PROQR THERAPEUTICS N.V.

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Minutes

Date: 2 June 2026
Location: offices of A&O Shearman, Apollolaan 15, 1077 AB Amsterdam

1. Opening of the AGM and welcoming of the shareholders

James Shannon, the chairman of the board of directors of ProQR Therapeutics N.V. (the **Company** or **ProQR;** the **Board**), acted as chairman of the annual general meeting (the **AGM**).

The chairman noted that on behalf of ProQR, the following members of the management team were present:

- Daniel de Boer, Chief Executive Officer
- Gerard Platenburg, Chief Scientific Officer
- Dennis Hom, Chief Financial Officer

The chairman continued to inform the meeting that the following non-executive Board members were present:

- Begoña Carreño
- Theresa Heggie
- Martin Maier
- Bart Filius

as well as:

- Alison Lawton
- Dinko Valerio

(who both retired from the Board as per the AGM).

The chairman then noted that Pieter Erik de Ridders, ProQR's VP Legal, was present.

The chairman gave a special welcome to Dr. Lykke Hinsch Gylvin, nominated for appointment on the Board at the AGM and present for that purpose, and continued to welcome Mr. Bas Geerling from KPMG.

Lastly, the chairman informed the meeting that Sophie Roozendaal, civil law notary, and Christiaan de Brauw, partner, both from Allen Overy Shearman Sterling LLP (**A&O Shearman**) were also present. Sophie Roozendaal was appointed as secretary of the meeting.

Subsequently the chairman made some remarks about key events over the past year including (i) the strategic commitment to RNA editing, (ii) the advancement of AX-0810 into the clinic, (iii) the continued expansion of the pipeline across liver and CNS indications, (iv) the strengthening of the Axiomer platform through AI-enabled discovery leading to AX-0811, (v) the ongoing positive strategic collaboration with Lilly, (vi) the stepping down of both Dinko Valerio and Alison Lawton from the

Board and (vii) the nomination of Dr. Lykke Hinsch Gylvin as non-executive member of the Board and the Board composition going forward.

The chairman then continued to walk through the formal and procedural points of the meeting and in that respect noted that the meeting had been convened taking into account all applicable legal and statutory provisions. The chairman also informed the meeting that the total number of shares outstanding as per the record date of 5 May 2026 was 108,393,880 and the number of shares represented at this meeting was 71,687,942. The chairman explained that each share entitles the holder to one vote and that all resolutions on this meeting may be passed by an absolute majority of the votes cast. The chairman informed the meeting that the votes cast by way of the proxies granted by the shareholders have been shared with the secretary and himself prior to the start of this meeting to enable them to inform the meeting on the outcome of the voting and the voting results. The chairman informed that the meeting would be recorded for the purpose of preparing the minutes only and requested that all present at the meeting refrain from making recordings.

The chairman then proceeded with the next item of the agenda.

2. Report of the Board for the financial year 2025 (discussion item)

The chairman introduced agenda item 2 and gave the floor to the Company's CEO **Daniel de Boer**, to highlight the Company's performance in 2025.

Daniel de Boer provided a presentation of the Company's progress in 2025.

Daniel de Boer reflected on ProQR's journey in the last 14 years and more specifically on the strategic decision to fully focus on RNA editing in 2022, that has led ProQR to be a leader in the emerging field of RNA editing. He continued to say that ProQR is now a clinical stage RNA editing company with multiple programs and four anticipated clinical data readouts over the next 12 months, including target engagement data for AX-0810, and a growing validation of ProQR's platform and strategy. ProQR has generated proprietary RNA editing data across targets, chemistries, and editing outcomes, which foundation is now being used to train ProQR's AI model to design more effective editing oligonucleotides, more rapidly and efficiently.

Daniel de Boer elaborated on how ProQR's partnership with Ginkgo Bioworks is designed to further scale the AI-enabled discovery capabilities and data generation to accelerate and continuously improve AI-guided models and strengthen existing and future RNA editing programs.

Daniel de Boer related what this means for the future of Axiomer, on ProQR's lead program, AX-0810, targeting NTCP for cholestatic diseases which is in phase 1 development as well as on ProQR building a NTCP franchise with AX-0811, a next generation program designed using ProQR's AI-enabled discovery capabilities and expanding the platform across liver and CNS indication, including AX-0422 for Hurler syndrome. ProQR's wholly owned pipeline also includes AX-2911 for PNPLA3-associated MASH and AX-2402 for Rett syndrome.

Daniel de Boer subsequently elaborated in more detail on the Lilly collaboration which continues to progress well and currently covers up to 10 RNA editing targets with an option to expand to 15 targets. He mentioned that the generation of Lilly milestones in 2024 and 2025 are indicators of the progression within the collaboration.

Daniel de Boer concluded to say that ProQR is positioned to advance Axiomer across multiple therapeutic areas with a growing clinical stage pipeline, multiple anticipated catalysts ahead, a strong balance sheet, strategic partnerships and an increasingly scalable discovery engine powered by AI-enabled designs. He added that the progress we have been discussing today is the result of years of scientific dedication, resilience, creativity and collaboration across the organization and thanked ProQR's incredible employees, its scientific collaborators, patient organizations, investigators, partners, board members, and shareholders for their continued support and trust.

After that **Daniel de Boer** then gave the floor to the chairman.

The chairman then asked **Dennis Hom**, the Company's CFO, to continue the presentation on the Company's financial performance.

