

RESOLUTION No 1

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on electing the Chairperson of the Ordinary Shareholders Meeting of the Company

§ 1

The Ordinary Shareholders Meeting of the Company hereby appoints [] as Chairman of the Ordinary Shareholders Meeting of the Company.

§ 2

The resolution shall enter into force upon its adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The resolution is a procedural resolution.

RESOLUTION No 2

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the adoption of the agenda of the Ordinary Shareholders Meeting of the Company

§ 1

The Ordinary Shareholders Meeting of the Company adopts the agenda of the Ordinary Shareholders Meeting of the Company as follows:

1. Opening of the Ordinary Shareholders Meeting.
2. Election of the Chairman of the Ordinary Shareholders Meeting.
3. To declare that the Ordinary Shareholders Meeting has been duly convened and is capable of passing binding resolutions.
4. Adoption of the agenda of the Ordinary Shareholders Meeting.
5. Presentation of the financial results of the Company and the Captor Therapeutics S.A. Group.
6. Adoption of a resolution giving an opinion on the remuneration report prepared by the Company's Supervisory Board.
7. Presentation of the report of the Company's Supervisory Board for 2022 and adoption of a resolution on its approval.

8. Consideration of the non-consolidated financial statements of Captor Therapeutics S.A. for 2022 and adoption of a resolution to approve them.
9. Consideration of the consolidated financial statements of the Captor Therapeutics S.A. Group for 2022 and adoption of a resolution to approve them.
10. Consideration of the report of the Management Board on the activities of Captor Therapeutics S.A. and the Captor Therapeutics S.A. Group for the period from 1 January to 31 December 2022, as contained in the annual report of the Captor Therapeutics S.A. Group, and adoption of a resolution to approve it.
11. Adoption of a resolution on the coverage of the net loss for the financial year 2022.
12. Adoption of resolutions on the discharge of all members of the Company's Management Board in office during the 2022 financial year.
13. Adoption of resolutions on the discharge of all members of the Company's Supervisory Board in office during the financial year 2022.
14. Closing of the Ordinary Shareholders Meeting.

§ 2

The resolution shall enter into force upon its adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The resolution sets out the agenda for the meeting - the rationale as to the individual resolutions listed on the agenda is set out below.

RESOLUTION No 3

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on giving an opinion on the remuneration report prepared by the Supervisory Board of Captor Therapeutics S.A. for the year 2022

§ 1

The Ordinary Shareholders Meeting of the Company - after consideration - gives a positive opinion on the remuneration report prepared by the Supervisory Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The requirement for the Ordinary Shareholders Meeting of the Company to give an opinion on the remuneration report prepared by the Supervisory

Board of the Company is based on Article 90g(6) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and Public Companies.

RESOLUTION No 4

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the approval of the report of the Supervisory Board of Captor Therapeutics S.A. for the year 2022

§ 1

The Ordinary Shareholders Meeting of the Company - after consideration - approves the report of the Supervisory Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year. The approval of this report is due to the corporate governance principles applied by the Company (DPSN 2021).

RESOLUTION No 5

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the approval of the separate financial statements of Captor Therapeutics S.A. for 2022

Pursuant to Article 393 (1) and art. 395 § 2 (1) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company - after consideration - approves the separate financial statements of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022 showing a net loss of PLN 35,746,054.82 and total assets of PLN 110,598,416.59.

§ 2

The resolution comes into force upon adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closing of the Company's financial year, which should be carried out by the Ordinary Shareholders Meeting of the Company, inter alia, in accordance with art. 395 § 2 (1) of the Commercial Companies Code.

RESOLUTION No 6

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the approval of the consolidated financial statements of the Captor Therapeutics S.A. Group for 2022

Pursuant to Article 395 § 5 of the Commercial Companies Code and Article 63c §4 of the Accounting Act, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company - after consideration - approves the consolidated financial statements of the Captor Therapeutics S.A. Group for the period from 1 January 2022 to 31 December 2022 showing a net loss of PLN 35,893,999.04 and total assets of PLN 113,000,231.31.

§ 2

The resolution comes into force upon adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closing of the Company's financial year, which should be carried out by the Ordinary Shareholders Meeting of the Company, inter alia, in accordance with Art. 395 § 2 (1) of the Commercial Companies Code and Article 63c § 4 of the Accounting Act.

