

CURRENT REPORT 22/2021

July, 8 2021

Conclusion of the share donation agreement between the Company and President of the Management Board and main shareholder of the Company in execution of a non-diluting incentive program in the Company

The Management Board of Ryvu Therapeutics S.A. ("Company") hereby informs that on July 8, 2021, shareholder Paweł Przewięźlikowski - President of the Management Board and main shareholder of the Company who holds a total of 4,990,880 shares of the Company, concluded a donation agreement with the Company ("Agreement"), by which he has donated to the Company 1,041 329 Series B shares ("Shares"). The Agreement was concluded to the implementation of a non-diluting incentive program for employees and associates of the Company ("Stock Grant Program"). The Company informed about the establishment of the Stock Grant Program in the current report No. 10/2021 of April 20, 2021.

The Shares will be transferred to the Company free of charge (the Company will not incur any cash costs – detailed information on the impact of the Stock Grant Program on the Company's financial statements was published in the current report No. 13/2021 of May 13, 2021).

Persons entitled to participate in the Stock Grant Program will be required to remain in a business relationship with the Company and not to dispose the Shares under the Stock Grant Program, within a period of not less than 12 months and not longer than 36 months from the date of purchase of the Shares, subject to exceptional situations when the employee could be released from these obligations.

In the opinion of the Management Board of the Company, bearing in mind the assumptions and objectives of the Company's Stock Grant Program, which are: ensuring optimal conditions for long-term growth of the Company's value by creating a general employee shareholding, as well as increasing the motivation of employees and associates, and due to the non-diluting nature of the Program, the conclusion of the Agreement is purposeful and justified and is in the interest of the Company and its minority shareholders.

Legal basis: art. 17 ust. 1 MAR

Representatives of the Company:

- Paweł Przewięźlikowski – President of the Management Board
- Tomasz Nocuń – Proxy