
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of March 2021.

Commission File Number: 001-37384

GALAPAGOS NV
(Translation of registrant's name into English)

Generaal De Wittelaan L11 A3 2800 Mechelen, Belgium
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

EXPLANATORY NOTE

Enclosed hereto are copies of the following items in connection with Galapagos NV's annual report for the financial year 2020 and its Annual Shareholders' Meeting that will be held on Wednesday, April 28, 2021 at 2:00 p.m. (CET), at the registered office of Galapagos NV.

The information contained in this Form 6-K, including, Exhibits 99.2, 99.3, 99.4, 99.5, 99.6, 99.7, and 99.8, is hereby incorporated by reference into the Company's Registration Statements on Forms F-3 (File No. 333-230639) and S-8 (File Nos. 333-204567, 333-208697, 333-211834, 333-215783, 333-218160, 333-225263, 333-231765, 333-249416). The information contained in Exhibit 99.1 to this Form 6-K is intended to be furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release issued on March 25, 2021
99.2	Convening Notice for the Annual Shareholders' Meeting of Galapagos NV to be held on April 28, 2021 (English translation)
99.3	Proxy Form for the Annual Shareholders' Meeting to be held on April 28, 2021
99.4	Depositary's Notice of the Annual Shareholders' Meeting to be held on April 28, 2021
99.5	Voting Instructions for holders of American Depositary Shares for the Annual Shareholders' Meeting to be held on April 28, 2021
99.6	Notification of Participation Form for the Annual Shareholders' Meeting to be held on April 28, 2021
99.7	Overview of Outstanding Shares and Voting Rights for the Annual Shareholders' Meeting to be held on April 28, 2021
99.8	Remote Voting Instructions for holders of Ordinary Shares for the Annual Shareholders' Meeting to be held on April 28, 2021

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: March 25, 2021

GALAPAGOS NV

(Registrant)

/s/ Xavier Maes

Xavier Maes

Company Secretary



**Publication of the annual report and invitation to the
ordinary shareholders' meeting**

Mechelen, Belgium; 25 March 2021; 21.01 CET; regulated information – Galapagos NV (Euronext & NASDAQ: GLPG) published its annual report for the financial year 2020.

The annual report for the financial year 2020, including a review of figures and performance, is available online at <https://www.glpjg.com/financial-reports> and can also be downloaded as PDF. Our annual 2020 Form 20-F filing with the SEC is also available at www.sec.gov/edgar.

Furthermore, Galapagos has the honor to invite its shareholders, holders of subscription rights, board members, and statutory auditor to its annual (ordinary) shareholders' meeting that will be held on Wednesday 28 April 2021 at 2:00 p.m. (CET) at the Company's registered office.

The items on the agenda of the ordinary shareholders' meeting include, amongst other items, the reappointments of Dr. Raj Parekh as a non-executive member of the supervisory board for four years and Katrine Bosley as an independent non-executive member of the supervisory board for one year.

In order to be admitted to the shareholders' meeting, the holders of securities issued by the Company must comply with article 7:134 of the Belgian Code of Companies and Associations and article 24 of the Company's articles of association, and fulfill the formalities described in the convening notice. The convening notice and other documents pertaining to the shareholders' meeting can be consulted on our website, www.glpjg.com/shareholders-meetings.

In light of the COVID-19 pandemic, it is currently envisaged that the measures imposed by the Belgian government to deal with this pandemic, such as the obligation to guarantee a distance of 1.5 meters between each person, may still be in effect as of Wednesday 28 April 2021, date of the Company's annual shareholders' meeting. These measures are in the interest of the health of individual securities holders, as well as of the employees of the Company and others who are responsible for organizing the shareholders' meeting. It can also not be excluded that the Belgian government will again impose additional measures. We are monitoring the situation closely and will, if necessary, disclose additional relevant information and measures affecting the ordinary general meeting on the Galapagos website (<https://www.glpjg.com/shareholders-meetings>). In light of this, the Company recommends that shareholders who wish to participate in the annual shareholders' meeting exercise as much as practically possible the right to vote by letter or by proxy to the general counsel. Moreover, holders of securities of the Company are encouraged to exercise their right to ask questions related to the items on the agenda of the general shareholders' meeting in writing.

About Galapagos

Galapagos NV discovers and develops small molecule medicines with novel modes of action, several of which show promising patient results and are currently in late-stage development in multiple diseases. Our pipeline comprises Phase 3 through to discovery programs in inflammation, fibrosis, and other indications. Our ambition is to become a leading global biopharmaceutical company focused on the discovery, development and commercialization of innovative medicines. More information at www.glpjg.com.

Contacts

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Forward-looking statements

This release may contain forward-looking statements. Such forward-looking statements are not guarantees of future results. These forward-looking statements speak only as of the date of publication of this document. Galapagos expressly disclaims any obligation to update any forward-looking statements in this document, unless specifically required by law or regulation.

Disclaimer

The contents of our website, including the annual report for the financial year 2020, and any other website that may be accessed from our website, shall not be deemed incorporated by reference in any filing under the Securities Act of 1933.



Free translation for information purposes

GALAPAGOS
Limited Liability Company
Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium
Company Number: 0466.460.429
RLE Antwerp (division Mechelen)

Invitation to the Annual Shareholders' Meeting to be held on 28 April 2021

The supervisory board of Galapagos NV (hereinafter the “**Company**” or “**Galapagos**”) has the honor to invite the shareholders, holders of subscription rights, the members of the supervisory board and statutory auditor of the Company to the annual shareholders' meeting that will be held on Wednesday 28 April 2021 at 2:00 p.m. (Belgian time) at the registered office of the Company.

In light of the COVID-19 pandemic, it is currently envisaged that the measures imposed by the Belgian government to deal with this pandemic, such as the obligation to guarantee a distance of 1.5 meters between each person, may still be in effect as of Wednesday 28 April 2021, date of the Company's annual shareholders' meeting. These measures are in the interest of the health of individual securities holders, as well as of the employees of the Company and others who are responsible for organizing the shareholders' meeting. It can also not be excluded that the Belgian government will again impose additional measures. We are monitoring the situation closely and will, if necessary, disclose additional relevant information and measures affecting the ordinary general meeting on the Galapagos website (<https://www.glp.com/shareholders-meetings>). In light of this, the Company recommends that shareholders who wish to participate in the annual shareholders' meeting exercise as much as practically possible the right to vote by letter or by proxy to the general counsel. Moreover, holders of securities of the Company are encouraged to exercise their right to ask questions related to the items on the agenda of the general shareholders' meeting in writing. The modalities of the aforementioned ways to participate in the annual shareholders' meeting are set out in this convening notice and in the relevant forms to vote by letter or by proxy.

