

INSIDER TRADING POLICY

European Healthcare
Acquisition & Growth
Company B.V.

1. INTRODUCTION

- 1.1. This Insider Trading Policy has been drawn up and was adopted by the Board pursuant to paragraph 15.5 of the Board Rules on 16 November 2021.
- 1.2. In this Insider Trading Policy, unless explicitly provided otherwise, capitalised words and expressions have the meaning set forth in the list of definitions attached hereto as **Schedule 1**.
- 1.3. References to statutory provisions are to those provisions as they are in force from time to time.
- 1.4. Terms that are defined in the singular have corresponding meaning in the plural.
- 1.5. Except as otherwise required by law, the terms "written" and "in writing" include the use of electronic means of communication.

2. SCOPE

- 2.1. The class A ordinary shares and class A warrants are admitted to listing and trading on the regulated market of Euronext Amsterdam, and as such, the Company is subject to the MAR.
- 2.2. This Insider Trading Policy sets out the obligations of the Company and Insiders with respect to the ownership of, and transactions in, Company Securities. The MAR also requires the Company to maintain a list of persons who, on a regular or incidental basis, may have Inside Information.
- 2.3. This Insider Trading Policy applies to all Insiders irrespective of whether the Insider executes a transaction for his or her own account, for another person's account or as another person's representative. As indicated in this Insider Trading Policy certain parts of this Insider Trading Policy apply to a particular group of people within the Company only.

3. PROHIBITED ACTIVITIES

3.1. Insider Dealing

- 3.1.1. If an Insider possesses Inside Information, he or she may not use that information to Deal, or attempt to Deal, in Company Securities.
- 3.1.2. The prohibition in paragraph 3.1.1 does not apply if the Insider Deals in discharge of an obligation that has become due in good faith (and not to circumvent the insider dealing prohibition or for any other illegitimate reason) and where:
 - (i) the obligation results from an order placed or an agreement concluded before the person concerned possessed Inside Information; or
 - (ii) the Deal is carried out to satisfy a legal or regulatory obligation that arose before the Insider concerned possessed Inside Information.

The exception as set out in this paragraph 3.1.2 is subject to consultation with the Compliance Officer pursuant to paragraph 6.4 of this Insider Trading Policy.

3.2. Unlawful disclosure or recommendations

- 3.2.1. Insiders are prohibited from unlawfully disclosing Inside Information to a third party, unless the disclosure is made in the normal exercise of employment, profession or duties and the

recipient is under an obligation of confidentiality.

- 3.2.2. Insiders who have Inside Information are prohibited from recommending or inducing third parties to engage in Dealing.

3.3. Dealing during Closed Periods

- 3.3.1. Insiders may not Deal in Company Securities during a Closed Period, regardless of whether they possess Inside Information.

- 3.3.2. Closed Periods are:

- (i) the period commencing thirty (30) calendar days before the publication of an interim financial report or a year-end report which the Company is obliged to make public according to (a) the rules of Euronext Amsterdam N.V. or (b) Dutch law, provided that the Compliance Officer may determine that this period must be longer if this is necessary to prevent market abuse or the appearance thereof; and
- (ii) such other periods as the Compliance Officer may designate for any Insider or group of Insiders if necessary to prevent market abuse or the appearance thereof.

- 3.3.3. Prior to the start of each financial year, the Compliance Officer shall notify the Insiders of the anticipated dates of all Closed Periods for the upcoming financial year. The Compliance Officer shall also notify the Insiders of:

- (i) any changes to the notified anticipated dates of Closed Periods; and
- (ii) any additional Closed Period, as and when imposed.

3.4. Dealing by Insiders included on the Insider List

- 3.4.1. Regardless of whether he or she possesses Inside Information, an Insider included on the Insider List as a person having access to Inside Information (see paragraph 5 of this Insider Trading Policy), may not Deal in Company Securities.

- 3.4.2. The prohibition in paragraph 3.4.1 does not apply if the Compliance Officer has granted exemption in accordance with paragraph 3.7 of this Insider Trading Policy.

- 3.4.3. Notwithstanding any of the foregoing, any Deal in Company Securities by any Insider should be in accordance with this Insider Trading Policy (including the prohibition to trade during any Closed Period) and the MAR.

3.5. Violation of the Compliance Officer's instructions

Insiders are prohibited from Dealing in Company Securities during any period in which the Insider has been prohibited from doing so by the Compliance Officer.

