

RESOLUTION No 1

Extraordinary General Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

of 20 March 2024

on the election of the Chairperson of the Extraordinary General Meeting of the Company

§ 1

The Extraordinary General Meeting of the Company hereby appoints [] as Chairman of the Extraordinary General Meeting of the Company.

§ 2

The resolution shall enter into force upon its adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The resolution is a procedural resolution

RESOLUTION No 2

Extraordinary General Meeting

a company with the business name: "Captor Therapeutics" Joint Stock Company

with its registered seat in Wrocław (the "Company")

of 20 March 2024

on the adoption of the agenda of the Extraordinary General Meeting of the Company

§ 1

The Extraordinary General Meeting of the Company adopts the agenda of the Extraordinary General Meeting of the Company as follows:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. To declare that the Extraordinary General Meeting has been duly convened and is capable of passing binding resolutions.
4. Adoption of the agenda of the Extraordinary General Meeting.
5. Adoption of a resolution to amend Resolution No. 4 of the Extraordinary General Meeting of the Company of 3 April 2023 on authorising the Management Board of the Company to increase the Company's share capital within the framework of authorised capital, on the exclusion by the Management Board of the pre-emptive rights to shares issued within the framework of authorised capital in whole or in part with the consent of the Supervisory Board and on the amendment of the Company's Articles of Association in connection with the Company's authorised capital, previously amended by Resolution No. 3 of the Extraordinary General Meeting of 5 September 2023.
6. Adoption of a resolution to amend the Company's Articles of Association.
7. Closing of the Extraordinary General Meeting.

§ 2

The resolution shall enter into force upon its adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The resolution is a housekeeping resolution - the rationale as to the individual resolutions listed on the agenda is set out below.

RESOLUTION No 3

Extraordinary General Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

of 20 March 2024

on amending Resolution 4 of the Extraordinary General Meeting of the Company of 3 April 2023 on authorising the Management Board of the Company to increase the Company's share capital within the authorised capital, on the exclusion by the Management Board of the pre-emptive rights to shares issued within the authorised capital in whole or in part with the consent of the Supervisory Board and on amending the Company's Articles of Association in connection with the Company's authorised capital, previously amended by Resolution 3 of the Extraordinary General Meeting of 5 September 2023

§ 1

Acting pursuant to art. 430 § 1, art. 444 § 1, art. 445 § 1, art. 447 and art. 433 § 2 of the Code of Commercial Partnerships and Companies ("CCC"), § 23 para. 1 pt. 1) of the Company's Articles of Association, and in connection with Resolution No. 4 of the Extraordinary General Meeting of the Company of 3 April 2023, as amended by Resolution No. 3 of the Extraordinary General Meeting of the Company of 5 September 2023, on authorising the Management Board of the Company to increase the share capital of the Company within the framework of the authorised capital, on the exclusion by the Management Board of the pre-emptive right to subscribe for shares issued within the framework of the authorised capital in whole or in part with the consent of the Supervisory Board and on the amendment of the Articles of Association of the Company in connection with the authorised capital of the Company (the "**Resolution of 3 April 2023**"), the Extraordinary General Meeting of the Company resolves as follows:

§ 2

The Articles of Association of the Company shall be amended as follows:

1. the existing text of Paragraph 81 in Paragraph 6b of the Company's Articles of Incorporation shall be repealed and given the following new wording:
"Paragraph 6 above shall not apply in the case of the issuance of shares within the Investment Target Capital with the exercise of subscription rights or Priority Rights (regardless of whether any issued share is taken up in the exercise of subscription rights or Priority Rights).";
2. The existing text of § 6b.8(a) shall be repealed and given the following new wording:
"(a) was an owner of shares of the Company on the date designated by the Management Board (the "**Record Date**") or was included in the list of individuals entitled, prepared in accordance with Article 406³ of the Commercial Companies Code, to participate in the last General Meeting of Shareholders of the Company immediately preceding the adoption by the Management Board of a given resolution to increase the share capital under the Investment Target Capital (the "**List**");".

§ 3

Pursuant to Article 447 § 2 in conjunction with Article 433 § 2 of the Companies Act and pursuant to the Resolution of 3 April 2023, the Articles of Association of the Company are amended in the interest of the Company by granting the Board of Directors of the Company the authority to deprive existing shareholders of their pre-emptive rights, in whole or in part, relating to any share capital increase within the limits of the Investment Target Capital with the consent of the Supervisory Board of the Company. In view of the wording of Article 433 § 2 of the CCC and in connection with the amendment of the rules regarding the determination of the issue price when the Management Board performs a share capital increase within the limits of the Authorised Capital, a written opinion of the Management

Board justifying the reasons for granting the Management Board the above-mentioned powers and the proposed manner of determining the issue price of shares issued within the limits of the Authorised Capital is hereby attached to this resolution (as an Appendix).

§ 4

Pursuant to Article 445 § 1 sentence 3 of the Companies Act, the Resolution of 3 April 2023 stated that the rationale for authorising the Board of Directors of the Company to increase the share capital within the limits of the Investment Target Capital is to provide the Company with a flexible instrument to enable it to obtain new capital quickly and efficiently by issuing further shares during the further period of the Company's operations.

§ 5

The resolution shall enter into force upon its adoption, with the proviso that any amendments to the Company's Articles of Association shall be made upon the entry of the amendment in the Register of Entrepreneurs of the National Court Register.

REASON FOR ADOPTION OF THE RESOLUTION: The resolution seeks to amend certain provisions of the April 3, 2023 Resolution. It is proposed to: (i) to change the definition of the circle of the Company's shareholders who will have the right of priority over other investors in acquiring new shares, in a number that will allow them to maintain their shareholding in the Company's share capital at the level as of the Record Date, and (ii) to change the minimum share price requirement (set forth in Section 6 in Paragraph 6b of the Company's Articles of Incorporation) under the Investment Target Capital, so that it will not apply in the case of an issue carried out with pre-emptive rights or statutory Priority Rights.

RESOLUTION No 4

Extraordinary General Meeting

a company with the business name: "Captor Therapeutics" Joint Stock Company

with its registered seat in Wrocław (the "Company")

of 20 March 2024

on amending the Company's Articles of Association

§ 1

Acting pursuant to Article 430 § 1 of the Code of Commercial Partnerships and Companies ("**CCC**"), the Articles of Association of the Company are amended as follows: §30.3. of the Company's Articles of Association is repealed and §30.3. of the Company's Articles of Association is amended to read as follows:

"The Supervisory Board shall adopt resolutions by open ballot. A secret ballot shall be ordered at the request of a member of the Supervisory Board."

§ 2.

The resolution shall enter into force upon its adoption, with the proviso that any amendments to the Company's Articles of Association shall be made upon the entry of the amendment in the Register of Entrepreneurs of the National Court Register.

REASON FOR ADOPTION OF THE RESOLUTION: The resolution aims to simplify the rules of the Company's Supervisory Board by stipulating that a secret ballot will only be held at the request of a member of the Company's Supervisory Board.