Dennis Hom gave a summary of the Company's financial performance. He started to say that ProQR ended 2025 in a solid financial position, with EUR 92.4 million in cash, which means that, based upon the current operating plan, this supports a cash runway through mid-2027. Net loss in 2025 amounted to EUR 42.2 million compared to EUR 27.8 million in 2024.

On the P&L **Dennis Hom** indicated that in 2025 the net revenue was EUR 15.9 million, compared to EUR 18.9 million in 2024, reflecting lower revenue from the Lilly collaboration, mainly due to fewer milestones achieved in 2025 consistent with expected fluctuations as the Lilly portfolio progresses and priorities shift over time. As to costs, in 2025 research and development costs were EUR 44.7 million, compared to EUR 36.4 million in 2024, which is consistent with the Company's strategy to invest in advancement of the platform and development programs, such as AX-0810 which entered the clinic in 2025. General and administrative costs were EUR 15.1 million in 2025, compared to EUR 13.7 million in 2024 primarily reflecting employee related costs including changes in senior management. As a result, ProQR's operating result was a loss of EUR 43.4 million, compared with a loss of EUR 30.5 million in 2024.

Dennis Hom concluded with some remarks on the cash flow. Net cash used in operating activities during 2025 was EUR 52.8 million, compared to a reported net loss of EUR 42.2 million. This difference is due to revenue which offsets operating expenses in the P&L, but does not offset cash used because cash underlying the revenue was already received in prior years. He ended to say that the Company ended 2025 with a strong balance sheet with approximately EUR 92.4 million in cash, and as such is well-positioned to continue executing on its strategic priorities.

In relation to the Lilly collaboration, a representative of **Aescap** asked if significant milestone payments from one or more products entering the clinic were to be expected over 2026.

Dennis Hom responded to say that the Company cannot comment on the progress of the Lilly programs and therefore cannot make any statements about this.

Dennis Hom then gave the floor to the chairman.

The chairman gave the floor to **Bas Geerling** from KPMG. **Bas Geerling** explained the audit process related to the annual report 2025 of ProQR and discussed the unqualified auditor's report issued by KPMG.

Any questions raised by shareholders were addressed adequately.

The chairman proceeded with the next item of the agenda.

3. Adoption of the annual accounts, including the appropriation of net result, for the financial year 2025 (voting item)

The chairman proposed to the meeting to adopt ProQR's annual accounts for the financial year 2025.

No questions were asked about this agenda item.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 99.7% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

4. Release from liability of each member of the Board with respect to the performance of their duties during the financial year 2025 (voting item)

The chairman proposed to the meeting to grant discharge from liability of the Board for the performance of their duties during 2025.

No questions were asked about this agenda item.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 69.5% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

5. Board composition

Before proceeding to the actual voting item, the chairman stated to the meeting that it is the Board's strong belief that a strong and balanced Board is essential to support ProQR on its path to long-term and sustainable success and that the Board continues to be committed to maintain a balanced and effective Board composition. The chairman explained that in doing so, the Board carefully considers factors such as continuity and refreshment, tenure, diversity of experience, levels of seniority, and the expertise required to support ProQR's strategy.

a. Appointment of Lykke Hinsch Gylvin as non-executive member of the Board (voting item)

The chairman continued with putting the appointment of Dr. Lykke Hinsch Gylvin as non-executive Board member for a term of four years to a vote.

No questions were asked about this agenda item.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 99.7% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

6. Appointment KPMG Accountants N.V. as the Company's external auditor for the financial year 2027 (voting item)

The chairman proposed to the meeting to appoint KPMG Accountants N.V. as external auditor for the financial year 2027.

No questions were asked about this agenda item.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 99.8% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

7. Amendment of the Articles of Association regarding increase of authorized capital (voting item)

The chairman proposed to the meeting to amend the articles of association of the Company to increase the authorized capital of the Company.

This agenda item concerns the approval of the increase of the authorized capital of the Company and the amendment of the articles of association of the Company as explained in the explanatory notes to the agenda for the AGM.

Mr Vinogradov (*shareholder*) asked what the substantiation is for the increase of the authorized capital.

Daniel de Boer responded and explained that the higher authorized capital enables ProQR to promptly act on e.g. momentum driven financing opportunities that may arise and which the Board believes are in the interest of the Company and all its stakeholders. He added that having this in place also puts ProQR in a similar position with its US peers that operate in the same capital market but not have to go through the time-consuming process of convening and holding a general meeting of shareholders to increase authorized capital, which is important for an equal competitive dynamic.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 65.4% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

8. Authorization of the Board to issue ordinary shares (voting item)

The chairman proposed to the meeting to authorize the Board to issue ordinary shares in the capital of the Company.

This agenda item concerns the authorization of the Board to issue ordinary shares in the capital of the Company as explained in the explanatory notes to the agenda for the AGM.

No questions were asked about this agenda item.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 64.3% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

9. Authorization of the Board to acquire ordinary shares in the capital of the Company (voting item)

The chairman proposed to the meeting to authorize the Board to acquire ordinary shares in the capital of the Company, effective for a period of eighteen (18) months as from the date of the AGM.

This agenda item concerns the authorization of the Board to acquire ordinary shares in the capital of the Company as explained in the explanatory notes to the agenda for the AGM.

No questions were asked about this agenda item.

The chairman asked the secretary to announce the voting results and informed the meeting that the proposal was adopted, with 66.7% of the votes issued in favor of the proposal.

The chairman then proceeded with the next item of the agenda.

10. Closing

The chairman thanked all persons present for their participation and then declared the meeting closed.