



**Invitation to the Annual General Meeting of Shareholders**

of

**ObsEva SA**

to be held on

Thursday, June 29, 2023

at

10:30 CEST

at the company's offices in Geneva:

ObsEva SA, Chemin des Aulx 12, 3<sup>rd</sup> floor, 1228 Plan-les-Ouates, Switzerland

## **AGENDA**

1. Approval of the Management Report, the Statutory Financial Statements and the Consolidated Financial Statements for Fiscal Year 2022
2. Discharge of liability of the Members of the Board of Directors and of the Executive Committee
3. Appropriation of Financial Results
4. Elections to the Board of Directors and Election of the Chairman of the Board of Directors
  - 4.1 Re-election of Ernest Loumaye as Member of the Board of Directors and election as Chairman of the Board of Directors
  - 4.2 Re-election of Catarina Edfjäll as Member of the Board of Directors
  - 4.3 Election of Luigi Marro as Member of the Board of Directors
  - 4.4 Election of Fabien de Ladonchamps as Member of the Board of Directors
5. Elections to the Compensation Committee
  - 5.1 Re-election of Catarina Edfjäll as Member of the Compensation Committee
  - 5.2 Election of Ernest Loumaye as Member of the Compensation Committee
6. Re-election of PricewaterhouseCoopers SA as ObsEva SA's Auditors
7. Re-election of Perréard de Boccard SA as Independent Representative
8. Compensation of the Board of Directors and the Executive Committee
  - 8.1 Consultative Vote on the Compensation Report 2022
  - 8.2 Approval of the Compensation of the Board of Directors
  - 8.3 Approval of the Compensation of the Executive Committee for Fiscal Year 2024
9. Introduction of a Capital Band and Related Amendments to the Articles of Association
10. Increase of ObsEva SA's Conditional Share Capital for Financing Purposes

Plan-les-Ouates, Switzerland, June 8, 2023

The Board of Directors

## PROPOSALS

### 1 Approval of the Management Report, the Statutory Financial Statements and the Consolidated Financial Statements for Fiscal Year 2022

Proposal: The Board of Directors proposes that the management report, the statutory financial statements and the consolidated financial statements of ObsEva SA for fiscal year 2022 be approved.

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the management report, the statutory financial statements and the consolidated financial statements for the fiscal year 2022 must be submitted to the general meeting of shareholders for approval.

### 2 Discharge of Liability of the Members of the Board of Directors and of the Executive Committee

Proposal: The Board of Directors proposes that shareholders release the members of the Board of Directors and of the Executive Committee from liability for their activities during fiscal year 2022.

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the approval of the discharge of liability lies within the powers of the general meeting of shareholders. Individuals who have participated in any manner in the management of the Company are not entitled to vote.

### 3 Appropriation of Financial Results

Proposal: The Board of Directors proposes that the loss of USD 36,373,527 for the financial year 2022 be appropriated as follows:

	<b>Financial Year 2022</b>
Accumulated losses brought forward from previous year	USD 383,931,623
Net loss for the year 2022	USD 36,373,527
<b>Accumulated losses to be carried forward</b>	<b>USD 420,305,150</b>

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the appropriation of financial results must be approved by the general meeting of shareholders.

The Board of Directors informs the shareholders that, as expected and in line with the business plan of the Company, the operating losses of the Company during financial year 2022 have led the Company to continue to be in a situation of capital loss as per Article 725a of the Swiss Code of Obligations as of December 31, 2022. This situation was anticipated under the business plan of the Company, according to which the Company, as a clinical-stage biopharmaceutical company, is further expected to undergo operating losses during financial years 2023 and 2024. Nevertheless, the Company does not expect its situation of capital loss to affect its ability to carry out its activities on an ordinary basis. The Board of Directors deems that no further corrective measures are to be taken by the shareholders for the time being.