3.6. Market Manipulation

Insiders shall not engage or attempt to engage in Market Manipulation.

3.7. Exemptions

To the extent permitted by law and subject to the provisions of this Insider Trading Policy, the Compliance Officer may grant an Insider exemption from any of the restrictions included in paragraphs 3.1 through 3.5 of this Insider Trading Policy. Any exemption from a prohibition granted by the Compliance Officer is without prejudice to the statutory market abuse prohibitions.

3.8. End of employment

The restrictions included in paragraph 3.3 through paragraph 3.5 of this Insider Trading Policy will continue to have effect until the end of the first Closed Period following the date on which the Insider will have ceased to be employed by the Company or will have ceased to occupy the relevant position with the Company, and without prejudice to the statutory market abuse prohibitions.

4. ADDITIONAL OBLIGATIONS FOR PDMRs

4.1. Notifications by PDMRs

4.1.1. The following events must be notified by each PDMR to both the AFM and the Compliance Officer at the time indicated below:

Event	Timing	Notification form/content
Every transaction in Company Securities conducted by him or her on his or her account once the total amount of transactions conducted has reached EUR 5,000 within a calendar year.	Promptly and ultimately within three (3) business days. The Company must announce such transactions no later than two business days following receipt of a notification.	A notification shall be made in the form of the template for notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them, as set out in the annex to Regulation (EU) 2016/523.

4.2. Other obligations relating to notifications for PDMRs

4.2.1. PDMRs must instruct any person arranging or executing transactions on their behalf, such as an individual portfolio manager, to timely inform them of any transaction or change that is notifiable under paragraph 4.1 of this Insider Trading Policy, or to make the required notifications on their behalf.

4.2.2. PDMRs must inform the Compliance Officer of all persons that qualify as their Closely Associated Persons and update the Compliance Officer in case of any changes. The Company must maintain a list of these Closely Associated Persons.

4.2.3. PDMRs must inform their Closely Associated Persons in writing of their duty to notify the AFM and the Compliance Officer promptly and ultimately within three (3) business days of every transaction in Company Securities. PDMRs must keep a copy of their notifications to the Closely Associated Persons and use their best efforts to monitor compliance by such persons of their obligations under this Insider Trading Policy and the MAR.

5. INSIDER LIST

5.1. The Company must keep a list of persons who have or may have access to Inside Information. The Company will divide the Insider List into separate sections relating to different Inside Information, as well as a section with the details of Company Permanent Insiders. New sections will be added to the Insider List upon the identification of new Inside Information. The various sections of the Insider List will be maintained by either the

Compliance Officer or a person working on the relevant project or event.

- 5.2. The Insider List must include the following details of individuals who have access to Inside Information:
 - (i) first name(s) and surname(s), as well as birth surname(s);
 - (ii) professional telephone number(s);
 - (iii) the Company's name and address;
 - (iv) function and reason for being an insider;
 - (v) date and time at which a person obtained access to Inside Information, or, in relation to Company Permanent Insiders, date and time at which such person was included in the permanent insider section;
 - (vi) the date and time at which a person ceased to have access to Inside Information;
 - (vii) date of birth;
 - (viii) national identification number, if available;
 - (ix) personal telephone numbers; and
 - (x) personal full home address.
- 5.3. In addition, the Insider List must set out the dates on which the Insider List was drawn up or updated.
- 5.4. The persons on the Insider List must inform the Compliance Officer if any of their personal data changes while they are included on the Insider List.
- 5.5. The Company will control the data with regard to the processing of personal data included or to be included in the Insider List and may only use the data in accordance with applicable laws and for the following purposes:
 - (i) keeping the list in accordance with this Insider Trading Policy;
 - (ii) complying with legal obligations, including the MAR and complying with requests from the AFM or another competent authority;
 - (iii) controlling the flow of Inside Information, thereby managing the Company's confidentiality duties;
 - (iv) informing certain Insiders of Closed Periods;
 - (v) informing Insiders of which other persons are in the same section of the Insider List; and
 - (vi) holding or commissioning an inquiry into transactions conducted by or on behalf of an Insider or a Closely Associated Person.
- 5.6. The Company will retain the Insider List for a period of at least five (5) years after it is drawn up or updated. If the Insider List is necessary for an internal or external investigation, the resolution of a dispute or in connection with legal proceedings, the Company will retain the Insider List until the relevant investigation, dispute or legal proceeding has ended.
- 5.7. The Company will inform an Insider of his or her inclusion in the Insider List. An Insider included in the Insider List must acknowledge in writing his or her legal and regulatory duties, as set forth in this Insider Trading Policy, as well as the fact that he or she is aware of the applicable sanctions included and referred to in paragraph 8 of this Insider Trading Policy.
- 5.8. The Company may provide information from the Insider List to the AFM or other competent authorities if required by law. Information on the Insider List will not be supplied to other parties, except when required or allowed by law or if a legitimate interest of the Company requires this.

