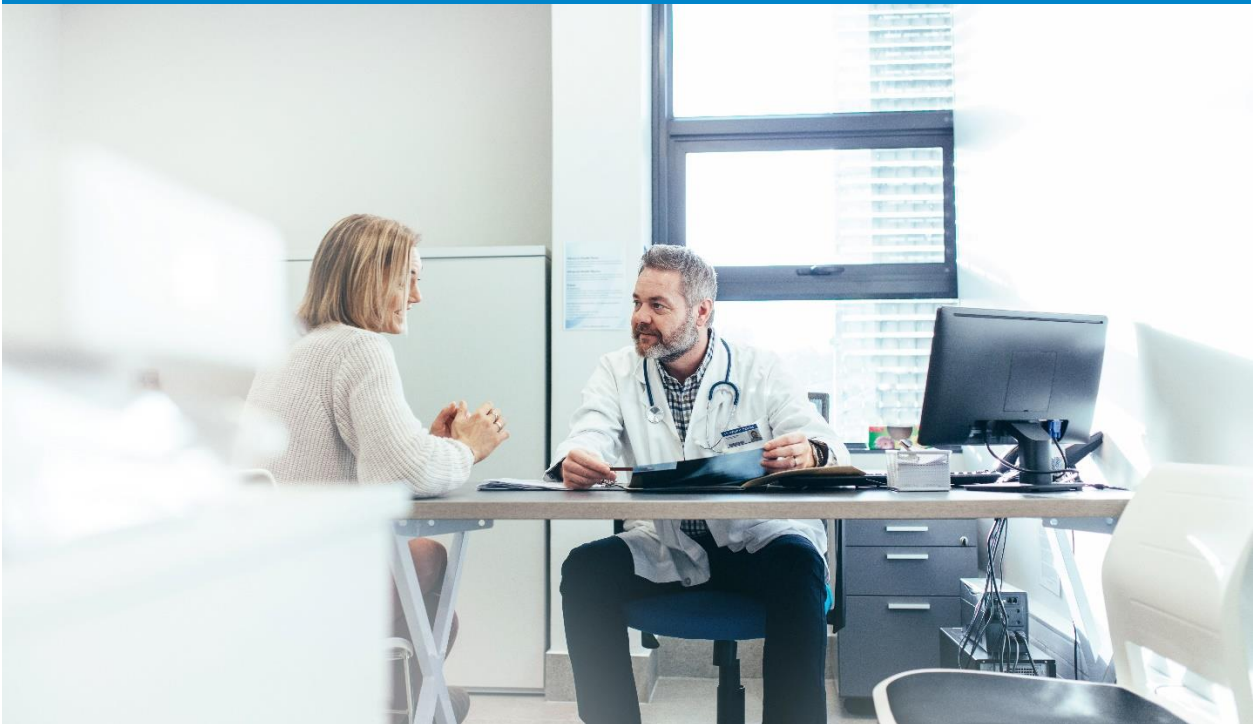


Forbion Policy for Responsible Investments



Forbion.

General Statement



As venture investor in the life sciences space, we believe that Environment, Social and Governance (ESG) issues are important and can affect the performance of investment portfolios. We therefore commit to the ESG principles as described in this policy.



Forbion supports a sustainable global financial system and therefore is a signatory to the United Nations Principles for Responsible Investment (Appendix I), alongside more than 1800 institutional investors, banks and asset managers from over 50 countries.



In making its investments, Forbion considers the impact of its decisions on patients and society. Forbion, in particular, contributes to two of the Sustainable Development Goals (SDG) set by the United Nations: “to ensure health and well-being for all” (SDG 3) and “to promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all” (SDG 8).

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1. Environmental



1.1 Climate Change

As part of our Responsible Investment Policy, we intend not to invest in companies that disproportionally make use of energy resources when developing or producing their products. More specifically we will not invest in companies that produce products that are disproportionally energy intensive.

1.2 Hazardous Waste

As part of our Responsible Investment Policy, we intend not to invest in companies that produce products that lead to an irresponsible burden on the environment. In particular, we aim to invest in companies that comply with all regulatory standards and require them to report to the relevant authorities according to the required regulations.

1.3 Nuclear Energy

As part of our Responsible Investment Policy, we intend not to invest in companies that are engaged in producing nuclear power or handle nuclear waste products from this industry. We will allow the relevant use of products generated with nuclear power plants for medical use, for instance medical isotopes for the diagnosis and detection of diseases and the treatment thereof.