#### **4 Elections to the Board of Directors and Election of the Chairman of the Board of Directors**

Proposals: The Board of Directors proposes the election, respectively re-election, of the following nominees for a term of one year expiring at the closing of the 2024 Annual General Meeting:

- 4.1 Re-election of Ernest Loumaye as Member of the Board of Directors and election as Chairman of the Board of Directors (in a single vote)
- 4.2 Re-election of Catarina Edfjäll as Member of the Board of Directors
- 4.3 Election of Luigi Marro as Member of the Board of Directors
- 4.4 Election of Fabien de Ladonchamps as Member of the Board of Directors

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the general meeting of shareholders annually elects the members of the Board of Directors and the Chairman of the Board of Directors.

Our Board of Directors is presently composed of six members each elected for a one-year term of office expiring at the closing of the 2023 Annual General Meeting. Stephanie Brown, Anne VanLent, Edward Mathers and Brian O'Callaghan are not standing for re-election as members of the Board of Directors at the 2023 Annual General Meeting.

Luigi Marro served as Chief Transformation Officer of ObsEva from October 2021 to February 2023. Mr. Marro is a pharmaceutical and biotech executive with over 20 years of experience. He has a background in finance and operations and has managed global businesses across multiple therapeutic areas from development stages through commercialization. Prior to joining ObsEva, Mr. Marro founded in February 2019 his own consulting company, Martan Market GmbH, to support biotech and pharma startups. From May 2014 to February 2019, he served as Chief Financial Officer at Finox Biotech, which launched the first biosimilar recombinant follicle stimulating hormone (r-FSH) product to market. From November 2012 to July 2013, Luigi held leadership positions at Voisin Life Sciences Consulting SA as Chief Operating Officer. He also acted as Senior Director Strategy Development and Business Performance at Merck Serono from January 2010 to October 2012. Mr. Marro also held elevating strategic roles at Serono, prior to its acquisition by Merck. Mr. Marro holds a university degree in Demographic and Economical Statistic Sciences from La Sapienza in Rome as well as a Master of Business Administration from Luiss Management school in Rome.

Fabien de Ladonchamps is a biotech executive with 25 years of experience in finance and administrative roles, primarily with Swiss biotech companies. Mr. de Ladonchamps has been appointed Chief Executive Officer of ObsEva in May 2023. Prior to that, he was a member of ObsEva's Executive Committee from October 2013 to July 2022, during which he had held the roles of Chief Administrative Officer and Interim Chief Financial Officer. He also served as the sole finance and accounting officer for the Company for a total of four years during which over \$110 Million in equity proceeds were raised through private and public financing rounds. Mr. de Ladonchamps was instrumental in the Company's listings on both Nasdaq in 2017 and the Swiss Exchange in 2018. Prior to joining ObsEva, Mr. de Ladonchamps held a variety of management roles at Addex Therapeutics, from 2008 to 2013. Mr. de Ladonchamps holds a degree in Finance and Accounting from the Lyon III University in Lyon, France.

## **5 Elections to the Compensation Committee**

Proposals: The Board of Directors proposes the election, respectively re-election, of the following nominees for a term of one year expiring at the closing of the 2024 Annual General Meeting:

5.1 Re-election of Catarina Edfjäll as Member of the Compensation Committee

5.2 Election of Ernest Loumaye as Member of the Compensation Committee

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the general meeting of shareholders annually elects the members of the Compensation Committee.

Our Compensation Committee is presently composed of two members elected at the 2022 Annual General Meeting for a one-year term of office expiring at the closing of the 2023 Annual General Meeting. Edward Mathers is not standing for re-election as member of the Compensation Committee at the 2023 Annual General Meeting.

## **6 Re-election of PricewaterhouseCoopers SA as ObsEva SA's Auditors**

Proposal: The Board of Directors proposes the re-election of PricewaterhouseCoopers SA as ObsEva SA's auditors for the fiscal year 2023.

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the general meeting of shareholders elects the Company's auditors.

