

Oxurion NV
Gaston Geenslaan 1, 3001 Leuven, Belgium

**FIRST SUPPLEMENT TO THE PROSPECTUS FOR THE ADMISSION TO LISTING AND TRADING ON EURONEXT
BRUSSELS DATED 29 MARCH 2023**

This document supplements the prospectus dated 29 March 2023 (the “**Prospectus**”) relating to the admission to trading on the regulated market of Euronext Brussels of new shares of Oxurion NV (“**Issuer**” or “**Oxurion**” or the “**Company**”) that may be issued by the Company upon conversion of up to 832 convertible bonds (the “**Convertible Bonds**”) issued or to be issued as part of Atlas Funding Program set out in the subscription agreement entered into by the Company with Atlas on 1 March 2023. This document constitutes a first supplement (the “**First Supplement**”) to the Prospectus in accordance with article 23 of the Regulation (EU) 2017/1129, as amended from time to time (the “**Prospectus Regulation**”). This First Supplement forms part of, and must be read in conjunction with, the Prospectus. Capitalised terms used herein have the meaning given to them in the Prospectus unless defined otherwise herein.

This First Supplement is published in accordance with article 18 of the Commission Delegated Regulation (EU) 2019/979 considering the publication of new annual audited financial statements by the Issuer after the date of approval of the Prospectus. More particularly, the Issuer published audited consolidated financial statements for the financial period ended 31 December 2022 on 30 March 2023. This First Supplement amends Section 22 (*Documents available*) of the Prospectus and, more particularly, the documents incorporated by reference in the Prospectus to include the audited consolidated financial statements of the company for the financial period ended 31 December 2022, published on 30 March 2023.

Neither the Company nor any of its representatives is making any representation to any investor regarding the legality of an investment in the Shares by such investor under the laws applicable to such investor. Each investor should consult with his or her own advisors as to the legal, tax, business, financial and related aspects of an investment in the Shares in their country of residence arising from the acquisition, holding or disposal of the Shares.

This First Supplement may not be used for the purpose of, or in connection with, any offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or to any person to whom it is unlawful to make such offer or solicitation. This First Supplement does not constitute an offer to sell, or an invitation of an offer to purchase, any Shares in any jurisdiction in which such offer or invitation would be unlawful. The Company requires persons into whose possession this First Supplement comes to inform themselves of and observe all such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. The Company accepts no legal responsibility for any violation by any person, whether or not a prospective purchaser of Shares, of any such restrictions.

The Company has not authorized any offer of the Shares to the public in any Member State of the European Economic Area or elsewhere.

The Shares have not been and will not be registered under the U.S. Securities Act or the applicable securities laws of any state or other jurisdiction of the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Prospective purchasers are hereby notified that sellers of the Shares may be relying on an applicable exemption from the provisions of Section 5 of the U.S. Securities Act.

First Supplement dated 13 June 2023

1. AMENDMENT OF SECTION 22 (DOCUMENTS AVAILABLE) OF THE PROSPECTUS

The following shall be added in the table included in Section 22 (*Documents available*) of the Prospectus to ensure that the information contained in the Prospectus is up-to-date as required by the Prospectus Regulation:

Documents / sections of documents incorporated by reference	Hyperlink/Reference	
The following sections of the 2022 Annual Report (Article 19.1(j) of the Prospectus Regulation)	Audited consolidated financial statements of the company for the financial period ended 31 December 2022, as set out in the annual report (link).	
	Description	Starting Page
	Consolidated statement of profit and loss	p. 71
	Consolidated statement of financial position	p. 72
	Consolidated statement of cash flows	p. 73
	Consolidated statement of changes in equity	p. 74
	Notes to the consolidated financial statements	p. 75
	Material contracts	p. 117
Auditor's report	p. 125	

2. RESPONSIBILITY STATEMENT AND STATEMENT ON THE COMPETENT AUTHORITY

Responsibility Statement

The Company, represented by its Board of Directors, assumes responsibility for the completeness and accuracy of all of the contents of this First Supplement.

The Company attests that the information contained in this First Supplement is, to the best of its knowledge, in accordance with the facts and makes no omission likely to affect its import.

The First Supplement has been translated into Dutch. The Company is responsible for the consistency between the Dutch and the English versions of the First Supplement. In the case of discrepancies between the different versions of this First Supplement, the English version will prevail. However, the translation may be referred to and relied upon by investors in transactions with the Company.

To the extent that there is any inconsistency between (i) a statement in this First Supplement and (ii) any statement in, or incorporated by reference into, the Prospectus, the statement in this First Supplement will prevail.

First Supplement Approval

The Belgian Financial Services and Markets Authority ("**FSMA**") approved the English version of this First Supplement on 13 June 2023, as competent authority under the Prospectus Regulation.

The FSMA only approves this First Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. This approval should not be considered as an endorsement either of the Issuer or of the quality of the Shares that are the subject of this First Supplement. Investors should make their own assessment as to the suitability of investing in the Shares.

Forward Looking Statements

This First Supplement contains "forward-looking statements" within the meaning of the securities laws of certain jurisdictions.

In some cases, these forward-looking statements can be identified by the use of forward-looking terminology, including the words "believes," "estimates," "anticipates," "expects," "intends," "may," "will," "plans," "continue," "on-going," "potential," "predict," "project," "target," "seek" or "should" or, in each case, their negative or other variations or comparable terminology or by discussions of strategies, plans, objectives, targets, goals, future events or intentions. These forward-looking statements appear in a number of places throughout this First Supplement. Forward-looking statements include statements regarding intentions, beliefs or current expectations concerning, among other things, results of operations, prospects, growth, strategies and the industry in which the Group operates.

By their nature, forward-looking statements involve known and unknown risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking statements are not a guarantee of future performance. Potential investors should not place undue reliance on these forward-looking statements. Any forward-looking

statements are made only as of the date of approval of this First Supplement, and neither the Company nor the Group intend, and do not assume any obligation, to update forward-looking statements set forth in this First Supplement.

Headquarters

Oxurion NV
Gaston Geenslaan 1
3001 Leuven
Belgium

T +32 16 75 13 10
F +32 16 75 13 11

US subsidiary

ThromboGenics, Inc.

Belgian subsidiary

Oncurious NV