- 5.9. All processing of personal data shall occur in accordance with Regulation (EU) 2016/679. The personal data processed by the Company may be reviewed by persons included on the Insider List, who may additionally request necessary amendments.

6. COMPLIANCE OFFICER

- 6.1. The Board shall designate the Compliance Officer. The Board may at any time revoke the designation of the Compliance Officer.
- 6.2. The Compliance Officer has the duties and powers granted to him or her in this Insider Trading Policy and may be granted additional duties or powers by the Board.
- 6.3. Subject to applicable law, the Compliance Officer may grant exemptions to any rules, restrictions and obligations under this Insider Trading Policy. The Compliance Officer may only grant an exemption to himself or herself with the prior written approval of the Board.
- 6.4. Insiders (for themselves and their Closely Associated Persons) may request the Compliance Officer as to whether a prohibition, restriction or obligation contained in this Insider Trading Policy applies to them or to a particular Deal. The responsibility for compliance with this Insider Trading Policy and the applicable law, including the MAR and the FSA, shall at all times remain fully with the Insiders. Insiders should obtain their own legal advice if required or appropriate.
- 6.5. The Compliance Officer is authorised to hold or commission an inquiry into transactions conducted by or on behalf of an Insider or a Closely Associated Person. Insiders must provide all reasonably required assistance for the purpose of such inquiry by the Compliance Officer. The Compliance Officer may report the outcome of the inquiry to the chairman of the Board and/or the Executive Director(s).
- 6.6. Without prejudice to applicable statutory provisions, including the MAR and the FSA, the Compliance Officer has the right to take decisions in any circumstances related to but not covered by this Insider Trading Policy.
- 6.7. The responsibility for the correctness and timelines of the notifications required by this Insider Trading Policy and applicable law lies with the persons that are required to make a notification pursuant to this Insider Trading Policy, even if the Compliance Officer conducts such notification on behalf of such person.

7. SANCTIONS

- 7.1. In the event of a breach of any provision of this Insider Trading Policy, the Company reserves the right to impose any sanctions which it is permitted to impose pursuant to applicable law or the terms of employment applicable to the relevant Insider. Such sanctions may include the termination of employment by way of summary dismissal or otherwise.
- 7.2. A description of the sanctions under the MAR can be found in **Schedule 2**.

8. MISCELLANEOUS

- 8.1. The Board may occasionally decide not to comply with this Insider Trading Policy, with due observance of applicable laws and regulations.
- 8.2. The Board is authorised to adopt, revoke and amend this Insider Trading Policy.
- 8.3. This Insider Trading Policy is complementary to the provisions governing the Insider Trading Policy under the MAR and Dutch law. Where this Insider Trading Policy is inconsistent with

the MAR or Dutch law, the MAR or Dutch law shall prevail.

- 8.4. If one or more provisions of this Insider Trading Policy are or become invalid, this shall not affect the validity of the other provisions. The Board may replace the invalid provisions by provisions which are valid and the effect of which, given the content and purpose of this Insider Trading Policy is, to the greatest extent possible, similar to that of the invalid provisions.
- 8.5. This Insider Trading Policy is governed by the laws of the Netherlands. The courts of the Netherlands have exclusive jurisdiction to settle any dispute arising from or in connection with this Insider Trading Policy (including any dispute regarding the existence, validity or termination of this Insider Trading Policy).

