## uniQure N.V.

## STOCK OWNERSHIP GUIDELINES

# Adopted as of December 8, 2021

To further align the interests of the Executive Officers of uniQure N.V., a Dutch corporation (the "Company") with the interests of the Company's stockholders, the Board of Directors of the Company (the "Board") has determined that the Covered Persons should hold ordinary shares of the Company (the "Ordinary Shares") and other equity rights as set forth herein that have a fair market value commensurate with their respective roles with the Company and, accordingly, has adopted the following stock ownership guidelines (these "Stock Ownership Guidelines") for the Covered Persons. "Executive Officers" means: (i) any employee of Company (or any subsidiary of Company) that is required to file reports pursuant to Section 16 of the Securities Exchange Act of 1934 related to ordinary shares or other securities of the Company, and (ii) to the extent not included in item (i), the Chief Executive Officer, the Chief Financial Officer, the President of Research and Development, the Chief Operations Officer, the Chief Legal Officer, the Chief People Officer / Chief Human Resources Officer, the Chief Business Officer, the Chief Communications Officer, and the Senior Vice President of Regulatory Affairs; "Covered Persons" means the Executive Officers.

# **Ownership Requirement**

Within 5 years of the later of December 8, 2021 (the date upon which these Stock Ownership Guidelines were initially adopted) or the date of their respective appointment to their position, the Covered Persons are required to have a stock ownership position in the Company (the "Ownership Requirement") in an amount no less than the multiple of their base salary set forth below:

Chief Executive Officer

3 x annual base salary

Other Covered Persons

1 x annual base salary

In the event of an increase in a Covered Person's base salary or annual retainer, as applicable, they will have one year from the time of such increase to acquire any additional Ordinary Shares needed to meet these guidelines. The Compensation Committee of the Board (the "Committee"), in its discretion, may extend the period for attainment of these ownership levels. If the individual serving as a Covered Person changes after the date of the adoption of these Stock Ownership Guidelines, then the Committee may in its discretion increase or reduce the multiple of annual base salary or annual retainer, as applicable, that will apply to such newly appointed Covered Person.

# Satisfaction of Requirements

The following Ordinary Shares and other equity rights shall be included on the terms set forth below for purposes of determining satisfaction of the Ownership Requirement:

- 1. Ordinary Shares that are owned outright and vested, or that are restricted with vesting subject only to continued service for a period of time ("<u>Time-Based Vesting</u>");
- 2. Ordinary Shares held through any Company-sponsored plan such as an employee stock purchase plan, a qualified retirement plan, a 401(K) plan, and/or a supplemental executive retirement plan;
- restricted stock units ("<u>RSUs</u>") that are subject only to Time-Based Vesting, which shall be included in an amount equal to 100% of their value (determined as provided below) as of the time of calculation; and

4. the intrinsic value of exercisable (i.e., vested) stock options.

The foregoing shall be included if owned or held directly, or jointly with the Covered Person's immediate family members (spouse and/or dependent children), or in trust for the benefit of the individual, the individual's spouse and/or the individual's children.

For the avoidance of doubt, unless otherwise determined by the Committee, the following Ordinary Shares and other equity rights shall <u>not</u> be included for purposes of determining satisfaction of the Ownership Requirement:

- 1. unvested stock options;
- 2. restricted stock and RSUs subject to performance-based vesting; and
- 3. any of the Company's equity securities (including Ordinary Shares) that are subject to a lien, pledge, or other encumbrance.

#### **Measurement and Valuation**

The Ownership Requirement will be measured as to each Covered Person as of the first trading day in January of each year (each a "Measurement Date"). For purposes of determining the dollar value of Ordinary Shares and other equity rights held by a Covered Person as of a Measurement Date, Ordinary Shares and equity rights shall be valued as follows:

- 1. Each Ordinary Share owned outright, whether vested or unvested, shall be valued at its fair market value, which shall mean an amount equal to the average closing price of the Ordinary Share as reported by Nasdaq over the 12-month trading period prior to the Measurement Date.
- 2. Vested options shall be valued at an amount equal to the fair market value of the Ordinary Shares purchasable upon exercise of the vested portion of the option, less the aggregate exercise price of the vested portion of the option, all as of the Measurement Date.
- RSUs subject only to Time-Based Vesting shall be valued at an amount equal to 100% of the fair market value of the Ordinary Shares issuable upon the vesting of the RSU as of the Measurement Date.

Once a Covered Person has met the Ownership Requirement as of any Measurement Date, such Covered Person shall be deemed to remain compliant herewith notwithstanding any change in the value of their Ordinary Shares and other equity rights so held that would otherwise make such Covered Person non-compliant herewith; provided that any such non-compliance is not the result of (or does not exist following) any sale or other disposition of shares or other equity rights, or is not due to a change in such Covered Person's base salary or annual retainer, as applicable.

# **Consequence of Not Satisfying Requirement**

In the event that a Covered Person does not satisfy the Ownership Requirement as of any Measurement Date, then the Covered Person must thereafter retain all Ordinary Shares (vested or unvested) or other equity rights held by the Covered Person as of the Measurement Date, and any and all Ordinary Shares thereafter acquired by the Covered Person (whether by option exercise, stock award, upon the vesting of RSUs, through open market purchases or otherwise) until such time as the Covered Person satisfies the Ownership Requirement, measured as of any subsequent date on which the Covered Person wishes to dispose of Ordinary Shares. If a Covered Person satisfies the Ownership Requirement as of a

Measurement Date (the "applicable Measurement Date"), then the Covered Person may not, after the applicable Measurement Date and through the next Measurement Date, dispose of any Ordinary Shares or other equity rights if the Covered Person would not have satisfied the Ownership Requirement as of the applicable Measurement Date assuming such shares had been disposed of prior to the applicable Measurement Date. The Committee and the Board may take such additional actions reasonable in the circumstances to address noncompliance with these Stock Ownership Guidelines by any Covered Person, and the Chief Executive Officer (CEO) may take such actions reasonable in the circumstances to address noncompliance with these Stock Ownership Guidelines by any Covered Person other than the CEO.

#### Administration and Amendment

The Committee has the full power and express authority to administer and interpret these Stock Ownership Guidelines and to make or nullify any rules or procedures as necessary for proper administration of these Stock Ownership Guidelines. These Stock Ownership Guidelines may be waived (as to any Covered Person(s) or more generally) or amended by the Committee from time to time. Without limiting the generality of the foregoing, the Committee may make waive any portion of these Stock Ownership Guidelines based on personal circumstances and hardship of a Covered Person or for any other reasons as deemed appropriate by the Committee.