## **7 Re-election of Perréard de Boccard SA as Independent Representative**

Proposal: The Board of Directors proposes the re-election of Perréard de Boccard SA, Rue de la Coulouvrenière 29, 1204 Genève, as Independent Representative of shareholders for a one-year term expiring at the closing of the 2024 Annual General Meeting.

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the general meeting of shareholders elects the independent representative.

## **8 Compensation of the Board of Directors and the Executive Committee**

8.1 Consultative vote on the Compensation Report 2022

Proposal: The Board of Directors proposes that the compensation report 2022 be accepted (consultative vote).

Explanations: The compensation report contains the principles governing the compensation paid to the Board of Directors and the Executive Committee and reports on the amounts paid to the members of both bodies for 2022. The Board of Directors is submitting the compensation report 2022 to the shareholders for a consultative vote.

8.2 Approval of the Compensation of the Board of Directors

Proposal: The Board of Directors proposes that the shareholders approve a maximum aggregate amount of compensation of CHF 1,250,000 for the members of the Board of Directors for the period from the 2023 Annual General Meeting to the 2024 Annual General Meeting.

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the approval of the compensation of the Board of Directors lies within the powers of the general meeting of shareholders

### 8.3 Approval of the Compensation of the Executive Committee for the Fiscal Year 2024

Proposal: The Board of Directors proposes that the shareholders approve a maximum aggregate amount of compensation of CHF 1,500,000 for the members of the Executive Committee for the fiscal year 2024.

Explanations: Pursuant to Swiss law and the Company's Articles of Association, the approval of the compensation of the Executive Committee lies within the powers of the general meeting of shareholders.

## 9 Introduction of a Capital Band and Related Amendments to the Articles of Association

Proposal: The Board of Directors proposes to delete the current Article 5a relating to the authorized capital and to introduce a new Article 5a relating to the capital band as described below. Subject to the shareholders approving the introduction of a capital band replacing the current authorized capital increase, the Board of Directors proposes the current Article 17 of the Company's Articles of Association be amended in accordance with the revised Swiss Code of Obligations as described below.

Explanations: Under the revised Swiss Code of Obligations, the "capital band" replaces the authorized capital which is no longer available. The Board of Directors proposes a capital band up to 50% of the current share capital (i.e. 72,933,302 new shares) which shall be valid for a period of 5 years and which shall not allow for any capital reduction. Subject to the shareholders approving the introduction of a capital band, the current Article 17 of the Articles of Association will be amended to delete the reference to an authorized capital and, more generally, to take into account the revised Swiss Code of Obligations.

<b><i>Proposed text</i></b>	
<b><i>Article 5a : Marge de fluctuation</i></b>	<b><i>Article 5a: Capital band</i></b>
<p><i>La société a une marge de fluctuation du capital de 72'933'302 actions nominatives entièrement libérées d'une valeur nominale de CHF 1/13 chacune, de CHF 11'220'508 et 1/13 de franc (limite inférieure) à CHF 16'830'762 et 1/13 de franc (limite supérieure). Le conseil d'administration est autorisé à augmenter le capital-actions dans le cadre de la marge de fluctuation en une ou plusieurs tranches de montants variables jusqu'au 29 juin 2028, sous réserve de l'épuisement de la marge de fluctuation à une date antérieure.</i></p> <p><i>En cas d'augmentation du capital-actions décidée dans le cadre de la marge de fluctuation, le conseil d'administration détermine, dans la mesure du nécessaire, la nature des apports, le prix d'émission et la date de l'émission, les conditions d'exercice des droits préférentiels de souscription, l'allocation des droits préférentiels de souscription qui n'ont pas été</i></p>	<p><i>The company has a capital band of 72,933,302 fully paid-in registered shares with a par value of CHF 1/13 of a franc each, ranging from CHF 11,220,508 and 1/13 of a franc (lower limit) to CHF 16,830,762 and 1/13 of a franc (upper limit). The board of directors shall be authorised within the capital band to increase the share capital once or several times and in any amounts, until 29 June 2028, unless the capital band lapses at an earlier date.</i></p> <p><i>In the event of a capital increase within the framework of the capital band, the board of directors shall, to the extent necessary, determine the type of contributions, the issue price, the type of contribution, the issue price, the time of the issue, the conditions for the exercise of the pre-emptive rights, the allocation of pre-emptive rights which have not</i></p>

