

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
LSP LIFE SCIENCES FUND N.V.

Date and time	31 May 2024, 10.00 – 11.00 CEST
Place	Offices of LSP Life Sciences Fund N.V. and LSP Advisory B.V. at the Johannes Vermeerplein 9 in Amsterdam, the Netherlands
Present	Shareholders present or represented at the meeting: See presence list attached as <u>Appendix 1</u> . Managing Director: LSP Advisory B.V., represented by M.A. Wegter Others present: O.F.J. Paymans (chairman of the meeting), M. Klaassen (CFO)

1. OPENING AND ANNOUNCEMENTS

The Chairman opens the annual general meeting of shareholders of LSP Life Sciences Fund N.V. (the “**Company**”) and welcomes all persons present. The Chairman appoints Bastiaan Vaessen as secretary of the meeting.

The Chairman states that LSP Advisory B.V. (the Managing Director) published the convocation for the meeting in a nationally distributed newspaper (*Thouw*) on 19 April 2024 and on the website of the Company, so that the meeting was convened in accordance with the procedures as set out in the articles of association of the Company (the “**Articles of Association**”) and can adopt valid resolutions with respect to the items that are on the agenda for this meeting. The Chairman furthermore states that on 3 May 2024, the record date that was set for the meeting, the total number of issued and outstanding shares was 100,000 of which 7,340 were represented during this meeting.

2. ANNUAL REPORT 2023

Mr. Klaassen presents the annual accounts of the Company which are part of the annual report that has been published on the Company’s website. The portfolio consists exclusively of equity (-derived) positions in listed life sciences companies that jointly provide a balanced - yet concentrated - exposure to the sector. Equity stakes were predominantly below 5% of the portfolio company’s outstanding capital.

3. ADOPTION OF THE ANNUAL ACCOUNTS 2023

Following the presentations and discussions under item 2, the Chairman proposes to adopt the Company’s annual accounts, including the profit and loss allocation, for 2023 as presented. All shareholders vote in favor of the proposal and the Chairman establishes that the annual accounts 2023 of the Company are adopted.

4. DISCHARGE OF THE MEMBER OF THE MANAGEMENT BOARD

The Chairman puts forward the proposal to grant discharge to the member of the Management Board that held such position during 2023 for the management of the Company during the financial year 2023. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

5. DISCHARGE OF THE MEMBER OF THE SUPERVISORY BOARD

The Chairman puts forward the proposal to grant discharge to the member of the Supervisory Board that held such position during 2023 for the supervisory activities during the financial year 2023. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

6. REAPPOINTMENT MEMBER SUPERVISORY BOARD

In view of the expiration of the appointment term of Mr. O.F.J. Paymans, the Chairman put forward the proposal to reappoint Mr. O.F.J. Paymans as member of the Supervisory Board for a term expiring upon the earlier of (a) the end of the annual general meeting of shareholders of 2025 or (b) the termination of the Company's existence as a result of its dissolution pursuant to agenda item 8. All shareholders vote in favor of the proposal and the Chairman therefore establishes that the proposal is adopted.

7. REMUNERATION MEMBERS SUPERVISORY BOARD

The Chairman explains that according to article 18.4 of the Articles of Association, the general meeting of shareholders determines the remuneration of the members of the Supervisory Board. The Chairman puts forward the proposal to keep the remuneration unaltered, provided that such remuneration shall be adjusted on a prorated basis for time served as a Supervisory Board member during part of the financial year. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

8. DISSOLUTION OF THE COMPANY AND APPOINTMENT OF LSP ADVISORY B.V. AS THE COMPANY'S LIQUIDATOR AND CUSTODIAN OF THE COMPANY'S BOOKS AND RECORDS

The Chairman explains that the Company's investment strategy to buy minority interests in publicly listed companies, no longer falls within the active and private investment strategy that all other funds managed within the EQT Group, adhere to. The Chairman puts forward the proposal to dissolve the Company with effect from 15 June 2024 and appoint the Company's managing director, LSP Advisory B.V., as the Company's liquidator (*vereffenaar*) and custodian (*bewaarder*) of the Company's books and records. In accordance with the Articles of Association, the liquidation shall be effected under the supervision of the Supervisory Board. Further information about the liquidation process of the Company, including the timing thereof, is stated in the convening notice of this meeting. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

9. CANCELLATION OF SHARES

The Chairman explains that it is proposed to cancel all shares in its capital the Company currently holds or may acquire as a result of any repurchase of shares from time to time (subject to the minimum issued share

capital of EUR 45,000 that the Company must maintain under Dutch law and below which no shares in the capital of the Company (the “Shares”) shall be cancelled) until the Company ceases to exist as a result of its dissolution pursuant to agenda item 8, and to reduce the issued share capital accordingly. The purpose of the cancellation is primarily a desire to clean up the capital structure. As an investment company with variable capital (*beleggingsmaatschappij met veranderlijk kapitaal*), the Company is not subject to any further legal procedure for capital reduction, so that the resolution will take effect immediately. Any Shares the Company shall acquire following the adoption of this resolution shall be cancelled immediately upon the completion of the relevant acquisition (subject to the minimum issued share capital of EUR 45,000 that the Company must maintain under Dutch law and below which no Shares shall be cancelled). The Chairman puts forward said proposal to cancel the aforementioned shares. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

