

**POLICY ON BILATERAL DIALOGUE  
INFLARX N.V.**

**version 02 as of 31 October 2023**

**INTRODUCTION**

**Article 1**

- 1.1** This document sets out the Company's policy on Bilateral Dialogue with the Company's shareholders.
- 1.2** This policy is complementary to, and subject to, the Company's articles of association, the internal rules of the Board of Directors and applicable laws and regulations.
- 1.3** This policy shall be posted on the Website.

**DEFINITIONS AND INTERPRETATION**

**Article 2**

- 2.1** In this policy the following definitions shall apply:

<b>Article</b>	An article of this policy.
<b>Bilateral Dialogue</b>	Any dialogue between the Company on the one hand and one or more of its shareholders on the other hand, taking place outside the General Meeting.
<b>Board of Directors</b>	The Company's board of directors.
<b>Company</b>	InflaRx N.V.
<b>Director</b>	A member of the Board of Directors.
<b>Executive Director</b>	An executive Director.
<b>General Meeting</b>	The Company's general meeting of shareholders.
<b>Non-Executive Director</b>	A non-executive Director.
<b>Website</b>	The Company's website.

- 2.2** Terms that are defined in the singular have a corresponding meaning in the plural.
- 2.3** Words denoting a gender include each other gender.
- 2.4** Except as otherwise required by law, the term "in writing" includes the use of electronic means of communication.

**BILATERAL DIALOGUE**

**Article 3**

- 3.1** The Company endorses the importance of dialogue and regular interaction between the Company and its shareholders.
- 3.2** Dialogue and interaction during the General Meeting would safeguard the general principle reflected in Article 3.1 and, therefore, shareholders are encouraged to attend and exercise their

voting rights at General Meetings. Nevertheless, circumstances may occur (including those referred to in Article 3.1) when Bilateral Dialogue taking place outside a General Meeting could be conducive to the interests of the Company and its business.

- 3.3** The Company may commence Bilateral Dialogue out of its own initiative, or comply with a request from one or more shareholders to enter into Bilateral Dialogue. Shareholders are expected to be constructive when engaging in Bilateral Dialogue.
- 3.4** If the Board of Directors believes that Bilateral Dialogue would not be in the best interests of the Company and its business on a specific occasion, the Company shall be free:
- a.** to reject a request for Bilateral Dialogue;
  - b.** to terminate Bilateral Dialogue at any point in time; or
  - c.** not to initiate Bilateral Dialogue.
- 3.5** In order to enable the Company to assess whether Bilateral Dialogue initiated or requested by one or more shareholders could be in, or inconsistent with, the Company's best interests, the Company may request such shareholder(s) to provide the Company in advance, and in writing, with all relevant information regarding the purpose of the Bilateral Dialogue so requested (including the topic(s) of such Bilateral Dialogue), and the views of such shareholder(s) on the matters to be discussed during such Bilateral Dialogue, such shareholder's shareholding and other financial interests in the Company and such shareholder's long and short positions in respect of the Company (in each case including through derivative instruments).
- 3.6** To the extent possible and practicable, the Company shall be represented by at least one Director (or another individual designated by the Board of Directors) in any Bilateral Dialogue.
- 3.7** The Company may involve its Investor Relations department in any Bilateral Dialogue, as well as such other officers of the Company and/or advisors as the Company deems appropriate.
- 3.8** The Executive Directors shall regularly (and at least annually) inform and consult the Non-Executive Directors on the process and content of any relevant Bilateral Dialogue.

## **AMENDMENTS AND DEVIATIONS**

### **Article 4**

Pursuant to a resolution to that effect, the Board of Directors may amend or supplement this policy and allow temporary deviations from this policy.

## **GOVERNING LAW AND JURISDICTION**

### **Article 5**

This policy shall be governed by and shall be construed in accordance with the laws of the Netherlands. Any dispute arising in connection with this policy shall be submitted to the exclusive jurisdiction of the competent court in Amsterdam.