*exercés et la date à laquelle débute le droit au dividende. Dans ce contexte, le conseil d'administration peut émettre de nouvelles actions par voie de prise ferme ou d'autres formes de souscription par une ou plusieurs banques avec offre subséquente aux actionnaires ou à des tierces personnes. Le conseil d'administration peut permettre, restreindre ou exclure la négociation des droits préférentiels de souscription.*

*Si des droits préférentiels de souscription sont octroyés mais pas exercés, le conseil d'administration les utilise dans l'intérêt de la société.*

*Dans le cadre d'une augmentation du capital-actions, le conseil d'administration peut limiter ou supprimer les droits préférentiels de souscription des actionnaires et attribuer ces droits à des personnes tierces ou à la société elle-même lorsque les actions sont émises pour l'un des buts suivants: a) l'élargissement de l'actionnariat de la société dans certains marchés financiers ou dans la perspective d'une cotation, d'une admission au négoce ou d'un enregistrement de nouvelles actions à des bourses nationales ou étrangères; b) l'octroi d'une option de surallocation ("greenshoe") à un ou plusieurs souscripteurs en relation avec un placement d'actions; c) des placements d'actions si le prix d'émission est déterminé par référence au prix du marché; d) l'intéressement des employés, des membres du conseil d'administration ou de consultants de la société ou de l'une de ses filiales selon un ou plusieurs plans d'intéressement adoptés par le conseil d'administration; e) l'acquisition de sociétés, d'actifs de sociétés, de participations, de produits, de droits de propriété intellectuelle, de licences ou de nouveaux projets d'investissement ou encore pour des placements d'actions privés ou publics à des fins de financement et/ou refinancement de telles transactions; f) la levée de fonds propres de façon rapide et flexible, lorsqu'une telle transaction ne pourrait pas être réalisée, ou ne pourrait être réalisée qu'à des conditions moins favorables, sans l'exclusion du droit préférentiel de souscription des actionnaires existants; ou g) l'acquisition d'une participation dans la société par un partenaire stratégique (y compris dans le cas d'une offre publique d'acquisition).*

*been exercised, and the date on which the dividend entitlement starts. In this regard, the board of directors may issue new shares by means of underwriting or in any other manner by one or more banks and subsequent offer to shareholders or third parties. The board of directors is authorized to permit, to restrict or to exclude the trading of pre-emptive rights.*

*If pre-emptive rights are granted, but not exercised, the board of directors shall use the relevant shares in the interest of the company.*

*In the event of a share issue, the board of directors is authorized to withdraw or limit the pre-emptive rights of the shareholders, and to allocate them to third parties or to the company, in the event of use of the shares for the purpose of: a) expanding the shareholder base in certain capital markets or in the context of the listing, admission to official trading or registration of the shares at domestic or international stock exchanges; b) granting an over-allotment option ("greenshoe") to one or several underwriters in connection with a placement of shares; c) share placements, provided the issue price is determined by reference to market price; d) the participation of employees, members of the board of directors or consultants of the company or of one of its subsidiaries according to one or several equity incentive plans adopted by the board of directors; e) the acquisition of companies, company assets, participations, the acquisition of products, intellectual property rights, licenses or new investment projects or for public or private share placements for the financing and/or refinancing of such transactions; f) for raising equity capital in a fast and flexible manner as such transaction would be difficult to carry out, or could be carried out only at less favorable terms, without the exclusion of the pre-emptive rights of the existing shareholders; or g) the acquisition of a participation in the company by a strategic partner (including in the case of a public takeover offer).*

## **Proposed text**

### **Article 17 : Décisions et élections**

*Sauf disposition contraire de la loi ou de ces statuts, l'assemblée générale prend ses décisions et procède aux élections à la majorité absolue des voix exprimées.*

