

**Minutes**  
of the  
**Extraordinary General Meeting**  
of  
**VectivBio Holding AG**  
(the **Company**)

held on

**Thursday, September 2, 2021, at 2 p.m. CEST / 8 a.m. EDT**

at the

Headquarters of VectivBio Holding AG  
Aeschenvorstadt 36, 4051 Basel, Switzerland

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## I. Agenda

1. Election of New Directors
  - 1.1. Election of Paul Rutherford Carter
  - 1.2. Election of Dr. Murray Willis Stewart

## II. Business Transacted and Resolutions Passed

Luca Santarelli (the **Chairperson**), member of the board of directors, opens and chairs the extraordinary general meeting of shareholders (the **Meeting**).

The Chairperson appoints Ms. Nathalie Lenzin as secretary and vote counter.

The Chairperson explains that, due to the continuing exceptional circumstances resulting from the coronavirus (COVID-19) pandemic, and in accordance with the Ordinance 3 of the Swiss Federal Council regarding measures on combatting COVID-19 (the **COVID-19 Ordinance 3**), today's Meeting is held without the personal attendance of shareholders.

The Chairperson welcomes Mr. Eric Buis, who represents the Company's independent proxy, Buis Bürgi AG, Zurich.

The Chairperson informs the Meeting that, due to the continuing COVID-19 pandemic and the travel restrictions in various jurisdictions, the other members of the board of directors have chosen not to attend the Meeting.

The Chairperson informs the Meeting that the invitation to the Meeting was published in the Swiss Official Gazette of Commerce on August 12, 2021, and has also been sent to the shareholders registered as shareholders with voting rights in the Company's share register as of the record date.

The Chairperson states that today's Meeting has therefore been convened in due form and time. The Meeting can decide on all matters on the agenda. No shareholder has requested that any further items be added to the agenda.

A total of 16,358,153 ordinary shares with a nominal value of CHF 0.05 each, representing an aggregate nominal value of CHF 817,907.65 and 46.55% of the ordinary shares entitled to vote, are represented at today's Meeting. In accordance with the COVID-19 Ordinance 3, all of these ordinary shares are represented by the independent proxy.

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### **Agenda Item No. 1 – Election of New Directors**

The board of directors proposes to elect Paul Rutherford Carter as new member of the board of directors for a term of office until completion of the 2022 Annual General Meeting of the Company.

The board of directors further proposes to elect Dr. Murray Willis Stewart as new member of the board of directors for a term of office until completion of the 2022 Annual General Meeting of the Company.

The Chairperson explains that elections are held individually. All candidates have confirmed their acceptance of such election in advance of the Meeting.

#### **Agenda Item No. 1.1 – Election of Paul Rutherford Carter**

The Chairperson states that the Meeting has elected Paul Rutherford Carter as member of the board of directors for a term of office until completion of the 2022 Annual General Meeting with 16,353,993 votes (99.97% of all ordinary shares represented) in favor, 4,160 votes (0.03%) against and 0 (0%) abstentions.

#### **Agenda Item No. 1.2 – Election of Dr. Murray Willis Stewart**

The Chairperson states that the Meeting has elected Dr. Murray Willis Stewart as member of the board of directors for a term of office until completion of the 2022 Annual General Meeting with 16,356,309 votes (99.99% of all ordinary shares represented) in favor, 1,844 votes (0.01%) against and 0 (0%) abstentions.

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As there is no other business to be transacted, the Chairperson closes the meeting at 2:05 p.m. CEST / 8:05 a.m. EDT.

Basel, September 2, 2021

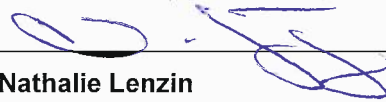
**The Chairperson**



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**Luca Santarelli**

**The Secretary**



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**Nathalie Lenzin**