1.4 Sustainability

As part of our Responsible Investment Policy, we intend not to invest in companies that produce or develop products in a way that we consider unsustainable. In particular, we will focus on the appropriate use of raw

materials, appropriate waste handling according to the environmental laws and regulations. Furthermore, we will avoid investing in production systems that lead to disproportionate energy consumption.

2. Social



2.1 Diversity

As part of our Responsible Investment Policy, we intend not to invest in companies that clearly and openly do not respect the diversity of the social environment. We intend not to invest in companies that display active policies against diversity in age, gender, religious believe or race. In general, we will endorse our invested companies to adhere to the principles of the United Nations, The Global Compact (www.unglobalcompact.org).



2.2 Human Rights

As part of our Responsible Investment Policy, we will avoid investing in companies which clearly and openly do not respect human rights, or which are located in countries that clearly and openly violate human rights. For evaluating this aspect, we will amongst others consider the comments of organizations like Human Rights Watch as a basis for country evaluation.



2.3 Consumer Protection

As part of our Responsible Investment Policy, we intend not to invest in companies that do not properly ensure the safety and well-being of consumers and/or patients they are working with in

either developing, testing, or selling their products. In particular, we intend not to invest in companies that do not comply with local regulations relating to consumer or patient information.

2.4 Sin Stocks

As part of our Responsible Investment Policy, we will avoid investing in companies that are engaged in activities that are deemed sinful. In particular, we will avoid investing in companies that are engaged in production or marketing of tobacco, gambling, adult industry, alcohol or weapons. We also aim to adhere to the International Finance Corporation (IFC) Exclusion List and will avoid investing in companies active in areas described on this list. The full list is Appendix to this Policy (Appendix 2).



2.5 Animal Welfare

As part of our Responsible Investment Policy, we intend not to invest in companies that do not respect the physical and psychological well-being of animals according to the regulations set by the local governments.

Development (OECD) and see to it that the rights of shareholders and board are embedded and described in transparent shareholders agreements. To endorse transparent financial reporting, the formation of an audit committee will be endorsed. Furthermore, we will endorse that the financial audit will be done by an independent auditor in order to establish an independent and transparent reporting on the financial state of the company. We will also endorse the formation of a remuneration committee to ensure transparency regarding the remuneration of senior management.



3.2 Employee Relations

As part of our Responsible Investment Policy, we intend not to invest in companies that do not respect their employees and or actively create an atmosphere with a lack of transparency and open communication. If needed and appropriate we will endorse exit interviews to monitor proper executive behaviour.

Within our own team we intend to respect our employees, and actively create an atmosphere of transparency and open communication. Specifically, we intend to have meetings on all levels to ensure that the open communication is effective and well maintained.

3. Governance



3.1 Management Structure

As part of our Responsible Investment Policy, we intend not to invest in companies that do not respect the foundations and/or best practice of proper corporate governance. In this respect we take as reference the best practices of corporate governance for private companies as described by International Finance Corporation (IFC) and Organization for Economic Co-operation and

3.3 Executive Compensation

As part of our Responsible Investment Policy, we intend not to invest in companies that have executives with excessive compensation packages relative to their skill set and scarcity in the market. Specifically, we will take into account non-cash contributions such as options and warrants and ensure they are in conformity with general market practice. In general, we will endorse the formation of a remuneration committee that advises on the remuneration of Senior Management and reports and/or advises directly to the board.

4. Fund Governance



4.1 Fund Governance

The fund governance is aimed to align interests between LPs and the GP. Forbion is a member of the European Private Equity and Venture Capital Association (EVCA) and aims to adhere to the EVCA guidelines. Furthermore, Forbion is a member of Invest Europe and aims to adhere to the Invest Europe guidelines. The fund governance is transparently agreed in the Limited Partnership agreement.

5. Impact

5.1 Impacting the Future of Medicine

In making its investments, Forbion will consider the impact of its decisions on patients and society by focusing on:

- Addressing high and unmet medical needs
- Improving patients' (quality of) lives
- Driving down costs of healthcare

Forbion contributes to the Sustainable Development Goals (SDG), which are a collection of 17 global goals set by the United Nations. In particular, Forbion contributes to the sustainable development goal of health and wellbeing (SDG 3) and to the development goal of decent work and economic growth (SDG 8). Most of Forbion's investments work towards some of the specific targets mentioned for these areas of focus.



