposal of the Management Board in accordance with articles 7.3 and 7.6 of the articles of association of the Company.

This authorisation is in line with standing practice of the Company and market practices in the Netherlands and may be used immediately upon taking effect.



**Agenda item 15: the extension of the authorisation of the Management Board to repurchase shares (voting item)**

The Management Board makes a proposal to the General Meeting to authorise the Management Board, subject to the approval of the Supervisory Board of the Company, to repurchase ordinary shares in the share capital of the Company, for a period of 18 months after the date of the AGM 2019 Date, with due observance of the following restrictions:

- (a) the Management Board may only resolve to repurchase:
  - (i) ordinary shares in the share capital of the Company up to a maximum of 10% of the total number of ordinary shares issued on the AGM 2019 Date; and
  - (ii) in addition to the shares as referred to above sub (i): (any or all of) the ordinary shares issued pursuant to the exercise of the Roll-Over Options which were granted at the occasion of the IPO of the Company;
- (b) any repurchase under such authorisation shall take place (be it on a stock exchange or in a different manner) against a price per share, excluding expenses, not lower than the nominal value of the ordinary shares and not higher than the opening price of the ordinary shares on Euronext in Amsterdam and Euronext in Brussels on the day of the repurchase increased by 10%.

The authorisations as referred to sub (i) and (ii) are in line with standing practice of the Company and market practices in the Netherlands and may be used immediately upon taking effect.

**Agenda item 16: the designation of the Management Board as the company body authorised to issue new shares or grant rights to subscribe for shares in relation to strategic capital raising(s) (voting item)**

In addition to the authorisations referred to under agenda item 13, the Management Board makes a proposal to the General Meeting, in accordance with articles 6.1 and 6.4 of the articles of association of the Company, to designate the Management Board as the company body authorised to issue or grant, subject to the approval of the Supervisory Board, Future Securities with a view to raise additional capital to support the execution of the Company's revised strategy and the development of its business, e.g. to maintain its US direct commercial organization and European commercial partner support organisations, continue its research & development pipeline for Unyvero A50 and A30 *RQ* platforms and required clinical trials and regulatory filings, as well as the Ares Genetics research and development activities, fund the placement of Unyvero systems and general corporate purposes, with due observance of the following restrictions:

- (a) the authority granted by virtue of the resolution under this agenda item is limited up to 50% of the total number of ordinary shares issued on the AGM 2019 Date; and
- (b) the authority granted by virtue of the resolution under this agenda item shall be valid for a period of 18 months after the AGM 2019 Date.

The Supervisory Board has approved this proposal of the Management Board in accordance with articles 6.1 and 6.4 of the articles of association of the Company.

In using the designation as referred to in this agenda item 16, the Management Board shall not have the authority to limit or exclude pre-emption rights on newly issued shares or rights to subscribe for shares.

Holzgerlingen, Germany, 15 May 2019

Curetis N.V.

The Management Board