Agenda and proposed resolutions

1. Acknowledgement and discussion of the annual report of the supervisory board relating to the non- consolidated and consolidated annual accounts of the Company for the financial year ended on 31 December 2020, and of the report of the statutory auditor relating to the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020.
2. Acknowledgement and approval of the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020 and approval of the allocation of the annual result as proposed by the supervisory board.
Proposed resolution: The shareholders' meeting resolves to approve the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020, as well as the allocation of the annual result as proposed by the supervisory board.
3. Acknowledgement and discussion of the report of the statutory auditor relating to the consolidated annual accounts of the Company for the financial year ended on 31 December 2020.
4. Acknowledgement and discussion of the consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

5. Acknowledgement and approval of the remuneration report.

Proposed resolution: The shareholders' meeting resolves to approve the remuneration report.

6. Release from liability to be granted to the members of the supervisory board, the members of the former board of directors and the statutory auditor for the performance of their duties in the course of the financial year ended on 31 December 2020.

Proposed resolution: The shareholders' meeting resolves, by separate vote, to release each member of the supervisory board, each member of the former board of directors, and the statutory auditor from any liability arising from the performance of their duties during the last financial year.

7. Acknowledgment of the remuneration of the statutory auditor for financial year ended on 31 December 2020. The supervisory board approved an additional fee of €475,000 in connection with the exceptional audit activities performed by the statutory auditor in light of the implementation of Systems, Applications, and Products in Data Processing (SAP) as a new enterprise resource management system.

8. Re-appointment of the members of the supervisory board.

Proposed resolutions:

- (i) Upon the proposal of the supervisory board and in accordance with the advice of the Company's nomination and remuneration committee, the shareholders' meeting resolves to re-appoint Katrine Bosley (residing in Cambridge, United States) as independent member of the supervisory board of the Company, for a period of one year ending immediately after the annual shareholders' meeting to be held in 2022 and to confirm her mandate as independent member of the supervisory board as she still meets the independence criteria set forth in article 7:106 *juncto* article 7:87 of the Belgian Companies and Associations Code and article 3.5 of the Belgian Corporate Governance Code 2020 and since Katrine Bosley has explicitly declared not to have any (and the supervisory board is not aware of any) connections with any company which would interfere with her independence. The mandate of Katrine Bosley is remunerated as provided for independent members of the supervisory board in the remuneration report included in the annual report of the supervisory board for the financial year ended on 31 December 2020.
- (ii) Upon the proposal of the supervisory board and in accordance with the advice of the Company's nomination and remuneration committee, the shareholders' meeting resolves to re-appoint Raj Parekh (residing in Oxford, United Kingdom) as member of the supervisory board of the Company, for a period of four years ending immediately after the annual shareholders' meeting to be held in 2025. The mandate of Raj Parekh is remunerated as provided for non-executive members of the supervisory board in the remuneration report included in the annual report of the supervisory board for the financial year ended on 31 December 2020.

Registration and admission formalities

In order to be admitted to the shareholders' meeting, the holders of securities issued by the Company must comply with article 7:134 of the Belgian Companies and Associations Code and article 24 of the articles of association of the Company, and fulfill the formalities and make the notifications described below.

The holders of subscription rights issued by the Company can, in accordance with article 7:135 of the Belgian Companies and Associations Code only attend the shareholders' meeting with a consultative vote.

In light of the COVID-19 pandemic, the Company recommends that shareholders who wish to participate in the annual shareholders' meeting exercise as much as practically possible the right to vote by letter or by proxy to the general counsel.

1 Holders of registered shares and subscription rights

The holders of registered shares and subscription rights are entitled to participate in, and in the case of shares to vote at, the shareholders' meeting, provided that:

- their shares or subscription rights are recorded in their name in the register of registered shares or subscription rights at midnight (24:00) (Belgian time) on 14 April 2021 (the "**record date**"), irrespective of the number of shares or subscription rights that they own on the date of the shareholders' meeting; and
- they notify the Company in writing of (i) their intention to participate in the shareholders' meeting, and (ii) the number of securities for which they wish to participate in the shareholders' meeting, by means of a signed form that must be received by the Company **at the latest on 22 April 2021**; a model of this form is available on the Company's website under the tab "Investors > Shareholder Information > Shareholders' Meetings" (www.glpjg.com).

This notification must be submitted to Galapagos by e-mail (shareholders@glpg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium). In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

2 Holders of dematerialized shares

The holders of dematerialized shares are entitled to participate in, and to vote at, the shareholders' meeting, provided that:

- their shares are recorded in their name in the accounts of a recognized account holder or a settlement institution at midnight (24:00) (Belgian time) on 14 April 2021 (the "**record date**"), irrespective of the number of shares that they own on the date of the shareholders' meeting; and
- **at the latest on 22 April 2021**, they provide the Company with, or arrange for the Company to be provided with, a certificate (issued by a recognized account holder or the settlement institution) certifying the number of dematerialized shares recorded in the shareholder's accounts on the record date in respect of which the shareholder has indicated his intention to participate in the shareholders' meeting.

This certificate must be submitted to Galapagos by e-mail (shareholders@glpg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium). In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

Only persons who are a shareholder of the Company on the record date (14 April 2021) and who have indicated their intention to participate in the shareholders' meeting as set out above will be entitled to participate in the shareholders' meeting. The shares are not blocked as a result of the above-mentioned process. As a result, the shareholders are free to dispose of their shares after the record date.

Proxy

In accordance with article 25 of the articles of association of the Company, shareholders having complied with the registration and admission formalities set out above may be represented at the shareholders' meeting by the general counsel as proxy holder, provided that the proxy contains specific voting instructions for each item on the agenda of the shareholders' meeting.

Shareholders who so wish to be represented by proxy should use the proxy form (with voting instructions) made available on the Company's website under the tab "Investors > Shareholder Information > Shareholders' Meetings" (www.glpjg.com).

The signed proxy form must be submitted to Galapagos by e-mail (shareholders@glpg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium), and must reach Galapagos by **no later than 22 April 2021**. In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

Remote voting

In accordance with article 7:146 of Belgian Companies and Associations Code and article 25 of the articles of association of the Company, shareholders are allowed to vote remotely, prior to the shareholders' meeting, by letter, by means of a form available on the Company's website under the tab "Investors > Shareholder Information > Shareholders' Meetings" (www.glpjg.com).

The signed form must be submitted to Galapagos by e-mail (shareholders@glpjg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium), and must reach Galapagos by **no later than 22 April 2021**. In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

Right to ask questions

In accordance with article 7:139 of the Belgian Companies and Associations Code and article 29 of the articles of association of the Company, all shareholders and holders of subscription rights are entitled, whether during the shareholders' meeting or in writing before the meeting, to ask questions to the supervisory board members with respect to their report(s) or the agenda items and to the statutory auditor with respect to its report. In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

Questions asked in writing will only be answered if the relevant shareholder or holder of subscription rights has fulfilled the registration and vote formalities set out above and if the written question has been received by the Company **at the latest on 22 April 2021**.

