

**NOTARIAL DEED OF RECORD OF THE PROCEEDINGS IN THE  
ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ARGENX SE**

On the eleventh day of May two thousand and twenty-one as of ten hours ante meridiem, I, Dirk-Jan Jeroen Smit, civil law notary, officiating in Amsterdam, the Netherlands, attended, at the request of the board of directors of **argenx SE**, a European company with limited liability (*Societas Europaea* or *SE*) incorporated under the laws of the Netherlands, having its official seat in Rotterdam, the Netherlands, its office address at Willemstraat 5, 4811 AH Breda, the Netherlands and registered with the trade register of the Dutch Chamber of Commerce under number 24435214 (the *Company*) the annual general meeting of shareholders of the Company held at Hilton Amsterdam Airport Schiphol, Schiphol Boulevard 701, 1118 BN Schiphol Airport (municipality of Haarlemmermeer), The Netherlands, with the purpose of taking notarial minutes of the meeting.

At the meeting, I, civil law notary, have established the following:

**Chairperson and secretary**

According to article 24 paragraph 1 of the articles of association of the Company (the *Articles*), the chairman of the board of directors of the Company (the *Board*) will act as chairperson of the meeting (the *Chairperson*). The Chairperson appointed Pieter Spuijbroek as the secretary of the meeting (the *Secretary*).

**Opening**

The Chairperson opened the meeting and welcomed all persons present or represented.

The Chairperson informed the meeting that:

- (a) in light of the evolving outbreak of COVID-19 and the recent measures imposed by the Dutch government, the Company encouraged its shareholders to use the possibility of voting by (electronic) proxy. To ensure

- that as many shareholders as possible are able to attend the annual general meeting, the Company provided a live audio-webcast of the general meeting;
- (b) on the thirtieth day of March two thousand and twenty-one, the convocation for the meeting had been published on the website of the Company and the meeting had been convened in accordance with the legal and statutory requirements and therefore valid resolutions may be adopted regarding all items as stated on the agenda of the meeting;
  - (c) as of the thirtieth day of March two thousand and twenty-one, the agenda of the meeting, including the ancillary documentation thereto had been made available for shareholders and persons entitled to attend the meeting at the offices of the Company and on the website of the Company;
  - (d) on the record date, the thirteenth day of April two thousand and twenty-one, being the twenty-eighth day prior to the day of the meeting, the issued and outstanding share capital of the Company amounted to five million one hundred thirty-one thousand three hundred and sixty-four euros and forty eurocents (EUR 5,131,364.40) divided into fifty-one three hundred thirteen thousand six hundred and forty-four (51,313,644) ordinary shares with a nominal value of ten eurocents (EUR 0.10) each and that according to the attendance list forty-one million nine hundred ninety-nine thousand two hundred and sixty-three (41,999,263) of those ordinary shares were represented at the meeting, as such constituting eighty-one point thirty-two per cent (81.32%) of the entire issued and outstanding share capital of the Company, for which in total forty-one million nine hundred ninety-nine thousand two hundred and sixty-three (41,999,263) votes could be cast at the meeting;
  - (e) from the members of the Board, Tim van Hauwermeiren and Peter Verhaeghe were present and because of earlier commitments, the other members of the Board were not able to attend;
  - (f) all members of the Board have had the opportunity to advise on all items on the agenda for this meeting, as referred to in section 2:117 of the Dutch Civil Code; and
  - (g) the meeting was going to be held in English.

**Item 2 - Report on the two thousand and twenty financial year (*discussion item*)**

For the second item on the agenda of the meeting, the Chairperson gave an update of the Company to the meeting.

**Item 3 - Adoption of the new remuneration policy (*voting item*)**

The Chairperson reminded the meeting that a revised policy was proposed, following the entry into force of the Directive (EU) 2017/828 of the European Parliament and of the Council of seventeen May two thousand and seventeen amending Directive 2007/36/EC as regards the encouragement of long-term shareholder engagement (the *Shareholders Rights Directive II*), and further revised

following the sixty-nine point nine per cent (69,9%) approval (out of the seventy-five per cent (75%) required) of the policy proposed to the annual general meeting of two thousand and twenty. The Chairperson explained that this new (two thousand and twenty-one) draft remuneration policy takes into account the feedback received on the (two thousand and twenty) draft remuneration policy, furthermore takes into account the views of a selection of shareholders consulted prior to making the proposal to the general meeting and has been subjected to an external benchmarking exercise to ensure that it provides for fair, reasonable and competitive remuneration. The Chairperson furthermore explained the relevant changes of the draft remuneration policy and confirmed that the new remuneration policy will apply to the executive and non-executive directors of the Company, but its principles are applied throughout all the company's employees. Finally, the Chairperson mentioned that support of the general meeting for this new remuneration policy is required for the Company to continue to attract and retain the highly qualified individuals it relies on to achieve its strategic objectives in the key geographic regions it operates.

The Chairperson put the proposal to adopt the new remuneration policy to the meeting and established that the resolution was adopted by acclamation.

**Item 4 - Approval of the two thousand and twenty remuneration report**  
*(advisory non-binding voting item)*

The Chairman explained that in accordance with the Shareholders Rights Directive II, the shareholders are requested to take an advisory vote to approve the remuneration report, which provides a comprehensive overview of the remuneration paid to our CEO, senior management and non-executive directors for the two thousand and twenty financial year.

The Chairperson put the proposal, as a non-binding vote, to approve the two thousand and twenty remuneration report to the meeting and established that the resolution was adopted by acclamation.