*En cas de partage égal des voix, celle du président est prépondérante.*

*Une décision de l'assemblée générale recueillant au moins les deux tiers des voix attribuées aux actions représentées et la majorité absolue des valeurs nominales représentées est nécessaire pour :*

- 1. la modification du but social ;*
- 2. la réunion d'actions, pour autant que le consentement de tous les actionnaires concernés ne soit pas requis ;*
- 3. l'augmentation du capital-actions au moyen des fonds propres, contre apport en nature ou par compensation, et pour l'attribution d'avantages particuliers ;*
- 4. la limitation ou la suppression du droit de souscription préférentiel ;*
- 5. la création d'un capital conditionnel, l'institution d'une marge de fluctuation du capital ;*
- 6. la transformation de bons de participations en actions ;*
- 7. la restriction de la transmissibilité des actions nominatives ;*
- 8. l'introduction d'actions à droit de vote privilégié ;*
- 9. le changement de la monnaie dans laquelle le capital-actions est fixé ;*
- 10. l'introduction de la voix prépondérante du président à l'assemblée générale ;*
- 11. l'introduction d'une disposition statutaire prévoyant la tenue de l'assemblée générale à l'étranger ;*

### **Article 17: Resolutions and elections**

*Unless required otherwise by law or these articles of association, the general meeting of shareholders shall make resolutions and proceed to elections by an absolute majority of the votes cast.*

*In the event the votes are evenly split, the chairman shall have a casting vote.*

*A resolution of the general meeting of shareholders approved by at least two thirds of the votes allotted to the shares represented at the meeting, and the absolute majority of the aggregate par value of the shares represented is necessary to:*

- 1. amend the purpose of the company;*
- 2. effect reverse share splits, unless the consent of all the shareholders concerned is required;*
- 3. increase the share capital through the conversion of capital surplus, through contribution in kind or for purposes of an acquisition of assets, or the granting of special privileges;*
- 4. limit or withdraw pre-emptive rights;*
- 5. conditionally authorize an increase in share capital, or introduce a capital band;*
- 6. convert participation certificates into shares;*
- 7. restrict the transferability of the registered shares;*
- 8. create shares with privileged voting rights;*
- 9. change the currency of the share capital;*
- 10. provide for a casting vote for the person chairing the general meeting of shareholders;*
- 11. authorize the general meeting of shareholders to be held abroad;*



12. <i>la décotation des titres de participation de la société ;</i>	12. <i>delist the shares of the company;</i>
13. <i>le transfert du siège de la société ;</i>	13. <i>relocate the registered office of the company;</i>
14. <i>l'introduction d'une clause d'arbitrage dans les statuts ;</i>	14. <i>introduce an arbitration clause in the articles of association;</i>
15. <i>la dissolution de la société ;</i>	15. <i>dissolve the company;</i>
16. <i>abroger ou modifier l'article 20 al. 1, de ces statuts ; ou</i>	16. <i>abrogate or amend Article 20 para. 1 of these articles of association; or</i>
17. <i>révoquer un membre en fonction du conseil d'administration.</i>	17. <i>remove a serving member of the board of directors.</i>
<i>Toute décision relative à la fusion, la scission ou la transformation de la société sera prise en conformité avec les dispositions de la loi fédérale suisse sur la fusion, la scission, la transformation et le transfert de patrimoine.</i>	<i>Any decision related to a merger, demerger or conversion of the company shall be taken in accordance with the Swiss Federal Act on Mergers, De-mergers, Transformations and Transfers of Businesses.</i>

## 10 Increase of ObsEva SA's Conditional Share Capital for Financing Purposes

**Proposal:** The Board of Directors proposes to increase by 35,869,210, corresponding to an increase from 18,598,619 to 54,467,829, the number of new ordinary shares that can be issued upon exercise of option and conversion rights that may be granted in connection with bonds, similar debt instruments, loans or other financial market instruments or contractual obligations of the Company or one of its subsidiaries, and/or upon exercise of option rights issued by the Company or one of its subsidiaries. For this purpose, the Board of Directors proposes to delete the current Article 5b relating to the conditional share capital for finance purposes, to create a new conditional share capital for financing purposes and that a new Article 5b be introduced in the Company's Articles of Association.