In order to monitor impact and drive accountability, Forbion developed a framework, which scores the impact of companies across 7 criteria (Appendix 3). The criteria consider both ESG and life science specific factors and the weighted average score results in an overall score of impact.

6. Process and Organization

6.1 Internal

In 2012 Forbion established the Forbion Responsible Investments Committee (FRIC) and since 2012 the Forbion Policy of Responsible Investments has been embedded in the investment selection of the portfolio companies. Currently the FRIC consists of the following persons:

Forbion Responsible Investment Committee

	Member	Role
	Geert-Jan Mulder MD, co-founding partner of Forbion	Chairman
	Robbert van de Griendt MSc, Head of Investor Relations & ESG	Member
	Machteld Groeneveld, LLM EMBA Legal Counsel & Compliance Officer	Member

FRIC ensures that the Forbion Policy for Responsible Investments is implemented in the investment and selection process conducted by the Forbion investment managers. The Investment Manager reports on all relevant impact and ESG elements by completing the Impact Score (Appendix 3) and ESG Check List (Appendix 4), respectively. As of 2018, the impact evaluation, including a tally of the number of jobs created and the number of patients treated, will be re-assessed annually.

6.2 External

The investment manager ensures that the management of the portfolio company understands and adheres to the Forbion Policy for Responsible Investments.

7. SFDR

To comply with the sustainable finance disclosure regulation (**SFDR**)¹, Forbion makes the following disclosures.

Integration of sustainability risks

A sustainability risk means "an environmental, social or governance event or condition that, if it occurs, could cause an actual or potential material negative impact on the value of the investment".

Before an investment decision is made on behalf of a fund that Forbion manages, an investment decision process is followed as detailed in the Administrative Organization and Internal Control guide of Forbion. Part of the investment decisions process is that the risk management function of Forbion assess the risks attached to a potential investment opportunity, which includes sustainability risks. Identified sustainability risks are taken into account by the investment committee and the board of Forbion when making investment decisions.

In addition, Forbion pays staff a combination of fixed remuneration and variable remuneration (including a possible bonus). Variable remuneration for relevant staff also takes into account compliance with all policies and procedures which are in effect within Forbion, including those relating to taking into account sustainability risks on the investment decision making process.

Employees are made aware of the applicable policies and procedures and are required to execute an adherence form acknowledging that they will comply with the policies.

No consideration of sustainability adverse impacts

In accordance with article 4 sub 1 (b) of the SFDR, Forbion states that it does not consider adverse impacts of investment decisions on sustainability factors as set forth in article 4 sub 1 (a) of the Disclosure Regulation and therefore does not make the disclosures as described in article 4 sub 1 (a) of the SFDR. Given the small size of the organisation of

Forbion, such disclosure as set forth in article 4 sub 1 (a) of the SFDR and the administrative burden in connection therewith would not be proportional.

Fund level disclosures

For the purposes of article 10(1) of the SFDR, Forbion considers that Forbion Growth Opportunities Fund I C.V. (the **Fund**) is a financial product which promotes, among other characteristics, environmental and social characteristics as referred to in article 8 SFDR, and in this respect makes the following disclosures:

i. Environmental and Social Characteristics

The relevant environmental and social characteristics promoted by the Fund are set forth in paragraph 1.1 to 2.5 above.

ii. Good Governance

The policy of Forbion regarding good governance of portfolio companies is set forth in 3.1 to 3.3 above.

iii. How the Environmental and Social Characteristics Are Met

During the investment process, Forbion verifies whether a proposed investment meets the characteristics as set forth in paragraph 1.1 to 2.5 above, in the manner as set forth in paragraph 6.

iv. Methodologies Used to Assess, Measure and Monitor the Environmental and Social Characteristics or the Impact of the Sustainable Investments

The methodologies used to assess, measure and monitor whether proposed investments meet the environmental and social characteristics referred to in paragraph 1.1 to 2.5 is set forth in paragraph 6 and Appendix 4

¹ Regulation (EU) 2019/2088.

