

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

On the seventh day of May two thousand and twenty-four as of thirteen hours post 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 Amsterdam, the Netherlands, its office address at Laarderhoogtweg 25, 1101 EB Amsterdam, 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

In line with 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**) acted 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) on the twenty-sixth day of March two thousand and twenty-four, 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;
- (b) as of the twenty-sixth day of March two thousand and twenty-four, 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;
 - (c) on the record date, the ninth day of April two thousand and twenty-four, 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 nine hundred forty-three thousand one hundred twelve euros and ninety eurocents (EUR 5,943,112.90) divided into fifty-nine million four hundred thirty-one thousand one hundred and twenty-nine (59,431,129) ordinary shares with a nominal value of ten eurocents (EUR 0.10) each and that according to the attendance list forty-eight million nine hundred twenty thousand and five hundred five (48,920,500) of those ordinary shares were represented or present at the meeting, as such constituting eighty-two point three one percent (82.31%) of the entire issued and outstanding share capital of the Company, for which in total forty-eight million nine hundred twenty thousand and five hundred five (48,920,500) votes could be cast at the meeting;
 - (d) from the members of the Board, Tim van Hauwermeiren, Peter Verhaeghe, Pamela Klein, Donald deBethizy, Anthony Rosenberg, Ana Cespedes, Camilla Sylvest, Steve Krognés and James Michael Daly were present;
 - (e) 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
 - (f) the meeting was going to be held in English.

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

For the second item on the agenda of the meeting, Tim van Hauwermeiren (as Chief Executive Officer) and Karl Gubitz (as Chief Financial Officer) gave an update of the Company. Following the presentation, the attending shareholders were given the opportunity to ask questions.

Item 3 - The two thousand and twenty-three remuneration report (*advisory non-binding voting item*)

The Chairman explained that the shareholders are requested to give an advisory, non-binding vote on the two thousand and twenty-three remuneration report. The remuneration report explains how the remuneration policy (which was approved in

two thousand and twenty-one) has been applied in the financial year two thousand and twenty-three, and how the company has taken into account shareholders feedback on the two thousand and twenty-two remuneration report.

The Chairperson put the proposal on the two thousand and twenty-three remuneration report for an advisory, non-binding vote to the meeting and established that the proposal received a positive advisory vote.

Item 4a - Discussion of the two thousand and twenty-three annual report (discussion item)

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

Item 4b - Adoption of the two thousand and twenty-three annual accounts (voting item)

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

Item 4c - Corporate governance statement (discussion item)

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-three annual report. None of the shareholders present had any question relating to the corporate governance statement.

Item 4d - Allocation of losses of the Company in the financial year two thousand and twenty-three to the retained earnings of the Company (voting item)

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

Item 4e - Proposal to release the members of the Board from liability for their respective duties carried out in the financial year two thousand and twenty-three (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-three annual accounts or is otherwise disclosed to the meeting prior to the adoption of the two thousand and twenty-three 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.

Item 5 – Adoption of the remuneration policy (voting item)

The Chairperson informed the meeting that the Company's current remuneration policy was adopted at the annual general meeting of the Company in two thousand

and twenty-one. Under Dutch law, the remuneration policy will need to be adopted every four years. However, in order to align the Company's remuneration policy to its current needs and to address shareholder feedback in prior years 'say-on-pay' votes, the Company proposed a revised remuneration policy. The Chairperson noted that a seventy-five percent majority of the votes cast at the meeting is required to adopt the remuneration policy. If adopted, these adjustments would be effective as per the seventh day of May two thousand and twenty-four. If not adopted, the Company would be required to continue to apply the two thousand and twenty-one remuneration policy until a new policy is approved with a seventy-five percent majority.

The Chairperson referred to the Company's website for the full text of the remuneration policy, including extensive explanatory notes on the proposed adjustments and their rationale.

The Chairperson asked Dr. Don deBethizy (as chairman of the Company's Remuneration and Nomination Committee) to explain to the meeting the suggested changes to the remuneration policy. The attending shareholders were given the opportunity to ask questions to Dr. Don deBethizy and the other members of the Board.

The Chairperson then put the proposal to adopt the remuneration policy to the meeting and established that the resolution was not adopted.