**Explanations:** Pursuant to Swiss law and the Company's Articles of Association, the introduction of a conditional share capital is subject to the approval of the general meeting of shareholders.

<i>Proposed text</i>	
<p><b>Article 5b : Capital conditionnel en vue de financement</b></p> <p><i>Le capital-actions de la société peut être augmenté d'un montant maximum total de CHF 4'189'833, par l'émission d'un maximum de 54'467'829 actions nominatives ordinaires, d'une valeur nominale de 1/13 de franc chacune, à libérer entièrement, suite à l'exercice de droits de conversion et/ou d'option accordés en relation avec des obligations, d'autres formes comparables de titres de dette, des emprunts ou d'autres instruments similaires du marché des capitaux ou des obligations contractuelles de la société ou de</i></p>	<p><b>Article 5b: Conditional share capital for financing purposes</b></p> <p><i>The company's share capital shall be increased by a maximum aggregate amount of CHF 4,189,833, through the issuance of not more than 54,467,829 registered shares, which will have to be fully paid-in, with a par value of 1/13 of a franc each, by the exercise of option and conversion rights which are granted in connection with bonds, similar debt instruments, loans or other financial market instruments or contractual obligations of the company or one of its subsidiaries, and/or by the exercise of option rights issued by the company or</i></p>

*l'une de ses filiales, et/ou par l'exercice de droits d'option émis par la société ou l'une de ses filiales (les "instruments financiers"). La déclaration d'exercice des droits de conversion et/ou d'option ainsi que la renonciation à ces droits peuvent être communiquées par écrit ou par voie électronique. Le droit préférentiel de souscription des actionnaires est exclu. Le droit de souscrire les nouvelles actions appartient aux détenteurs des instruments financiers. Le conseil d'administration fixe les conditions des instruments financiers.*

*Lors de l'émission d'instruments financiers, le conseil d'administration peut limiter ou exclure les droits des actionnaires de souscrire les instruments financiers par préférence dans les cas suivants:*

*a) pour financer ou refinancer l'acquisition d'entreprises ou de parts d'entreprise, ou de nouvelles participations, produits, droits de propriété intellectuelle, licences, ou pour favoriser des coopérations ou nouveaux plans d'investissements de la société;*

*b) si l'émission se fait sur des marchés internationaux des capitaux, y compris par placement privé; ou*

*c) en vue de la souscription des instruments financiers par une institution bancaire ou un consortium de banques avec offre publique subséquente.*

*Si le droit des actionnaires de souscrire aux instruments financiers par préférence est exclu, (i) les instruments financiers doivent être attribués aux conditions du marché; (ii) la période d'exercice, la période d'échange ou la période de conversion des instruments financiers ne doit pas dépasser 10 ans à partir de la date à laquelle ces instruments sont émis; et (iii) le prix de conversion, le prix d'échange ou tout autre prix d'exercice des instruments financiers doit être fixé par référence aux conditions du marché.*

*one of its subsidiaries ("financial instruments"). The conversion and option rights may be exercised or waived in writing or by electronic means. The pre-emptive rights of shareholders are excluded. The right to subscribe for the new shares shall be held by the holders of the financial instruments. The board of directors shall determine the terms of the financial instruments.*

*When issuing financial instruments, the board of directors shall have the right to limit or exclude the right of shareholders to subscribe for the financial instruments by preference:*

*a) for the purpose of financing or refinancing the acquisition of enterprises, divisions thereof, or of participations, products, intellectual property rights, licenses, cooperations or of newly planned investments of the company;*

*b) if the issuance is made on domestic or international capital markets, including by means of private placements; or*