**Item 5a - Discussion of the two thousand and twenty annual report**  
*(discussion item)*

The Chairperson gave a brief presentation of the two thousand and twenty annual accounts and the two thousand and twenty annual report.

**Item 5b - Adoption of the two thousand and twenty annual accounts**  
*(voting item)*

The Chairperson put the proposal to adopt the two thousand and twenty annual accounts to the meeting and the Chairperson established that the resolution was adopted by acclamation.

**Item 5c - Corporate governance statements**  
*(discussion item)*

Regarding the corporate governance statements, the Chairperson indicated that the Company takes the corporate governance of the Company very seriously and referred to the relevant pages of the two thousand and twenty annual report. None of

the shareholders present or represented had any question relating to the corporate governance statements.

**Item 5d - Allocation of losses of the Company in the financial year two thousand and twenty to the retained earnings of the Company (*voting item*)**

The Chairperson indicated that the request is made to the meeting to have the losses of the financial year two thousand and twenty being allocated to the retained earnings of the Company. The Chairperson put the proposal to make the allocation of the losses to the retained earnings to the meeting and established that the resolution was adopted by acclamation.

**Item 5e - Proposal to release the members of the Board from liability for their respective duties carried out in the financial year two thousand and twenty (*voting item*)**

The meeting was requested by the Chairperson to grant each member of the Board discharge for their respective duties, insofar as the exercise of such duties appears from the two thousand and twenty annual accounts or is otherwise disclosed to the meeting prior to the adoption of the two thousand and twenty annual accounts. The Chairperson put the proposal to grant such discharge to the members of the Board to the meeting and established that the resolution was adopted by acclamation.

**Item 6 – Appointment of Yvonne Greenstreet as non-executive director to the Board (*voting item*)**

The Chairperson informed the meeting that it is proposed to appoint Yvonne Greenstreet as a non-executive director of the Board with effect from the date of this meeting. The Chairperson indicated that the proposed appointment is for a term ending on the day of the annual general meeting of shareholders to be held in two thousand and twenty-five, which is the fourth year after the year of the appointment. The Chairperson informed the meeting that the proposed appointment was in accordance with the Articles and took into account the pursued composition and profile of the Board as apparent from the profile for the non-executive directors of the Company as available on the website of the Company. The Chairperson further noted that the Board had taken into consideration the skills, knowledge and expertise of Yvonne Greenstreet which she built up during her career.

The Chairperson then put the proposal to appoint Yvonne Greenstreet as non-executive director of the Board to the meeting and established that the resolution was adopted by acclamation.

**Item 7 – Re-appointment of Anthony Rosenberg as non-executive director to the Board (*voting item*)**

The Chairperson informed the meeting that it is proposed to re-appoint Anthony Rosenberg as a non-executive director of the Board with effect from the date of this meeting. The Chairperson indicated that the proposed re-appointment is for a term ending on the day of the annual general meeting of shareholders to be held in two thousand and twenty-five, which is the fourth year after the year of the appointment. The Chairperson informed the meeting that the proposed re-appointment was in

accordance with the Articles and took into account the pursued composition and profile of the Board as apparent from the profile for the non-executive directors of the Company as available on the website of the Company. The Chairperson further noted that the Board had taken into consideration the skills, knowledge and expertise of Anthony Rosenberg which he built up during his career and his contribution and performance as non-executive director of the Company.

The Chairperson then put the proposal to re-appoint Anthony Rosenberg as non-executive director of the Board to the meeting and established that the resolution was adopted by acclamation.

**Item 8 – Authorization of the board of directors to issue shares and grant rights to subscribe for shares in the share capital of the Company up to a maximum of ten percent (10%) of the outstanding capital at the date of the general meeting for a period of eighteen (18) months from the general meeting and to limit or exclude statutory pre-emptive rights (*voting item*)**

The Chairperson informed the meeting that it is proposed to designate the Board as the corporate body competent (i) to issue ordinary shares in the capital of the Company and grant rights to subscribe for ordinary shares in the capital of the Company at any time during a period of eighteen (18) months as of the date of this general meeting up to a maximum of ten percent (10%) of the issued share capital of the Company, to be calculated against the amount of issued share capital as it will be at the date of this general meeting and in relation thereto, and (ii) to limit or exclude the statutory pre-emptive rights with regard to such shares. The Chairperson put the proposal to grant this authorisation to the Board to the meeting and established that the resolution was adopted by acclamation.

**Item 9 - Appointment of Deloitte Accountants B.V. as external auditor of the Company for the financial year for two thousand and twenty-one (*voting item*)**

The Chairperson put the proposal to appoint Deloitte Accountants B.V. for the financial year two thousand twenty-one to the meeting and established that the resolution was adopted by acclamation.

**Item 10 - Any other business, announcements or questions**

There were no further announcements or questions, nor was other business discussed.

**Item 11 - Closing**

The Chairperson then noted that since there were no further items to discuss or resolve upon, which concluded the formal business of the meeting, and the Chairperson thanked all present and closed the meeting at ten hours and twenty-five minutes ante meridiem.

**Voting results.**

The exact results of the voting have been set out in a document that was provided to me, civil law notary, by the Company after the meeting, a copy of which is attached to this deed.

**Final.**

The Chairperson and the Secretary have authorised [\*], deputy civil law notary, to co-sign this deed on their behalf, to evidence that the minutes duly reflect the proceedings in the meeting.

In witness of the proceedings in the meeting the original of this deed, which shall be retained by me, civil law notary, was executed in Amsterdam, the Netherlands, on the [\*] day of August two thousand and twenty-one.