Such written questions must be submitted to Galapagos by e-mail (shareholders@glpjg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium). In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

Right to add agenda items

In accordance with article 7:130 of the Belgian Companies and Associations Code and article 23 of the articles of association of the Company, one or more shareholders, who together possess at least three per cent (3%) of the Company's share capital, may request for items to be added to the agenda of the shareholders' meeting and submit proposed resolutions in relation to existing agenda items or new items to be added to the agenda. Such requests, along with proof of ownership of the required participation, and, as the case may be, the text of the items to be dealt with and the related proposed resolutions, must be submitted to Galapagos by e-mail (shareholders@glpjg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium), and must reach Galapagos by **no later than 6 April 2021**. As the case may be, Galapagos shall publish the modified agenda at the latest on 13 April 2021.

Availability of documents

The documentation relating to this shareholders' meeting or that must be made available pursuant to law, as well as the total number of shares and voting rights at the date of the convening notice, are available on the Company's website under the tab "Investors > Shareholder Information > Shareholders' Meetings" (www.glpjg.com). Hard copies of these documents can be obtained at no cost by simple request via e-mail (shareholders@glpjg.com), post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium), or telephone (+32 15 342 900).

Please address any requests for more information to Galapagos' Legal Department (+32 15 342 900). Correspondence can be sent to Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium (e-mail: shareholders@glpjg.com). In view of the COVID-19 pandemic, shareholders and holders of subscription rights are strongly encouraged to use e-mail for all correspondence relating to the shareholders' meeting.

Miscellaneous

In order to facilitate an expedient registration, the participants are requested to be present at least fifteen minutes prior to the start of the shareholders' meeting.

The natural persons who intend to attend the shareholders' meeting in their capacity of owners of securities, proxy holders or representatives of a legal entity must be able to provide evidence of their identity in order to be granted access to the shareholders' meeting. The representatives of legal entities must hand over the documents establishing their capacity as corporate representative or attorney-in-fact. These documents will be verified immediately before the start of the meeting.

In light of the COVID-19 pandemic, the Company recommends that shareholders who wish to participate in the annual shareholders' meeting exercise as much as practically possible the right to vote by letter or by proxy to the general counsel, and make use of the possibility to ask questions in writing, thereby limiting in-person attendances as much as possible.

Data protection

The Company is responsible for the processing of personal data it receives from, or collects about, holders of securities issued by the Company and proxy holders in the context of general shareholders' meeting. The processing of such data will be carried out for the purposes of the organization and conduct of the relevant general shareholders' meeting, including the convening notices, registrations, attendance and voting, as well as for maintaining lists or registers of security holders, and the analysis of the investor and security holder base of the Company. The data include, amongst others, identification data, the number and nature of securities of a holder of securities issued by the Company, proxies and voting instructions. This data may also be transferred to third parties for the purposes of assistance or services to the Company in connection with the foregoing. The processing of such data will be carried out, *mutatis mutandis*, in accordance with the Company's Privacy & Cookie Statement, available on the Company's website (<https://www.glpj.com/privacy-notice>). The Company draws the attention of the holders of securities issued by the Company and proxy holders to the description of the rights they may have as data subjects, such as, among others, the right to access, the right to rectify and the right to object to processing, which are outlined in the section 'Your rights' of the aforementioned Privacy & Cookie Statement. All this does not affect the rules that apply in connection with the registration and participation to the general shareholders' meeting. To exercise rights as a data subject and for all other information regarding the processing of personal data by or on behalf of the Company, the Company can be contacted by e-mail at dpo@glpj.com.

The supervisory board

Volmacht
(enkel te gebruiken door aandeelhouders)

Proxy
(to be used by shareholders only)

De ondergetekende:

The undersigned:

(Naam en adres / Name and address)

hierin optredend als lastgever,

eigenaar van het volgende aantal aandelen in **Galapagos NV** (naamloze vennootschap naar Belgisch recht met zetel te Generaal De Wittelaan L11 A3, 2800 Mechelen, België, ingeschreven in het Rechtspersonenregister (Antwerpen, afdeling Mechelen) onder nummer 0466.460.429) (de “**Vennootschap**”):

herein acting as grantor of a proxy,

owner of the following number of shares in **Galapagos NV** (public limited liability company organized under the laws of Belgium with registered office at Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium, registered with the Register of Legal Entities (Antwerp, division Mechelen) under number 0466.460.429) (the “**Company**”):

(Aantal aandelen op naam / Number of registered shares)

(Aantal gedematerialiseerde aandelen / Number of dematerialized shares)

stelt hiermee aan tot zijn/haar volmachtdrager:

herewith appoints as his/her proxy holder:

Xavier Maes, *General Counsel* van/of Galapagos NV, p/a Generaal De Wittelaan L11 A3, 2800 Mechelen, België/Belgium

(Naam en adres van de gevollmachtigde / Name and address of the proxy holder)

hierna de “**volmachtdrager**”,

aan wie hij/zij volmacht geeft tot bijwoning van en om stemrechten uit te oefenen tijdens de gewone algemene vergadering van de Vennootschap die zal plaatsvinden op woensdag 28 april 2021 om 14 uur (Belgische tijd) op de zetel van de Vennootschap (Generaal De Wittelaan L11 A3, 2800 Mechelen, België), alsmede elke andere aandeelhoudersvergadering met dezelfde agenda die daarna zou worden bijeengeroepen als gevolg van uitstel of verdaging, met als bedoeling de hierna uiteengezette agenda in overweging te nemen en om, voor dit doel, deel te nemen aan alle activiteiten, te stemmen of zich te onthouden, notulen en andere stukken te ondertekenen, woonplaats te kiezen, subdelegatie te geven, en meer in het algemeen te doen wat nuttig of noodzakelijk wordt geacht door de volmachtdrager.

*Indien overeenkomstig artikel 7:130 van het Wetboek van Vennootschappen en Verenigingen van 23 maart 2019, zoals gewijzigd (het “**Wetboek van Vennootschappen en Verenigingen**”) nieuw te behandelen onderwerpen op de agenda zijn opgenomen nadat onderhavige volmacht ter kennis van de Vennootschap is gebracht, zal de volmachtdrager ook over deze nieuwe agendapunten kunnen stemmen voor zover de volmachtdrager daarbij geen ander belang dan het belang van ondergetekende aandeelhouder nastreeft.*

Bij gebrek aan een specifieke steminstructie voor een bepaald agendapunt zal de volmachtdrager gerechtigd zijn “voor” het voorstel tot besluit te stemmen.

hereinafter the “**proxy holder**”,

to whom he/she gives power of attorney to attend and exercise voting rights at the annual shareholders' meeting of the Company to be held on Wednesday 28 April 2021 at 2:00 p.m. (Belgian time) at the offices of the Company (Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium), as well as at any other shareholders' meeting with the same agenda that may be convened subsequently as a result of delay or adjournment, for the purpose of considering the agendas set forth below, and for this purpose, to take part in all proceedings, to vote or abstain, to sign any minutes and other items, to elect domicile, to sub-delegate authority, and more generally to do anything the proxy holder deems useful or necessary.