SCHEDULE 1 LIST OF DEFINITIONS

In this Insider Trading Policy the following terms have the following meanings:

AFM	the Dutch Authority for the Financial Markets (<i>Stichting Autoriteit Financiële Markten</i>)
Board	the board (<i>bestuur</i>) of the Company
Board Rules	the board rules of the Board, including the schedules thereto
Business Day	any day (other than a Saturday or Sunday) on which the banks are open for normal banking business in the Netherlands
Closed Period	a period as defined in paragraph 3.3.2 of this Insider Trading Policy
Closely Associated Person	in relation to a PDMR, <ul style="list-style-type: none">a) a spouse, or a partner considered to be equivalent to a spouse in accordance with national law;b) a dependent child, in accordance with national law;c) a relative who has shared the same household for at least one year on the date of the transaction concerned; ord) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a PDMR or by a person referred to in (a), (b) or (c) of this definition, or which is directly or indirectly controlled by such a person, or which is set up for the benefit of such a person, or the economic interests of which are substantially equivalent to those of such a person
Commission Implementing Regulation (EU) 2016/347	Commission Implementing Regulation (EU) 2016/347 of 10 March 2016 laying down implementing technical standards with regard to the precise format of insider lists and for updating insider lists in accordance with Regulation (EU) No 596/ 2014 of the European Parliament and of the Council
Company	European Healthcare Acquisition & Growth Company B.V.
Company Permanent Insiders	persons who have access at all times to all inside information within the Company; Company Permanent Insiders are or will be placed on the permanent part of the Company's Insider List, and receive an email informing them thereof

Company Securities	a security, derivative or other financial instrument issued by or relating to the Company, including ordinary shares in the capital of the Company; rights, options, warrants, convertible securities or securities of similar nature conferring the right upon holders thereof to subscribe for ordinary shares in the capital of the Company or other securities issued by the Company; units of securities in the Company comprising whole or fractional ordinary shares in the capital of the Company, rights, options, warrants or convertible securities or securities of similar nature conferring the right upon the holders thereof to subscribe for, purchase or receive ordinary shares in the capital of the Company or other securities in the Company; depositary receipts for ordinary shares in the capital of the Company; and debt instruments of the Company
Compliance Officer	the compliance officer of the Company
Deal or Dealing	directly or indirectly acquiring or disposing of financial instruments, for its own account or for the account of a third party. A cancellation or amendment of an order concerning financial instruments such as the Company Securities is also considered to be Dealing
Director	an Executive Director or a Non-Executive Director
Insider	persons working, under a contract of employment, or otherwise performing tasks for the Company, including independent contractors (<i>zelfstandigen zonder personeel</i>), Directors and other PDMRs
Euronext Amsterdam	Euronext Amsterdam, a regulated market operated by Euronext Amsterdam N.V.
Executive Director	a member of the Board appointed as executive director
FSA	the Dutch Financial Supervision Act (<i>Wet op het financieel toezicht</i>) and the rules promulgated thereunder
Inside Information	information of a precise nature, including information regarding an intermediate step in a protracted process, which has not been made public, relating, directly or indirectly, to the Company or to one or more financial instruments (including Company Securities), and which if made public, would be likely to have a significant effect on the prices of Company Securities
Insider List	the list of persons, kept by the Company, who have or may have access to Inside Information
Insider Trading Policy	this insider trading policy, including the schedules thereto

MAR	Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC, including any delegated or implementing regulation thereto, each as amended from time to time
Market Manipulation	entering into a transaction, placing an order to trade or any other behaviour which gives, or is likely to give, false or misleading signals as to the supply of, demand for, or price of, Company Securities and any other behaviour designated to constitute market manipulation under the MAR
Non-Executive Director	a member of the Board appointed as non-executive director
PDMR	a person discharging managerial responsibilities, which means a person with the Company who is: <ul style="list-style-type: none"> a) a Director; or b) a senior executive who is not a Director and who has regular access to Inside Information and who has the power to take managerial decisions affecting the future developments and business prospects of the Company
Regulation (EU) 2016/522	Commission Delegated Regulation (EU) 2016/522 of 17 December 2015 supplementing Regulation (EU) 596/2014 of the European Parliament and of the Council as regards an exemption for certain third countries public bodies and central banks, the indicators of market manipulation, the disclosure thresholds, the competent authority for notifications of delays, the permission for trading during closed periods and types of notifiable managers transactions, each as amended from time to time
Regulation (EU) 2016/523	Commission Implementing Regulation (EU) 2016/523 of 10 March 2016 laying down implementing technical standards with regard to the format and template for notification and public disclosure of managers' transactions in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council, each as amended from time to time
Regulation (EU) 2016/679	Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive

95/46/EC (General Data Protection Regulation), each as amended from time to time

SCHEDULE 2 MAR SANCTIONS

COMPETENT AUTHORITY

The AFM is the competent authority in the Netherlands for enforcing compliance with the MAR.

