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KIADIS PHARMA N.V.

DIVERSITY POLICY FOR THE COMPOSITION OF THE  
MANAGEMENT BOARD, THE SUPERVISORY BOARD AND THE  
MANAGEMENT TEAM

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Version	1
Approval Date	October 14, 2019

In accordance with best practice provision 2.1.5 of the Dutch Corporate Governance Code, Kiadis Pharma N.V. ("**Kiadis**" or the "**Company**") has formulated the following diversity policy for the composition of the Management Board, the Supervisory Board and the Management Team (the "**Policy**").

This Policy was adopted by the Supervisory Board and the Management Board on October 14, 2019.

## **1. Definitions**

In this Policy, the following expressions shall have the following respective meanings:

**Boards** means the Management Board, the Supervisory Board and the Management Team collectively.

**Management Team** means the senior management team that supports the Management Board in the day-to-day management of Kiadis, as appointed by the Management Board from time to time.

**Kiadis** means Kiadis Pharma N.V., a public limited liability company (*naamloze vennootschap*) under the laws of the Netherlands, whose corporate seat is at Amsterdam.

**Management Board** means the management board of Kiadis.

**Policy** means this diversity policy for the composition of the Management Board, the Supervisory Board and the Management Team, including any subsequent and future amendment hereof.

**Supervisory Board** means the supervisory board of Kiadis.

## **2. Background**

- 2.1. Kiadis believes that diversity contributes to informed and balanced decision-making and makes the organization stronger. Accordingly, it is keen to benefit from the Boards being diversely composed, it being noted that the most suitable candidate for the position is always recommended, nominated and appointed.
- 2.2. Diversity within the Boards comprises multiple aspects, such as members' age, nationality, gender, educational and professional backgrounds and experience relevant for their positions.
- 2.3. Kiadis does not regard diversity a static concept, but rather a relevant mix of required elements for the Boards as a whole that evolves with time, based on, among others, the relevant business objectives and future needs of Kiadis. It treats diversity of the Boards as a means for improvement and development, rather than an end in itself.

### **3. Principles**

- 3.1. Kiadis applies the following principles to the composition of the Boards:
- 3.1.1. to create a diverse mix of knowledge, skills and expertise, in line with the required profiles;
  - 3.1.2. to strive for sufficient complementarity, pluralism and diversity of membership with regard to age, gender and background, targeting at least 30% per gender;
  - 3.1.3. to ensure relevant professional and educational backgrounds within the Boards, including among other things:
    - a) governance and leadership, including management of a listed company
    - b) planning and implementation of Company strategies and industry knowledge
    - c) finance
    - d) research and development
    - e) medical and clinical
    - f) production and logistics
    - g) marketing and sales
    - h) risk management
    - i) information technology
    - j) legal affairs
- 3.2. As an international company, Kiadis considers it particularly important that diversity with regard to nationality is available in the Boards. That is why the objective is applied that at least one (1) member of each Board should not be of the Dutch nationality.

### **4. Miscellaneous**

- 4.1. The Supervisory Board and the Management Board may resolve to deviate from this Policy as they believe in the best interests of the Company and its stakeholders.
- 4.2. This Policy may be amended by the Supervisory Board acting jointly with the Management Board.
- 4.3. This Policy is governed by the laws of the Netherlands.