*If pursuant to article 7:130 of the Belgian Companies and Associations Code of 23 March 2019, as amended (the “**Companies and Associations Code**”) new items to be dealt with are included in the agenda after the present proxy form has been submitted to the Company, the proxy holder shall be entitled to vote on such new agenda items insofar as the proxy holder, by doing so, does not pursue another interest than the interest of the undersigned shareholder.*

If no specific voting instruction is given for a specific item on the agenda, the proxy holder will be entitled to vote “in favor” of the proposed resolution.

Deze volmacht is geen verzoek tot verlening van volmacht overeenkomstig de bepalingen van artikel 7:144 of 7:145 van het Wetboek van Vennootschappen en Verenigingen.

Deze volmacht dient handgeschreven of elektronisch te worden ondertekend. Indien gebruik wordt gemaakt van de mogelijkheid om deze volmacht elektronisch te ondertekenen, dient het te gaan om een elektronische handtekening in de zin van artikel 3.10 van Verordening (EU) Nr. 910/2014 van het Europees Parlement en de Raad van 23 juli 2014 betreffende elektronische identificatie en vertrouwensdiensten voor elektronische transacties in de interne markt en tot intrekking van Richtlijn 1999/93/EG, zoals gewijzigd, of een gekwalificeerde elektronische handtekening in de zin van artikel 3.12 van dezelfde Verordening.

This proxy does not constitute an application for a power of attorney in accordance with the provisions of article 7:144 or 7:145 of the Companies and Associations Code.

This proxy should be signed either in handwriting or electronically. If the opportunity to sign this proxy form electronically is made use of, it must be an electronic signature within the meaning of Article 3.10 of Regulation (EU) No 910/2014 of the European Parliament and of the Council of 23 July 2014 on electronic identification and trust services for electronic transactions in the internal market and repealing Directive 1999/93/EC, as amended, or a qualified electronic signature within the meaning of article 3.12 of the same Regulation.

Agenda

1. Kennisname en bespreking van het jaarverslag van de raad van toezicht betreffende de statutaire en geconsolideerde jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020, en van het verslag van de commissaris over de statutaire jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020.

2. Kennisname en goedkeuring van de statutaire jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020 en goedkeuring van de door de raad van toezicht voorgestelde bestemming van het jaarresultaat.

Voorstel van besluit: De algemene vergadering besluit om de statutaire jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020 goed te keuren, alsook de door de raad van toezicht voorgestelde bestemming van het resultaat.

1. Acknowledgement and discussion of the annual report of the supervisory board relating to the non-consolidated and consolidated annual accounts of the Company for the financial year ended on 31 December 2020, and of the report of the statutory auditor relating to the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

2. Acknowledgement and approval of the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020 and approval of the allocation of the annual result as proposed by the supervisory board.

Proposed resolution: The shareholders' meeting resolves to approve the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020, as well as the allocation of the annual result as proposed by the supervisory board.

Agendapunt 2 - Steminstructie:

Voor / In favor

Tegen / Against

Agenda item 2 - Voting instruction:

Onthouding / Abstention

3. Kennisname en bespreking van het verslag van de commissaris betreffende de geconsolideerde jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020.

4. Kennisname en bespreking van de geconsolideerde jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020.

5. Kennisname en goedkeuring van het remuneratieverslag.

Voorstel van besluit: De algemene vergadering besluit om het remuneratieverslag goed te keuren.

3. Acknowledgement and discussion of the report of the statutory auditor relating to the consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

4. Acknowledgement and discussion of the consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

5. Acknowledgement and approval of the remuneration report.

Proposed resolution: The shareholders' meeting resolves to approve the remuneration report.

Agendapunt 5 - Steminstructie:

Voor / In favor

Tegen / Against

Agenda item 5 - Voting instruction:

Onthouding / Abstention

6. Kwijting aan de leden van de raad van toezicht, de leden van de voormalige raad van bestuur en de commissaris voor de uitoefening van hun mandaat uitgevoerd tijdens het boekjaar geëindigd op 31 december 2020.

6. Release from liability to be granted to the members of the supervisory board, the members of the former board of directors and the statutory auditor for the performance of their duties in the course of the financial year ended on 31 December 2020.

Voorstel van besluit: De algemene vergadering besluit, bij afzonderlijke stemming, om kwijting te geven aan elk lid van de raad van toezicht, aan elk lid van de voormalige raad van bestuur, en aan de commissaris voor alle aansprakelijkheid voortvloeiend uit de uitoefening van hun mandaat gedurende het afgelopen boekjaar.

Proposed resolution: The shareholders' meeting resolves, by separate vote, to release each member of the supervisory board, each member of the former board of directors, and the statutory auditor from any liability arising from the performance of their duties during the last financial year.

Agendapunt 6 - Steminstructie:

Voor / In favor

Tegen / Against

Agenda item 6 - Voting instruction:

Onthouding / Abstention

7. Kennisname van de bezoldiging van de commissaris voor het boekjaar geëindigd op 31 december 2020. De raad van toezicht heeft een bijkomende vergoeding ten bedrage van €475.000 goedgekeurd met betrekking tot de uitzonderlijke controlewerkzaamheden uitgevoerd door de commissaris in het kader van de implementatie van Systems, Applications, and Products in Data Processing (SAP) als een nieuw enterprise resource management systeem.

7. Acknowledgment of the remuneration of the statutory auditor for financial year ended on 31 December 2020. The supervisory board approved an additional fee of €475,000 in connection with the exceptional audit activities performed by the statutory auditor in light of the implementation of Systems, Applications, and Products in Data Processing (SAP) as a new enterprise resource management system.