10. FULL AND FINAL DISCHARGE MEMBER MANAGEMENT BOARD

The Chairman explains that in connection with the proposed dissolution of the Company and subject to the adoption of agenda item 8, it is proposed to grant a full and final discharge to the member of the Management Board with respect to the performance of its duties up to the moment the dissolution of the Company becomes effective. The Chairman puts forward the proposal to grant such discharge. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

11. FULL AND FINAL DISCHARGE MEMBER SUPERVISORY BOARD

The Chairman explains that in connection with the proposed dissolution of the Company and subject to the adoption of agenda item 8, it is proposed to grant a full and final discharge to the member of the Supervisory Board with respect to the performance of its duties up to the moment the dissolution of the Company becomes effective. The Chairman puts forward the proposal to grant such discharge. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

12. AMENDMENT OF THE COMPANY'S ARTICLES OF ASSOCIATION

The Chairman explains that as a listed open end investment fund, the Company is, in principle, subject to the restrictions set out in the prospectus with respect to the Company dated 26 June 2015 and restrictions under the Articles of Association and applicable law, willing to sell and repurchase Shares on each trading day. In accordance with Dutch law and the Articles of Association, the Company's issued and outstanding share capital must always be at least ten percent (10%) of the Company's authorised share capital. As the Company's authorised share capital comprises 1,000,000 Shares, the Company will not be allowed to repurchase Shares to the extent this would cause the number of issued and outstanding Shares to become less than 100,000. In order to enable the Company to repurchase additional Shares prior to the delisting of the Shares becoming effective, the Chairman puts forward the proposal to amend the Articles of Association by decreasing the authorised share capital of the Company (in tranches, if required). If this resolution is adopted, each civil law notary, candidate civil law notary and lawyer working with NautaDutilh N.V., the Company's legal counsel, will be authorised to have the deed of amendment to the Articles of Association executed. All shareholders vote in favor of the proposal and the Chairman establishes that the proposal is adopted.

13. REAPPOINTMENT OF AUDITOR 2023

The Chairman put forward the proposal to reappoint PricewaterhouseCoopers Accountants N.V. to audit the annual report, annual accounts and, to the extent applicable, the sustainability reporting of the Company for the financial year 2024, to present a report thereon and provide an auditor's statement. This proposal is contingent upon the resolution under item 8 not being adopted after having been put to a vote at the AGM. As the resolution under agenda item 8 has been adopted, the Chairman explains that the proposal under this agenda item 13 shall not be put to vote.

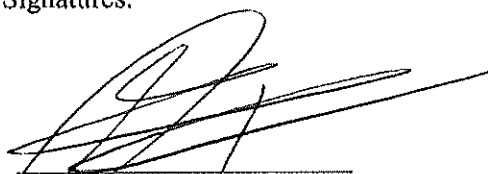
14. QUESTIONS / ANY OTHER BUSINESS

There is nothing to report under this agenda item.

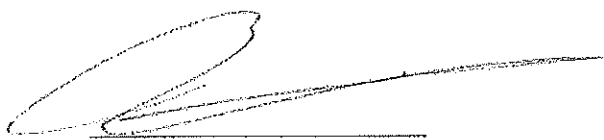
15. CLOSING

No other business is transacted and the Chairman thanks everybody present for attending the meeting. The meeting is closed at 11:00 CEST.

Signatures:

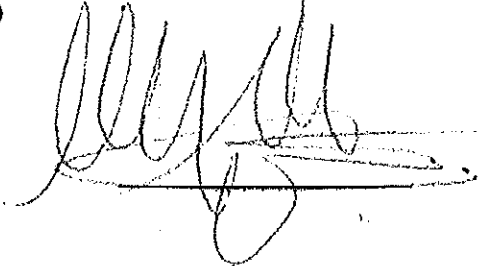

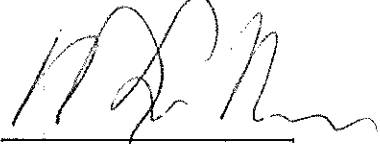

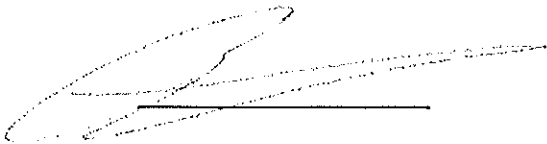


Mr. G.F.J. Paymans (Chairman)



Bastiaan Vaessen (Secretary)

Appendix 1 – Attendance list shareholders

Name of shareholder	Number of shares held on the record date (3 May 2024)	Signature
M.A. Wegter	4,135	
M. Kleijwegt	2,050	
M.R. Scholten	1,000	
O.F.J. Paymans	80	
B. Vaessen	75	
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