ENFORCEMENT ACTIONS

The AFM has the power to suspend trading if damaging and unlawful information inequality is present in the market (or misleading/incorrect information), by issuing an instruction to Euronext Amsterdam to suspend or cancel trading in Company Securities.

Infringement of the MAR may qualify as an economic offence. The AFM has the discretion to report this to the public prosecution service.

SANCTIONS

See next page

Breach	Administrative sanctions	Criminal sanctions
Violation of the prohibition of insider dealing and of unlawful disclosure of Inside Information	<ul style="list-style-type: none"> • Temporary ban from dealing on own account (max. 1 year, which can be extended once with max. 1 year); and/or • Fine up to EUR 15,000,000 (or up to EUR 30,000,000 in the event of the same violation within 5 years) or up to 15% of the net revenue of the transgressor in the preceding financial year <p>Additional penalties and measures can be imposed</p>	<ul style="list-style-type: none"> • Sentence to community service; • Imprisonment of max. 6 years; and/or • Fine up to EUR 87,000 (or up to EUR 870,000 if the value of the relevant assets with which or in relation to which the violation has been committed exceeds 1/4 of the maximum amount of the fine) <p>Additional penalties and measures can be imposed</p>
Violation of the prohibition on Market Manipulation	<ul style="list-style-type: none"> • Temporary ban from dealing on own account (max. 1 year, which can be extended once with max. 1 year); and/or • Fine up to EUR 15,000,000 (or up to EUR 30,000,000 in the event of the same violation within 5 years) or up to 15% of the net revenue of the transgressor in the preceding financial year <p>Additional penalties and measures can be imposed</p>	<ul style="list-style-type: none"> • Sentence to community service; • Imprisonment of max. 6 years; and/or • Fine up to EUR 87,000 (or up to EUR 870,000 if the value of the relevant assets with which or in relation to which the violation has been committed exceeds 1/4 of the maximum amount of the fine) <p>Additional penalties and measures can be imposed</p>

Breach	Administrative sanctions	Criminal sanctions
<p>Failure of the requirement to publicly disclose Inside Information (including where disclosure needs to be made when the confidentiality of (delayed publication of) Inside Information can no longer be ensured by the Company)</p>	<ul style="list-style-type: none"> • Fine up to EUR 5,000,000 (or up to EUR 10,000,000 in the event of the same violation within 5 years) or up to 10% of the net revenue of the transgressor in the preceding financial year <p>Additional penalties and measures can be imposed</p>	<ul style="list-style-type: none"> • Sentence to community service; • Imprisonment of max. 2 years; and/or • Fine up to EUR 21,750 (or up to EUR 87,000 if the value of the relevant assets with which or in relation to which the violation has been committed exceeds 1/4 of the maximum amount of the fine) <p>Additional penalties and measures can be imposed</p>
<p>Failure to notify the AFM on time of a transaction by PMDRs and Closely Associated Persons</p>	<ul style="list-style-type: none"> • Fine up to EUR 1,000,000 (or up to EUR 2,000,000 in the event of the same violation within 5 years) <p>Additional penalties and measures can be imposed</p>	<ul style="list-style-type: none"> • Sentence to community service; • Imprisonment of max. 2 years; and/or • Fine up to EUR 21,750 (or up to EUR 87,000 if the value of the relevant assets with which or in relation to which the violation has been committed exceeds 1/4 of the maximum amount of the fine) <p>Additional penalties and measures can be imposed</p>

Breach	Administrative sanctions	Criminal sanctions
<p>Failure to comply with the Insider List requirements, such as:</p> <ul style="list-style-type: none"> (i) drawing up an Insider List; (ii) keeping it up-to-date; (iii) informing all persons on the Insider List of the consequences thereof; and (iv) including the required information, <p>each of which can be separately enforced</p>	<ul style="list-style-type: none"> • Temporary ban from dealing on own account (max. 1 year, which can be extended once with max. 1 year); and/or • Fine up to EUR 5,000,000 (or up to EUR 10,000,000 in the event of the same violation within 5 years) or up to 10% of the net revenue of the transgressor in the preceding financial year <p>Additional penalties and measures can be imposed</p>	<ul style="list-style-type: none"> • Sentence to community service; • Imprisonment of max. 2 years; and/or • Fine up to EUR 21,750 (or up to EUR 87,000 if the value of the relevant assets with which or in relation to which the violation has been committed exceeds 1/4 of the maximum amount of the fine) <p>Additional penalties and measures can be imposed</p>