8(i). Herbenoeming van de leden van de raad van toezicht – Katrine Bosley

8(i). Re-appointment of the members of the supervisory board – Katrine Bosley

Voorstel van besluit: Op voorstel van de raad van toezicht en in overeenstemming met het advies van het benoemings- en remuneratiecomité van de Vennootschap, besluit de algemene vergadering om Katrine Bosley (woonachtig te Cambridge, Verenigde Staten) te herbenoemen als onafhankelijk lid van de raad van toezicht van de Vennootschap, voor een periode van een jaar die een einde neemt onmiddellijk na de algemene vergadering te houden in 2022, en om haar mandaat als onafhankelijk lid van de raad van toezicht te bevestigen, omdat zij nog steeds beantwoordt aan de onafhankelijkheidscriteria van artikel 7:106 juncto 7:87 van het Wetboek van Vennootschappen en Verenigingen en bepaling 3.5 van de Belgische Corporate Governance Code 2020 en omdat Katrine Bosley uitdrukkelijk heeft verklaard geen (en de raad van toezicht evenmin op de hoogte is van enige) banden met een vennootschap te hebben die haar onafhankelijkheid in het gedrang zouden brengen. Het mandaat van Katrine Bosley wordt vergoed zoals voorzien voor onafhankelijke leden van de raad van toezicht in het remuneratieverslag dat is opgenomen in het jaarverslag van de raad van toezicht over het boekjaar geëindigd op 31 december 2020.

Proposed resolution: Upon the proposal of the supervisory board and in accordance with the advice of the Company's nomination and remuneration committee, the shareholders' meeting resolves to re-appoint Katrine Bosley (residing in Cambridge, United States) as independent member of the supervisory board of the Company, for a period of one year ending immediately after the annual shareholders' meeting to be held in 2022 and to confirm her mandate as independent member of the supervisory board as she still meets the independence criteria set forth in article 7:106 juncto article 7:87 of the Companies and Associations Code and article 3.5 of the Belgian Corporate Governance Code 2020 and since Katrine Bosley has explicitly declared not to have any (and the supervisory board is not aware of any) connections with any company which would interfere with her independence. The mandate of Katrine Bosley is remunerated as provided for independent members of the supervisory board in the remuneration report included in the annual report of the supervisory board for the financial year ended on 31 December 2020.

Agendapunt 8(ii) - Steminstructie:

Voor / In favor

Tegen / Against

Agenda item 8(ii) - Voting instruction:

Onthouding / Abstention

8(ii). Herbenoeming van de leden van de raad van toezicht – Raj Parekh

8(ii). Re-appointment of the members of the supervisory board – Raj Parekh

Voorstel van besluit: Op voorstel van de raad van toezicht en in overeenstemming met het advies van het benoemings- en remuneratiecomité van de Vennootschap, besluit de algemene vergadering om Raj Parekh (woonachtig te Oxford, Verenigd Koninkrijk) te herbenoemen als lid van de raad van toezicht van de Vennootschap voor een periode van vier jaar

Proposed resolution: Upon the proposal of the supervisory board and in accordance with the advice of the Company's nomination and remuneration committee, the shareholders' meeting resolves to re-appoint Raj Parekh (residing in Oxford, United Kingdom) as member of the supervisory board of the Company, for a period of four years ending immediately after

die een einde neemt onmiddellijk na de algemene vergadering te houden in 2025. Het mandaat van Raj Parekh wordt vergoed zoals voorzien voor niet-uitvoerende leden van de raad van toezicht in het remuneratieverslag dat is opgenomen in het jaarverslag van de raad van toezicht over het boekjaar geëindigd op 31 december 2020.

the annual shareholders' meeting to be held in 2025. The mandate of Raj Parekh is remunerated as provided for non-executive members of the supervisory board in the remuneration report included in the annual report of the supervisory board for the financial year ended on 31 December 2020.

Agendapunt 8(ii) - Steminstructie:

Voor / In favor

Tegen / Against

Onthouding / Abstention

Agenda item 8(ii) - Voting instruction:

Ondergetekende is er uitdrukkelijk mee akkoord dat:

(i) bij afwezigheid van steminstructies voor enig agendapunt of in het geval dat er, om welke reden dan ook, enige onduidelijkheid zou ontstaan betreffende de steminstructies, de volmachtdrager altijd "voor" het voorstel tot besluit zal stemmen voor deze punten waarvoor geen of een onduidelijke steminstructie is gegeven en dat dit een specifieke steminstructie geacht zal zijn in de zin van artikel 7:143 §4 2° van het Wetboek van Vennootschappen en Verenigingen;

(ii) de volmachtdrager een werknemer is van Galapagos NV maar geen lid van haar raad van bestuur of haar directiecomité.

(iii) de Engelse vertaling van deze volmacht slechts een vrije vertaling is en uitsluitend ter informatie, en dat de Nederlandse versie voorrang heeft op de Engelse vertaling.

Onderhavige volmacht geldt tevens als aanmelding in de zin van artikel 7:134 van het Wetboek van Vennootschappen en Verenigingen.

The undersigned expressly agrees that:

(i) in the absence of voting instructions for any agenda item or in the event that, for any reason whatsoever, any uncertainty would arise with regards to the voting instructions, the proxy holder will always vote "in favor" of the proposal for such items for which no or an unclear voting instruction is given and that this will be deemed to be a specific voting instruction in the sense of article 7:143 §4 2° of the Companies and Associations Code;

(ii) the proxyholder is an employee of Galapagos NV but not a member of its board of directors or its executive committee.

(iii) the English translation of the present proxy is a free translation and for information purposes only, and that the Dutch version shall prevail over the English translation.

The present proxy shall also serve as notification within the meaning of article 7:134 of the Companies and Associations Code.

Goed voor volmacht:

Good for proxy:

(Datum / Date)

(Naam / Name)

(Handtekening / Signature)

Het ondertekende volmachtformulier dient **uiterlijk op 22 april 2021** bij Galapagos NV toe te komen. Het dient te worden bezorgd per e-mail (shareholders@glpg.com) of met de post (Galapagos NV, t.a.v. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, België). Gelet op de COVID-19 pandemie wordt het gebruik van e-mail sterk aangemoedigd.

Aandeelhouders die zich wensen te laten vertegenwoordigen moeten tevens aan de registratie- en toelatingsvoorwaarden voldoen zoals beschreven in de oproeping tot de algemene vergadering.

The signed proxy form must be received by Galapagos NV **at the latest on 22 April 2021**. It should be submitted by e-mail (shareholders@glpg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium). In view of the COVID-19 pandemic, the use of e-mail is strongly encouraged.

Shareholders who wish to be represented by proxy must also comply with the registration and admission formalities as described in the convening notice to the shareholders' meeting.