RESOLUTION No 7

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the approval of the report of the Management Board on the activities of Captor Therapeutics S.A. and the Captor Therapeutics S.A. Group for the period from 1 January to 31 December 2022, as contained in the annual report of the Captor Therapeutics S.A. Group.

Pursuant to Article 393 (1) and art. 395 § 2 (1) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company - after consideration - approves the report of the Management Board on the activities of Captor Therapeutics S.A. and the Captor Therapeutics S.A. Group for the period from 1 January to 31 December 2022, as contained in the Annual Report of the Captor Therapeutics S.A. Group.

§ 2

The resolution comes into force upon adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closing of the Company's financial year, which should be carried out by the Ordinary Shareholders Meeting of the Company, inter alia, in accordance with art. 395 § 2 (1) of the Commercial Companies Code.

RESOLUTION No 8

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the coverage of the loss for the period from 1 January 2022 to 31 December 2022

Pursuant to Article 395 § 2 (2) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

In view of the fact that Captor Therapeutics S.A. incurred a net loss of PLN 35,746,054.82 in the period from 1 January 2022 to 31 December 2022, the Ordinary Shareholders Meeting resolves to cover the loss from future profits of Captor Therapeutics S.A.

§ 2

The resolution shall enter into force upon adoption.

REASON FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closing of the Company's financial year, which should be carried out by the Ordinary Shareholders Meeting of the Company, inter alia, in accordance with art. 395 § 2 (2) of the Commercial Companies Code.

RESOLUTION No 9

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on granting a discharge to Mr Thomas Shepherd in respect of the performance of his duties as a member of the Company's Management Board

Pursuant to Article 393 (1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Thomas Shepherd a discharge for the performance of his duties as a member of the Board of Directors of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 (3) of the Commercial Companies Code.

RESOLUTION No 10

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on granting a discharge to Mr Michał Walczak in respect of the performance of his duties as a member of the Management Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Michał Walczak a discharge of his duties as a member of the Management Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution shall enter into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 (3) of the Commercial Companies Code.

RESOLUTION No 11

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on granting a discharge to Mr Radosław Krawczyk for the performance of his duties as a member of the Management Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Radosław Krawczyk discharge for the performance of his duties as a member of the Management Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 (3) of the Commercial Companies Code.

RESOLUTION No 12

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on granting discharge to Mr. Paul Holstinghausen Holsten in respect of the performance of his duties as a member of the Supervisory Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Paul Holstinghausen Holsten discharge for the performance of his duties as a member of the Supervisory Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 point. 3 of the Commercial Companies Code.

RESOLUTION No 13

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on granting a discharge to Mr Robert Florczykowski in respect of the performance of his duties as a member of the Supervisory Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary General Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Robert Florczykowski discharge for the performance of his duties as a member of the Supervisory Board of Captor Therapeutics S.A. for the period from 5 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 point. 3 of the Commercial Companies Code.

RESOLUTION No 14

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" Joint Stock Company

with its registered seat in Wrocław (the "Company")

of 26 June 2023

on granting a discharge to Mr Florent Gros in respect of the performance of his duties as a member of the Supervisory Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Florent Gros discharge for the performance of his duties as a member of the Supervisory Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 (3) of the Commercial Companies Code.

RESOLUTION No 15

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on granting a discharge to Mr Krzysztof Samotij in respect of the performance of his duties as a member of the Supervisory Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Krzysztof Samotij discharge for the performance of his duties as a member of the Supervisory Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution comes into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 (3) of the Commercial Companies Code.

RESOLUTION No 16

Ordinary Shareholders Meeting

a company with the business name: "Captor Therapeutics" S.A.

with its registered seat in Wrocław (the "Company")

date 26 June 2023

on the acknowledgement of the fulfilment of duties by Mr Maciej Wróblewski, Member of the Supervisory Board of the Company

Pursuant to Article 393 (1) and art. 395 § 2 (3) of the Commercial Companies Code, the Ordinary Shareholders Meeting of the Company, hereby resolves as follows:

§ 1

The Ordinary Shareholders Meeting of the Company grants Mr Maciej Wróblewski discharge for the performance of his duties as a member of the Supervisory Board of Captor Therapeutics S.A. for the period from 1 January 2022 to 31 December 2022.

§ 2

The resolution shall enter into force upon adoption.

JUSTIFICATION FOR ADOPTION OF THE RESOLUTION: The adoption of the resolution is related to the closure of the Company's financial year in accordance with Article 395 § 2 (3) of the Commercial Companies Code.