

Minutes of the
Annual General Meeting

of

AFFIMED N.V.

held on Tuesday, 4 August 2020

at:

the Sheraton Amsterdam Airport Hotel and Conference Center,
municipality of Haarlemmermeer (Schiphol Airport), the Netherlands

Minutes of the annual general meeting (the "**AGM**") of Affimed N.V. (the "**Company**") held on 4 August 2020 at the Sheraton Amsterdam Airport Hotel and Conference Center, municipality of Haarlemmermeer (Schiphol Airport), the Netherlands.

Agenda item 1: Opening

Mr. Verdonck, member of the Company's supervisory board (the "**Supervisory Board**") and, in the absence of the chairman of the Supervisory Board, Dr. Thomas Hecht, chairman of the AGM (the "**Chairman**"), opened the AGM at 11:00 hours and welcomed those present.

The Chairman noted that on 7 July 2020, the record date for the AGM, the total issued share capital of the Company amounted to EUR 849,152.81, consisting of 84,915,281 common shares. Each common share entitles the holder thereof to cast one vote. As a result, at the record date, the aggregate number of votes amounted to 84,915,281.

Thereupon the Chairman remarked that according to the attendance list, the holders of 42,919,284 common shares are represented at the AGM, who in total may cast 42,919,284 votes, representing 50.54% of the Company's issued share capital.

The Company did not receive proposals from shareholders with respect to the discussion of subjects other than those mentioned in the convening notice and on the agenda.

Thereafter the Chairman noted that Mr. Kleipool was appointed by the Chairman as secretary of the AGM.

The Chairman remarked that there are no shareholders physically present at the AGM. In light thereof, the Chairman proceeded with the discussion of the AGM agenda items. The Chairman noted that no questions were received on the various agenda items.

Agenda item 2: Overview of the Company's business, financial situation, and sustainability

The Chairman handed the floor to Dr. Hoess for an explanation of the Company's business, financial situation and sustainability, as further described in the Company's annual accounts. Given that there were no shareholders present and no questions submitted, the Chairman proceeded with the voting on the subsequent agenda items.

Agenda item 3: Proposal to adopt the financial statements for the financial year 2019, as prepared in accordance with Dutch law

On agenda item 3, the proposal to adopt the financial statements for the financial year 2019, as prepared in accordance with Dutch law, the Chairman recorded that 42,229,476 votes were cast in favour of the proposal, 12,483 votes were cast against the proposal and 675,125 votes abstained from voting.

The Chairman established that the Company's general meeting (the "**General Meeting**") had adopted the proposal under agenda item 3.

Agenda item 4: Discharge of the managing directors for their management during the financial year 2019

Then on agenda item 4, the discharge of the managing directors for their management during the financial year 2019, the Chairman recorded that 42,049,750 votes were cast in favour of the proposal, 259,796 votes were cast against the proposal and 607,538 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 4.

Agenda item 5: Discharge of the supervisory directors for their supervision during the financial year 2019

On agenda item 5, the discharge of the supervisory directors for their supervision during the financial year 2019, the Chairman recorded that 42,136,370 votes were cast in favour of the proposal, 174,487 votes were cast against the proposal and 606,227 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 5.

Agenda item 6: Amendment of the Remuneration Policy for the Management Board

As to agenda item 6, the amendment of the remuneration policy for the Company's management board, the Chairman recorded that 23,111,007 votes were cast in favour of the proposal, 19,609,371 votes were cast against the proposal and 196,706 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 6.

Agenda item 7: Amendment of the Remuneration Policy for the Supervisory Board

On agenda item 7, the amendment of the remuneration policy for the Supervisory Board, the Chairman recorded that 23,104,613 votes were cast in favour of the proposal, 19,614,965 votes were cast against the proposal and 197,506 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 7.

Agenda item 8a: Reappointment of Dr. Adi Hoess as a managing director

Then on agenda item 8a, the reappointment of Dr. Adi Hoess as a managing director, the Chairman recorded that 41,914,155 votes were cast in favour of the proposal, 812,941 votes were against the proposal and 189,988 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 8a.

Agenda item 8b: Reappointment of Dr. Wolfgang Fischer as a managing director

As to agenda item 8b, the reappointment of Dr. Wolfgang Fischer as a managing director, the Chairman recorded that 42,232,217 votes were cast in favour of the proposal, 650,771 votes were against the proposal and 34,096 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 8b.

Agenda item 8c: Appointment of Mr. Angus Smith as a managing director

On agenda item 8c, the appointment of Mr. Angus Smith as a managing director, the Chairman recorded that 42,680,947 votes were cast in favour of the proposal, 196,974 votes were against the proposal and 39,163 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 8c.

Agenda item 8d: Appointment of Dr. Arndt Schottelius as a managing director

On agenda item 8d, the appointment of Dr. Arndt Schottelius as a managing director, the Chairman recorded that 42,758,076 votes were cast in favour of the proposal, 125,932 votes were against the proposal and 33,076 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 8d.

Agenda item 8e: Appointment of Dr. Andreas Harstrick as a managing director

On agenda item 8e, the appointment of Dr. Andreas Harstrick as a managing director, the Chairman recorded that 42,719,700 votes were cast in favour of the proposal, 159,095 votes were against the proposal and 38,289 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 8e.

Agenda item 9a: Reappointment of Dr. Thomas Hecht as a supervisory director

Then on agenda item 9a, the reappointment of Dr. Thomas Hecht as a supervisory director, the Chairman recorded that 41,987,479 votes were cast in favour of the proposal, 896,536 votes were against the proposal and 33,069 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 9a.

Agenda item 9b: Reappointment of Mr. Ferdinand Verdonck as a supervisory director

The Chairman recorded that on agenda item 9b, the reappointment of Mr. Ferdinand Verdonck as a supervisory director, 42,553,819 votes were cast in favour of the proposal, 323,405 votes were against the proposal and 39,860 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 9b.

Agenda item 9c: Appointment of Mr. Harry Welten as a supervisory director

As to agenda item 9c, the appointment of Mr. Harry Welten as a supervisory director, the Chairman recorded that 42,709,422 votes were cast in favour of the proposal, 172,493 votes were against the proposal and 37,369 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 9c.

Agenda item 9d: Appointment of Dr. Annalisa Jenkins as a supervisory director

On agenda item 9d, the appointment of Dr. Annalisa Jenkins as a supervisory director, the Chairman recorded that 42,698,622 votes were cast in favour of the proposal, 183,748 votes were against the proposal and 32,514 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 9d.

Agenda item 10: Appointment of the auditor for the financial year 2020

As to agenda item 10, the appointment of the auditor for the financial year 2020, the Chairman recorded that 42,870,653 votes were cast in favour of the proposal, 19,626 votes were cast against the proposal and 26,805 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 10.

Agenda item 11: Abolishment of the cumulative preference shares and amendment of the articles of association

Then on agenda item 11, the abolishment of the cumulative preference shares and amendment of the articles of association, the Chairman recorded that 42,664,319 votes were cast in favour of the proposal, 216,847 votes were cast against the proposal and 35,918 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 11.

Agenda item 12: Authorization to acquire shares

On agenda item 12, the authorization to acquire shares, the Chairman recorded that 42,265,208 votes were cast in favour of the proposal, 610,717 votes were cast against the proposal and 41,159 votes abstained from voting.

The Chairman established that the General Meeting had adopted the proposal under agenda item 12.

Agenda items 13 and 14: Any other business and Closing

No questions or topics were raised. Then the Chairman thanked those present for their attendance at the meeting and closed the AGM.

F.L.J. Verdonck
Chairman

R.H. Kleipool
Secretary