**Time Sensitive
Materials**

**Depository's Notice of
Annual Shareholders' Meeting of
Galapagos NV**

ADSs:	American Depositary Shares (" <u>ADSs</u> ").
ADS CUSIP No.:	36315X101.
Company:	Galapagos NV, a company organized and existing under the laws of the Kingdom of Belgium (the " <u>Company</u> ").
ADS Record Date:	March 18, 2021 (close of business in New York). Date used to determine ADS Holders who are to receive these materials and who are eligible to give voting instructions to the Depository upon the terms described herein.
Share Record Date:	April 14, 2021 (Midnight CET). Date on which ADS Holders are required under Belgian law to hold their interests in the shares of the Company in order to be eligible to vote at the Meeting.
Meeting Specifics:	Annual Shareholders' Meeting to be held at 2:00 P.M. (CET) on Wednesday, April 28, 2021, at the registered office of the Company located at Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium (the " <u>Meetings</u> ").
Meeting Agendas:	Documents related to the Annual Shareholders' Meeting Agenda items will be available on the Company's website at http://www.glp.com/shareholders-meetings .
ADS Voting Instructions Deadline:	On or before 10:00 A.M. (New York City time) on April 21, 2021.
Deposited Securities:	Ordinary shares of the Company.
ADS Ratio:	One (1) Share to one (1) ADS.
Depository:	Citibank, N.A.
Custodian of Deposited Securities:	Citibank Europe plc.
Deposit Agreement:	Amended and Restated Deposit Agreement, dated as of May 4, 2015, by and among the Company, the Depository and all Holders and Beneficial Owners of ADSs issued thereunder.

To be counted, your Voting Instructions need to be received by the Depository prior to
10:00 A.M. (New York City time) on
April 21, 2021.

**Only those holders of record of the ADS on March 18, 2021 and April 14, 2021 are
entitled to vote in the Annual Shareholders' Meeting**

The Company has announced that the Meeting will be held at the date, time and location identified above. **Documents related to the Annual Shareholders' Meeting Agenda items will be available on the Company's website at <http://www.glpj.com/shareholders-meetings>.**

Holders of ADSs wishing to give voting instructions to the Depository must sign, complete and return the enclosed Voting Instructions prior to the ADS Voting Instructions Deadline in the enclosed pre-addressed envelope.

Subject to Belgian law, the Articles of Association of the Company, the provisions of or governing the Deposited Securities, the terms of the Deposit Agreement, Registered Holders (as defined below) and DTC Holders (as defined below), in each case as of the close of business on the ADS Record Date, will be entitled to instruct the Depository as to the exercise of voting rights pertaining to the Deposited Securities represented by their ADSs. However, as mentioned above, the voting instructions of any such holder will be disregarded if the Depository is unable to confirm such holder's continued ownership of the ADSs as of the Share Record Date.

DTC Holders

In order to vote their ADSs, owners of ADSs ("**DTC Holders**") holding their ADSs in a brokerage or custodian account through The Depository Trust Company ("**DTC**") as of the ADS Record Date must continue to own their ADSs as of the Share Record Date and must instruct their broker or custodian to give voting instructions to the Depository and to confirm ownership of the ADSs to the Depository. On the Share Record Date, the Depository will verify the continued ownership of the ADSs by the instructing DTC Holders with the applicable brokers or custodians (through which the instructing DTC Holders provided voting instructions to the Depository). Failure to confirm continued ownership of ADSs as of the Share Record Date will invalidate the voting instructions previously delivered.

Registered Holders

In order to vote their ADSs, Holders of ADSs registered in their name on the books of the Depository ("**Registered Holders**") must timely deliver a Voting Instruction Form to the Depository and continue to be the Registered Holders of their ADSs as of the Share Record Date. If a Registered Holder transfers or cancels ADSs at any time before the Share Record Date, any voting instructions delivered to the Depository will be invalidated. On the Share Record Date, the Depository will verify the continued registration on its books of the ADSs in the name of the instructing Registered Holders (who also held the ADSs as of the ADS Record Date) and will recognize as valid only the voting instructions that were timely received from Registered Holders as of the ADS Record Date who continue to be the Registered Holders as of the Share Record Date.

Voting instructions may be given only in respect of a number of ADSs representing an integral number of Deposited Securities. Upon the timely receipt from a Holder of ADSs, as of the ADS Record Date and as of the Share Record Date, of voting instructions in the manner specified by the Depository, the Depository shall endeavor, insofar as practicable and permitted under applicable law, the provisions of the Deposit Agreement, Articles of Association of the Company and the provisions of the Deposited Securities, to vote, or cause the Custodian to vote, the Deposited Securities (in person or by proxy) represented by such Holder's ADSs in accordance with such voting instructions. The Depository agrees not to vote, cause to be voted or attempt to exercise the right to vote that attaches to any Deposited Securities, other than in accordance with valid voting instructions given or deemed given in compliance with the Deposit Agreement.

Deposited Securities represented by ADSs for which no timely voting instructions are received by the Depository from the Holder shall not be voted (except as otherwise described herein). Neither the Depository nor the Custodian shall under any circumstances exercise any discretion as to voting and neither the Depository nor the Custodian shall vote, attempt to exercise the right to vote, or in any way make use of, for purposes of establishing a quorum or otherwise, the Deposited Securities represented by ADSs, except pursuant to and in accordance with the voting instructions timely received from Holders or as otherwise contemplated herein. If the Depository timely receives voting instructions from a Holder which fail to specify the manner in which the Depository is to vote the Deposited Securities represented by such Holder's ADSs, the Depository will deem such Holder to have instructed the Depository to vote in favor of the items set forth in such voting instructions.

The right of any Holder of ADSs to give instructions to the Depository as to the exercise of voting rights or the right of any Holder of ADSs to vote withdrawn ordinary shares in person or by proxy may be limited if such ADS holder fails to (i) comply with the information requests, (ii) comply with ownership restrictions, (iii) meet reporting obligations, (iv) obtain regulatory approvals (if any), or (v) disclose their interest held in the Company, in each case as described in the Deposit Agreement.

Holders of ADSs who have delivered voting instructions agree that such voting instructions may, at the request of the Company, be disclosed by the Company, for purposes of compliance with Belgian law, in connection with the Meeting, whether prior, during or after such Meeting.

The information contained herein with respect to the Meeting has been provided by the Company. Citibank, N.A. is forwarding this information to you solely as Depository and in accordance with the terms of the Deposit Agreement and disclaims any responsibility with respect to the accuracy of such information. Citibank, N.A. does not, and should not be deemed to, express any opinion with respect to the proposals to be considered at the Meeting. The rights and obligations of Holders and Beneficial Owners of ADSs, the Company and the Depository are set forth in their entirety in the Deposit Agreement and summarized in the ADRs. If you wish to receive a copy of the Deposit Agreement, please contact the Depository at the number set forth below.

If you have any questions about the way in which Voting Instructions may be delivered to the Depository, please contact Citibank, N.A. - ADR Shareholder Services at 1-877-CITI-ADR (1-877-248-4237).

Citibank, N.A., as Depository

Annual Shareholders' Meeting

The Voting Instructions must be signed, completed and received at the indicated address prior to 10:00 A.M. (New York City time) on April 21, 2021 for action to be taken.

2021 VOTING INSTRUCTIONS

AMERICAN DEPOSITARY SHARES

Galapagos NV (the "Company")

ADS CUSIP No.: 36315X101.

ADS Record Date: March 18, 2021 (close of business in New York).