*c) for purposes of an underwriting of the financial instruments by a banking institution or a consortium of banks with subsequent offering to the public.*

*To the extent that the right of shareholders to subscribe for the financial instruments by preference is excluded, (i) the financial instruments shall be placed at market conditions; (ii) the exercise period, the conversion period or the exchange period of the financial instruments shall not exceed 10 years as of the date of the issue; and (iii) the conversion price, the exchange price or other exercise price of the financial instruments shall be determined by reference to market prices.*

Plan-les-Ouates, June 8, 2023  
For the Board of Directors

Ernest Loumaye, Chairman of the Board

## ORGANIZATIONAL MATTERS

### A Annual Report and Invitation

The annual report, including the management report, the statutory financial statements, the consolidated financial statements and the compensation report of ObsEva SA (the "**Company**") for the 2022 fiscal year, as well as the corresponding Auditor's reports for 2022, is available for download in the "Investors" section of the Company's website ([www.obseva.com](http://www.obseva.com)).

The invitation is available for download in the "Investors" section of the Company's website ([www.obseva.com](http://www.obseva.com)).

### B Voting Rights

Shareholders registered in the share register with voting rights on June 15, 2023, at 23:00 Central European Summer Time (the "**Record Date**") are entitled to participate in and vote at the 2023 Annual General Meeting (the "**AGM**"). No shareholder will be entered in the Company's share register as a shareholder with voting rights between the Record Date and the opening of business on the day following the AGM. The registration of shareholders for voting purposes does not impact trading of the Company's shares held by registered shareholders before, during or after the AGM.

### C Attending the Annual General Meeting

A registration card will be mailed to shareholders from June 8, 2023, together with a reply slip for requesting an admission card to the 2023 Annual General Meeting. The duly completed reply slip should be sent by return mail to Computershare Suisse SA, ObsEva SA, P.O. Box, CH-4601 Olten. Admission cards will be sent to shareholders from June 22, 2023. Shareholders may also order their admission cards through the Gvote web service for investors ([www.gvote.ch](http://www.gvote.ch)). To do this, they must have a Gvote account, which can be opened using the procedure appended to the registration card.

### D Granting of Proxy to the Independent Representative or a Third Party

Shareholders who do not attend the AGM in person may have their shares represented by proxy by the independent representative, Perréard de Boccard SA, Swiss law firm, rue de la Coulouvrenière 29, 1204 Geneva, Switzerland (the "**Independent Representative**"). Alternatively, shareholders who do not attend the AGM in person may grant a proxy in writing to a third party.

If you wish to be represented at the AGM by the Independent Representative, please complete the proxy form you will have received with the registration card with your voting instructions to the Independent Representative. The duly completed proxy form must be mailed either to Computershare Schweiz AG, ObsEva SA, P.O. Box, CH-4601 Olten, or directly to the Independent Representative, not later than June 27, 2023. Proxy forms arriving after the deadline will not be taken into consideration.

If you wish to be represented at the AGM by a third party, please request an admission card by sending the reply slip to Computershare Suisse SA, ObsEva SA, PO Box, CH-4601 Olten. The duly completed admission card is to be handed over to the third party with a written power of attorney. Such third party will be required to present the admission card together with a valid government issued proof of identification.

**E      Online voting**

ObsEva SA further provides the possibility to shareholders to vote online. Shareholders may digitally dispatch their voting instructions to the independent representative using Computershare's Gvote portal. Personal log-in keys and detailed instructions regarding the portal are sent together with the registration card to the AGM. Electronic voting instructions must be submitted no later than by June 27, 2023, at 11:59 p.m. Central European Summer Time. Electronic voting instructions submitted after the deadline will not be taken into consideration.

**F      Contact**

For information on the AGM, please contact:

ObsEva SA  
Attn. Investor Relations  
Chemin des Aulx 12  
1228 Plan-les-Ouates, Switzerland  
E-mail: [IR@obseva.ch](mailto:IR@obseva.ch)