

UNOFFICIAL TRANSLATION
DEED OF AMENDMENT OF THE ARTICLES OF ASSOCIATION
AFFIMED N.V.

On the [●] day of [●] appears before me [●], civil law notary in Amsterdam:
[●].

The individual appearing before me declares that:

- (A) On the twenty-first day of June two thousand and twenty-three, the general meeting of **Affimed N.V.**, a public limited liability company, with corporate seat in Amsterdam, the Netherlands, address at Im Neuenheimer Feld 582, D-69120 Heidelberg, Germany and Trade Register number 60673389 (the "**Company**"), at the proposal of the Company's management board (the "**Management Board**"), with prior approval of the Company's supervisory board (the "**Supervisory Board**"), resolved, among other things, to:
- (i) authorize the Management Board to (a) execute a reverse stock split with due observance of certain limits (the "**Reverse Stock Split**"), provided that a resolution to set the final ratio for the Reverse Stock Split and to execute the Reverse Stock Split remains subject to approval by the Supervisory Board, and (b) amend the Company's articles of association for the purpose of the Reverse Stock Split; and
 - (ii) authorise the person appearing to execute this deed.
- (B) On the [●] day of [●], the Management Board resolved to set the final ratio for the Reverse Stock Split at [●] ([●]) and to execute the Reverse Stock Split by means of an amendment to the Company's articles of association
- (C) On the [●] day of [●], the Supervisory Board approved the resolution of the Management Board referred to under (B), above.

In order to implement these resolutions, the individual appearing before me declares to amend the Company's articles of association as follows:

I. Article 3.1.1 shall be amended and shall read as follows:

3.1.1. The authorised share capital of the company amounts to [●] euro (EUR [●]) and is divided into [●] ([●]) shares, each with a nominal value of [●] euro (EUR [●]).¹

II. A new article 12 is added and will read as follows:²

Chapter 12

Transitional provision. Share consolidation and fractional shares.

Article 12.

12.1. The ordinary shares with a nominal value of one eurocent (EUR 0.01) each, held by a shareholder (which may be the company) immediately prior to the amendment of the articles of association of the company pursuant to this deed, are consolidated into such number of ordinary shares with a nominal value of [●] euro (EUR [●]) each, as shall be

¹ As a result of the Reverse Stock Split the nominal value per ordinary share will increase and depending on the split ratio the authorized capital will also change. The consolidation and new nominal value of the ordinary shares will depend on the final split ratio that the management board, with the approval of the supervisory board, will determine, within the split ratio range as set out in the explanatory notes to the general meeting referred to in the head of this deed, namely between 2:1 and 10:1.

² As a result of the consolidation of the ordinary shares, fractional shares may be created. This new article 12 specifies the rights attached to fractional shares. The number of fractional shares into which one ordinary share can be divided shall be found by multiplying the final split ratio determined by the management board, with the approval of the supervisory board.

found by multiplying the total number of ordinary shares with a nominal value of one eurocent (EUR 0.01) each, held by the respective shareholder immediately prior to this amendment to this articles of association, by $\frac{[\bullet]}{[\bullet]} (\frac{[\bullet]}{[\bullet]})$, with the further provision that the numerator of a fraction of one (1) ordinary share with a nominal value of one eurocent (EUR 0.01) each, of which fraction the denominator equals $[\bullet] ([\bullet])$ shall designate the number of fractional shares with a claim on $\frac{[\bullet]}{[\bullet]} (\frac{[\bullet]}{[\bullet]})$ part of an ordinary share with a nominal value of $[\bullet]$ euro (EUR $[\bullet]$) that the respective shareholder also holds as of this amendment to the articles of association in connection with the aforementioned consolidation of ordinary shares.

- 12.2. Each fractional share shall be in registered form.
- 12.3. Without prejudice to the other provisions of this article 12, the provisions of Title 4 of Book 2 CC on shares and shareholders shall apply accordingly to fractional shares and holders of fractional shares, to the extent not stipulated otherwise in those provisions.
- 12.4. The provisions of these articles of association with respect to shares and shareholders shall apply accordingly to fractional shares and holders of fractional shares, to the extent not stipulated otherwise in those provisions and paragraphs 5 up to and including 7 of this article 12.
- 12.5. A holder of one or more fractional shares may exercise the meeting and voting rights attached to an ordinary share together with one or more other holders of one or more fractional shares to the extent the total number of fractional shares held by such holders of fractional shares equals $[\bullet] ([\bullet])$ or a multiple thereof. These rights shall be exercised either by one of them who has been authorized to that effect by the others in writing, or by a proxy authorized to that effect by those holders of fractional shares in writing.
- 12.6. Each holder of a fractional share is entitled to $\frac{[\bullet]}{[\bullet]} (\frac{[\bullet]}{[\bullet]})$ part of the (interim) dividend and any other distribution to which the holder of one (1) ordinary share is entitled.
- 12.7. In the event the holder of one or more fractional shares acquires such number of fractional shares that the total number of fractional shares held by him at least equals the number of fractional shares that constitutes an ordinary shares, then such fractional shares shall be consolidated into one (1) ordinary share.
- 12.8. One or more ordinary shares held by the company in its own share capital, can be divided into $[\bullet] ([\bullet])$ fractional shares upon a resolution of the management board. Fractional shares created in this way, will not be consolidated in accordance with article 12.7 as long as those fractional shares are held by the company, unless the management board resolves to consolidate in accordance with article 12.7.
- 12.9. This article and its heading shall (under renumbering of the possible articles included in the articles of association after this article and the references to those articles) lapse per the moment that no fractional shares are outstanding anymore.

Finally the person appearing declares that the issued share capital of the Company amounts to $[\bullet]$ euro and $[\bullet]$ eurocent (EUR $[\bullet]$) as a result of this amendment of the articles of association, divided into $[\bullet] ([\bullet])$ shares.

A declaration of the chairman of the general meeting referred to in the head of this deed. the resolution of the Management Board and the resolution of the Supervisory Board referred to in

the head of this deed, in evidence of the resolutions referred to in the head of this deed, are in copy attached to this deed.

The original copy of this deed was executed in Amsterdam, on the date mentioned at the top of this deed. I summarised and explained the substance of the deed. The individual appearing before me confirmed having taken note of the deed's contents and having agreed to a limited reading of the deed. I then read out those parts of the deed that the law requires. Immediately after this, the individual appearing before me, who is known to me, and I signed the deed.