Share Record Date: April 14, 2021 (Midnight CET).

Meeting Specifics: Annual Shareholders' Meeting to be held at 2:00 P.M. (CET) on Wednesday, April 28, 2021, at the registered office of the Company located at Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium (the "Meeting").

Meeting Agenda: Documents related to the Annual Shareholders' Meeting Agenda items will be available on the Company's website at <http://www.glp.com/shareholders-meetings>.

Depository: Citibank, N.A.

Deposit Agreement: Amended and Restated Deposit Agreement, dated as of May 4, 2015, by and among the Company, the Depository and all Holders and Beneficial Owners of American Depositary Shares ("ADSs") issued thereunder.

Deposited Securities: Ordinary shares of the Company.

Custodian: Citibank Europe plc.

The undersigned Holder of the ADSs identified above, as of the ADS Record Date, hereby authorizes and directs the Depository to cause to be voted at the Meeting (and any adjournment or postponement thereof) the Deposited Securities represented by the ADSs in the manner indicated on the reverse side hereof. The undersigned recognizes that any sale, transfer or cancellation of ADSs before the Share Record Date will invalidate these voting instructions if the Depository is unable to verify the continued ownership of ADSs as of the Share Record Date.

Voting instructions may be given only in respect of a number of ADSs representing an integral number of Deposited Securities. Upon the timely receipt from a Holder of ADSs, as of the ADS Record Date and as of the Share Record Date, of voting instructions in the manner specified by the Depository, the Depository shall endeavor, insofar as practicable and permitted under applicable law, the provisions of the Deposit Agreement, Articles of Association of the Company and the provisions of the Deposited Securities, to vote, or cause the Custodian to vote, the Deposited Securities (in person or by proxy) represented by such Holder's ADSs in accordance with such voting instructions. The Depository agrees not to vote, cause to be voted or attempt to exercise the right to vote that attaches to any Deposited Securities, other than in accordance with valid voting instructions given or deemed given in compliance with the Deposit Agreement.

Deposited Securities represented by ADSs for which no timely voting instructions are received by the Depository from the Holder shall not be voted (except as otherwise described herein). Neither the Depository nor the Custodian shall under any circumstances exercise any discretion as to voting and neither the Depository nor the Custodian shall vote, attempt to exercise the right to vote, or in any way make use of, for purposes of establishing a quorum or otherwise, the Deposited Securities represented by ADSs, except pursuant to and in accordance with the voting instructions timely received from Holders or as otherwise contemplated herein. If the Depository timely receives voting instructions from a Holder which fail to specify the manner in which the Depository is to vote the Deposited Securities represented by such Holder's ADSs, the Depository will deem such Holder to have instructed the Depository to vote in favor of the items set forth in such voting instructions.

The right of any holders of ADSs to give instructions to the Depository as to the exercise of voting rights may be limited if such holder fails to comply with the requirements under Belgian law (which are summarized in Sections 3.4, 3.5, 3.6 and 3.7 of the Deposit Agreement).

In order to exercise voting rights, an owner who is not the registered holder of ADSs on the books of the Depository will be required, subject to applicable provisions of the laws of Belgium, the Articles of Association of the Company and the Deposit Agreement, to have such ownership of ADSs, verified by the Depository as of the Share Record Date.

Please indicate on the reverse side hereof how the Deposited Securities are to be voted.

The Voting Instructions must be marked, signed and returned on time in order to be counted.

By signing on the reverse side hereof, the undersigned represents to the Depository and the Company that the undersigned is duly authorized to give the Voting Instructions contained therein.

Annual Shareholders's Meeting Agenda and Proposed Resolutions

- 1. Acknowledgement and discussion of the annual report of the supervisory board relating to the non-consolidated and consolidated annual accounts of the Company for the financial year ended on 31 December 2020, and of the report of the statutory auditor relating to the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020. (*)
- 2. Acknowledgement and approval of the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020 and approval of the allocation of the annual result as proposed by the supervisory board.
- 3. Acknowledgement and discussion of the report of the statutory auditor relating to the consolidated annual accounts of the Company for the financial year ended on 31 December 2020. (*)
- 4. Acknowledgement and discussion of the consolidated annual accounts of the Company for the financial year ended on 31 December 2020. (*)
- 5. Acknowledgement and approval of the remuneration report.
- 6. Release from liability to be granted to the members of the supervisory board, the members of the former board of directors and the statutory auditor for the performance of their duties in the course of the financial year ended on 31 December 2020.
- 7. Acknowledgment of the remuneration of the statutory auditor for financial year ended on 31 December 2020. The supervisory board approved an additional fee of €475,000 in connection with the exceptional audit activities performed by the statutory auditor in light of the implementation of Systems, Applications, and Products in Data Processing (SAP) as a new enterprise resource management system. (*)
- 8. Re-appointment of the members of the supervisory board.
 - (i) Re-appointment of Katrine Bosley as member of the supervisory board of the Company.
 - (ii) Re-appointment of Raj Parekh as member of the supervisory board of the Company.

(*) These items will not be voted upon.

Please refer to the enclosed Convening Notice to read the full resolutions.

A Resolutions

	For	Against	Abstain
Resolution 2	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8(i)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8(ii)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

B Authorized Signatures - Sign Here - This section must be completed for your instructions to be executed.

If these Voting Instructions are signed and timely returned to the Depositary but no specific direction as to voting is marked above as to an issue, the undersigned shall be deemed to have directed the Depositary to vote in favor of such issue.

If these Voting Instructions are signed and timely returned to the Depositary but multiple specific directions as to voting are marked above as to an issue, the undersigned shall be deemed to have directed the Depositary to give an "ABSTAIN" Voting Instruction for such issue.

Please be sure to sign and date this Voting Instructions Card.

Please sign your name to the Voting Instructions exactly as printed. When signing in a fiduciary or representative capacity, give full title as such. Where more than one owner, each MUST sign. Voting Instructions executed by a corporation should be in full name by a duly authorized officer with full title as such.