Appendix 1: The Six Principles for Responsible Investment



As institutional investors, we have a duty to act in the best long-term interests of our beneficiaries. In this fiduciary role, we believe that environmental, social, and corporate governance (ESG) issues can affect the performance of investment portfolios (to varying degrees across companies, sectors, regions, asset classes and through time). We also recognize that applying these Principles may better align investors with broader objectives of society. Therefore, where consistent with our fiduciary responsibilities, we commit to the following:

PRINCIPLE 1

WE WILL INCORPORATE ESG ISSUES INTO INVESTMENT ANALYSIS AND DECISION-MAKING PROCESSES.

PRINCIPLE 2

WE WILL BE ACTIVE OWNERS AND INCORPORATE ESG ISSUES INTO OUR OWNERSHIP POLICIES AND PRACTICES.

PRINCIPLE 3

WE WILL SEEK APPROPRIATE DISCLOSURE ON ESG ISSUES BY THE ENTITIES IN WHICH WE INVEST.

PRINCIPLE 4

WE WILL PROMOTE ACCEPTANCE AND IMPLEMENTATION OF THE PRINCIPLES WITHIN THE INVESTMENT INDUSTRY.

PRINCIPLE 5

WE WILL WORK TOGETHER TO ENHANCE OUR EFFECTIVENESS IN IMPLEMENTING THE PRINCIPLES.

PRINCIPLE 6

WE WILL EACH REPORT ON OUR ACTIVITIES AND PROGRESS TOWARDS IMPLEMENTING THE PRINCIPLES.

The Principles for Responsible Investment were developed by an international group of institutional investors reflecting the increasing relevance of environmental, social and corporate governance issues to investment practices. The process was convened by the United Nations Secretary-General. In signing the Principles, we as investors publicly commit to adopt and implement them, where consistent with our fiduciary responsibilities. We also commit to evaluate the effectiveness and improve the content of the Principles over time. We believe this will improve our ability to meet commitments to beneficiaries as well as better align our investment activities with the broader interests of society. We encourage other investors to adopt the Principles.

Appendix 2: International Finance Corporation (IFC) Exclusion list



- Production or trade in any product or activity deemed illegal under host country laws or regulations or international conventions and agreements, or subject to international bans, such as illegal pharmaceuticals, pesticides/herbicides, ozone depleting substances, PCB, wildlife or products regulated under CITES.
- Production or trade in weapons and munitions.¹
- Production or trade in alcoholic beverages (excluding beer and wine).¹
- Production or trade in tobacco.¹
- Gambling, casinos and equivalent enterprises.¹
- Production or trade in radioactive materials. This does not apply to the purchase of medical equipment, quality control (measurement) equipment and any equipment where IFC considers the radioactive source to be trivial and/or adequately shielded.
- Production or trade in unbonded asbestos fibers. This does not apply to purchase and use of bonded asbestos cement sheeting where the asbestos content is less than 20%.
- Drift net fishing in the marine environment using nets in excess of 2.5 km. in length.

A reasonableness test will be applied when the activities of the project company would have a significant development impact but circumstances of the country require adjustment to the Exclusion List. All financial intermediaries (FIs), except those engaged in activities specified below*, must apply the following exclusions, in addition to IFC's Exclusion List:

- Production or activities involving harmful or exploitative forms of forced labor²/harmful child labor.³
- Commercial logging operations for use in primary tropical moist forest.
- Production or trade in wood or other forestry products other than from sustainably managed forests.

*When investing in micro-finance activities, FIs will apply the following items in addition to the IFC Exclusion List:

- Production or activities involving harmful or exploitative forms of forced labor²/harmful child labor.³
- Production, trade, storage, or transport of significant volumes of hazardous chemicals, or commercial scale usage of hazardous chemicals. Hazardous chemicals include gasoline, kerosene, and other petroleum products.
- Production or activities that impinge on the lands owned, or claimed under adjudication, by Indigenous Peoples, without full documented consent of such peoples.

Trade finance projects, given the nature of the transactions, will apply the following items in addition to the IFC Exclusion List:

- Production or activities involving harmful or exploitative forms of forced labor²/harmful child labor.³

Footnotes

¹ This does not apply to project sponsors who are not substantially involved in these activities. "Not substantially involved" means that the activity concerned is ancillary to a project sponsor's primary operations.

² Forced labor means all work or service, not voluntarily performed, that is extracted from an individual under threat of force or penalty.

³ Harmful child labor means the employment of children that is economically exploitive, or is likely to be hazardous to, or to interfere with, the child's education, or to be harmful to the child's health, or physical, mental, spiritual, moral, or social development.