Item 6 - appointment of Dr. Brian Kotzin as non-executive director for a period of four years (*voting item*)

The Chairperson informed the meeting that it is proposed to appoint Dr. Brian Kotzin 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-eight, 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 Dr. Brian Kotzin 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 appoint Dr. Brian Kotzin as non-executive director of the Board to the meeting and established that the resolution was adopted.

Item 7 – re-appointment of Peter Verhaeghe as non-executive director for a period of two years (*voting item*)

The civil-law notary attending the meeting, on behalf of the Chairperson, informed the meeting that it is proposed to re-appoint Peter Verhaeghe as a non-executive director of the Board with effect from the date of this meeting. He 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-six, which is the second year after the year of the re-appointment. Subsequently, he 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. He further noted that the Board had taken into consideration the skills, knowledge and expertise of Peter Verhaeghe which he built up during his career and his contribution and performance as non-executive director of the Company.

He then put the proposal to appoint Peter Verhaeghe as non-executive director of the Board to the meeting and established that the resolution was adopted.

Item 8 – re-appointment of Pamela Klein as non-executive director for a period of two years (*voting item*)

The Chairperson informed the meeting that it is proposed to re-appoint Pamela Klein 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-six, which is the second year after the year of the re-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 Pamela Klein which she built up during her career and her contribution and performance as non-executive director of the Company.

The Chairperson then put the proposal to appoint Pamela Klein as non-executive director of the Board to the meeting and established that the resolution was adopted.

Item 9 – 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 with regard to such (rights to subscribe for) shares (*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 (rights to subscribe for) shares. The Chairperson put the proposal to grant this authorisation to the Board to the meeting and established that the resolution was adopted.

Item 10 – Amendment of the articles of association of the Company and granting a proxy to each of the directors of the Company and employees of Freshfields Bruckhaus Deringer LLP in having the deed of amendment executed (*voting item*)

The Chairperson informed the meeting that it is proposed to partially amend the articles of association to change the statutory seat from Rotterdam to Amsterdam and – in view of a legislative proposal that was recently submitted to Dutch Parliament introducing the possibility for virtual only general meetings of Dutch legal entities – to already introduce the option of a virtual only meeting (subject to enactment of this legislative proposal). The Chairperson referred to the Company's website for the literal text of the proposed amendment. The proposal included a proxy to each member of the Board, as well as each, (deputy/assigned) civil law notary, lawyer and practice support lawyer officiating with Freshfields Bruckhaus Deringer LLP, Amsterdam office, to execute the deed of amendment of the articles of association.

The Chairperson put the proposal to partially amend the articles of association of the Company to the meeting and established that the resolution was adopted.

Item 11 - Appointment of Deloitte Accountants B.V. as external auditor of the Company for the financial year two thousand and twenty-four (*voting item*)

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

Item 12 - Appointment of Ernst & Young Accountants LLP as external auditor of the Company for the financial year two thousand and twenty-five (*voting item*)

The Chairperson noted that due to mandatory external auditor rotation under the Audit Regulation the Company's current external auditor, Deloitte Accountants B.V., can no longer be re-appointed beyond the financial year two thousand and twenty-four. In order to allow sufficient opportunity for a proper handover by Deloitte Accountants B.V. to the Company's next external auditor, the Board has initiated the selection and appointment process in two thousand and twenty-three and proposed the appointment of the next auditor for the two thousand and twenty-five financial year, so that Deloitte Accountants B.V and the next auditor have sufficient time to work together to ensure a seamless transition.

The Chairperson explained that following an extensive tender process by the Board's audit committee for the appointment of the external auditor, the Board proposed to appoint Ernst & Young Accountants LLP as the external auditor of the Company for the financial year two thousand and twenty-five.

The Chairperson put the proposal to appoint Ernst & Young Accountants LLP for the financial year two thousand twenty-five to the meeting and established that the resolution was adopted.

Item 13 - Any other business, announcements or questions

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

Item 14 - 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.

Voting results.

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

Final.

In witness of the proceedings in the meeting the original of this deed, which shall be retained by Dirk-Jan Jeroen Smit, civil law notary aforementioned, was executed in Amsterdam, the Netherlands, on the [*] day of [*] two thousand and twenty-four.