Appendix 3: SUCCESS Impact Factor scoring system

CATEGORY	DEFINITION OF SCORING				
	5	4	3	2	1
S everity of disease	Life Threatening	Debilitating	Considerable impact on QOL	Modest impact on QOL	Life style interaction
U nmet medical need	No alternative treatment	Very considerable treatment advantage	Considerable treatment advantage	Modest treatment advantage	No treatment advantage
C ost-Savings potential	Evident	Very considerable	Considerable	Modest	Minute
C urative potential	Cure / disease modification	Clinical meaningful change	Severe symptom relief	Mild/moderate symptom relief	Minimal Important Difference
E SG considerations	Fully integrated by company	Implementation toward compliance in place	Resolve minor non-compliance issues, plan in place	Overcoming major non-compliance issues	Non-compliant
S ize of addressable patient population	>5 M	1-5 M	0.1-1M	1000-0.1M	0-1000
S ignificance of innovation	Visionary Paradigm shift	Very Considerable (e.g. new MOA)	Considerable (e.g. add-on, repositioning)	Modest (e.g. reformulation)	None (e.g. me-too)

	score	justification
S everity of disease		
U nmet medical need		
C ost-Savings potential		
C urative potential		
E.S.G.		
S ize of addressable patient population		
S ignificance of innovation		

#Employees	
#Forbion board members	
#Female management / board	
#Patients treated	
Sustainable Development Goals	

Appendix 4: Forbion Environment, Social and Governance (ESG)

Company:

Forbion.

Forbion ESG Check list

Environmental	Content	Yes / No
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Climate	The company's management confirms that the company will develop and/or produce its products without causing disproportional use of energy, in particularly emitting substantial quantities of carbon dioxide and/or ethanol or other relevant greenhouse gasses.	
Hazardous Waste	The company's management confirms that the company conducts and will conduct its production process(es) and waste handling in compliance with local environmental and regulatory requirements.	
Nuclear Energy	The company's management confirms that the company is not and will not be active in the production of nuclear energy and/ or is active in handling waste products stemming from the production of mass nuclear power, with the exception of radio-active products for medical use in treatment or diagnoses of disease.	
Sustainability	The company's management confirms that the company does not and will not develop or produces, products in a way that is considered non-sustainable. In particular, and to the best of our knowledge, there is no disproportional use of rare materials and the company is has a postive attitude towards recycling of materials according to local standards.	

Social	Content	Yes / No
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Diversity	The company management confirms that they respect the diversity of its employees and has no and will not have active policy against social diversity.	
Human rights	The management of the company confirms that they respect and will continue to respect human rights and that the country it is residing in does also respect the human rights.	
Consumer protection	The management of the company confirms it does not and will not jeopardize the safety and well-being of its consumers and patients in testing and developing its products. Furthermore management confirms that the company complies with the relevant laws and regulations regarding patient and or consumer information.	
Sin Stock	The management of the company confirms that the company is not active in the production or marketing of tobacco products, gambling, adult industry, alcohol or weapons, nor in any of the activities on the Exclusion List of the International Finance Corporation and will not become active therein.	
Animal Welfare	The management of the company confirms that it is the company its policy to respect and will continue to respect the physical and psychological welfare of animals in accordance with the regulations set by the local relevant authorities.	

Governance	Content	Yes/No
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Management Structure	The management of the company confirms that the company is set up and organized in a proper way, in accordance with best practice of proper corporate governance and respecting the best practices of corporate governance for private companies as described by International Finance Corporation and Organization for Economic Co-Operation and Development.	
Management Structure	The management of the company confirms that an audit committee has been appointed/ will be appointed.	
Management Structure	The management of the company confirms that a remuneration committee has been appointed/ will be appointed.	
Management Structure	The management of the company confirms that an independent auditor has been appointed/will be appointed.	
Employee Relations	The management of the company confirmst that they believe there is an atmosphere of transparency and open communication within the company, supported by meetings on the relevant levels to maintain an open communication and will continue to foster such.	
Executive Compensation	The management of the company confirms that the company has not employed and will not employ executives, or other personnel, with excessive compensation packages relative to their skill set and scarcity in the market.	

Process/Organization	Content	Yes/No
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Information	The management of the company confirms it will periodically report on requested ESG related indicators.	
External	The management of the company confirms that it is aware of and adheres to the Forbion Policy on Responsible Investment.	

Company Management: Name, Date, Signature