Signature 1 - Please keep signature within the line

Signature 2 - Please keep signature within the line

Date (mm/dd/yyyy)

_____ / _____ / _____



Kennisgeving van deelname

(enkel te gebruiken door houders van aandelen op naam of inschrijvingsrechten)

Notification of participation

(to be used by holders of registered shares or subscription rights only)

De ondergetekende:

The undersigned:

(Naam en adres / Name and address)

heeft kennis genomen van de gewone algemene vergadering van **Galapagos NV** (naamloze vennootschap naar Belgisch recht met zetel te Generaal De Wittelaan L11 A3, 2800 Mechelen, België, ingeschreven in het Rechtspersonenregister (Antwerpen, afdeling Mechelen) onder nummer 0466.460.429) (de "**Vennootschap**"),

has taken notice of the annual shareholders' meeting of **Galapagos NV** (public limited liability company organized under the laws of Belgium with registered office at Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium, registered with the Register of Legal Entities (Antwerp, division Mechelen) under number 0466.460.429) (the "**Company**"),

die zal plaatsvinden op woensdag 28 april 2021 om 14 uur (Belgische tijd) op de zetel van de Vennootschap

to be held on Wednesday 28 April 2021 at 2:00 p.m. (Belgian time) at the offices of the Company,

en brengt de Vennootschap hierbij op de hoogte van zijn/haar voornemen om aan deze algemene vergadering deel te nemen,

and hereby notifies the Company of his/her/its intention to participate in these shareholders' meeting,

met de volgende effecten:

with the following securities:

_____ aandelen op naam en/of
(Aantal)

_____ registered shares and/or
(Number)

_____ inschrijvingsrechten.
(Aantal)

_____ subscription rights.
(Number)

(Datum / Date)

(Naam / Name)

(Handtekening / Signature)

De ondertekende kennisgeving dient **uiterlijk op 22 april 2021** bij Galapagos NV toe te komen. Deze dient te worden bezorgd per e-mail (shareholders@glpg.com) of met de post (Galapagos NV, t.a.v. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, België). Gelet op de COVID-19 pandemie wordt het gebruik van e-mail sterk aangemoedigd.

The signed notification must be received by Galapagos NV **at the latest on 22 April 2021**. It should be submitted by e-mail (shareholders@glpg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium). In view of the COVID-19 pandemic, the use of e-mail is strongly encouraged.

Aandeelhouders die zich wensen te laten vertegenwoordigen of te stemmen op afstand moeten tevens voldoen aan de registratie- en toelatingsvoorwaarden zoals beschreven in de oproeping tot de algemene vergadering.

Shareholders who wish to be represented by proxy or to vote remotely must also comply with the registration- and admission formalities as described in the convening notice to the shareholders' meeting.

**GALAPAGOS**

Naamloze Vennootschap / Limited Liability Company
Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium
RPR / RLE (Antwerp, division Mechelen) 0466.460.429

Op 25 maart 2021 bedraagt het totaal aantal aandelen en stemrechten van Galapagos NV
65.511.581

On 25 March 2021, the total number of shares and voting rights of Galapagos NV amounts to
65,511,581

Stemmen op afstand

(enkel te gebruiken door aandeelhouders)

Remote voting

(to be used by shareholders only)

De ondergetekende:

The undersigned:

(Naam en adres / Name and address)

eigenaar van het volgende aantal aandelen in **Galapagos NV** (naamloze vennootschap naar Belgisch recht met zetel te Generaal De Wittelaan L11 A3, 2800 Mechelen, België, ingeschreven in het Rechtspersonenregister (Antwerpen, afdeling Mechelen) onder nummer 0466.460.429) (de “**Vennootschap**”):

owner of the following number of shares in **Galapagos NV** (public limited liability company organized under the laws of Belgium with registered office at Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium, registered with the Register of Legal Entities (Antwerp, division Mechelen) under number 0466.460.429) (the “**Company**”):

(Aantal aandelen op naam / Number of registered shares)

(Aantal gedematerialiseerde aandelen / Number of dematerialized shares)

heeft kennis genomen van de gewone algemene vergadering van de Vennootschap die zal plaatsvinden op woensdag 28 april 2021 om 14 uur (Belgische tijd) op de zetel van de Vennootschap (Generaal De Wittelaan L11 A3, 2800 Mechelen, België),

en brengt de Vennootschap hierbij op de hoogte van zijn/haar wens om aan deze algemene vergadering, alsmede aan elke andere aandeelhoudersvergadering met dezelfde agenda die daarna zou worden bijeengeroepen als gevolg van uitstel of verdaging, deel te nemen door gebruik te maken van zijn/haar mogelijkheid om **per brief op afstand te stemmen** overeenkomstig artikel 7:146 van het Wetboek van Vennootschappen en Verenigingen van 23 maart 2019, zoals gewijzigd (het “**Wetboek van Vennootschappen en Verenigingen**”) en artikel 25 van de statuten van de Vennootschap,

waarbij hij/zij verklaart als volgt te stemmen over de voorstellen tot besluit geplaatst op de agenda van de gewone algemene vergadering:

Indien overeenkomstig artikel 7:130 van het Wetboek van Vennootschappen en Verenigingen nieuw te behandelen onderwerpen op de agenda zijn opgenomen nadat onderhavig stemformulier ter kennis van de Vennootschap is gebracht, zal de Vennootschap gewijzigde formulieren voor stemming per brief ter beschikking stellen.

Bij gebrek aan een specifieke stemwijze voor een bepaald agendapunt, of in geval, om welke reden ook, er onduidelijkheid zou bestaan over de meegedeelde stemwijze, zal de ondergetekende verondersteld worden “Voor” geselecteerd te hebben.

has taken notice of the annual shareholders' meeting of the Company to be held on Wednesday 28 April 2021 at 2:00 p.m. (Belgian time) at the offices of the Company (Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium),

and hereby notifies the Company of his/her/its wish to participate in these shareholders' meeting, as well as at any other shareholders' meeting with the same agenda that may be convened subsequently as a result of delay or adjournment, by use of his/her/its possibility **to vote remotely by letter** in accordance with article 7:146 of the Belgian Companies and Associations Code of 23 March 2019, as amended (the “**Companies and Associations Code**”) and article 25 of the articles of association of the Company,

by which he/she/it declares that he/she/it has voted as follows on the proposed resolutions placed on the agenda of the annual general meeting:

If, in accordance with Article 7:130 of the Companies and Associations Code, new subjects to be dealt with are included in the agenda after this voting form has been notified to the Company, the Company shall provide revised forms for voting by letter.

If no specific manner of voting is given for a specific item on the agenda, or if, for whatever reason, there is a lack of clarity with regard to the indicated manner of voting, the undersigned shall be deemed to have selected “In favor”.

Dit formulier dient handgeschreven of elektronisch te worden ondertekend. Indien gebruik wordt gemaakt van de mogelijkheid om dit formulier elektronisch te ondertekenen, dient het te gaan om een elektronische handtekening in de zin van artikel 3.10 van Verordening (EU) Nr. 910/2014 van het Europees Parlement en de Raad van 23 juli 2014 betreffende elektronische identificatie en vertrouwensdiensten voor elektronische transacties in de interne markt en tot intrekking van Richtlijn 1999/93/EG, zoals gewijzigd, of een gekwalificeerde elektronische handtekening in de zin van artikel 3.12 van dezelfde Verordening.

This form should be signed either in handwriting or electronically. If the opportunity to sign this proxy form electronically is made use of, it must be an electronic signature within the meaning of Article 3.10 of Regulation (EU) No 910/2014 of the European Parliament and of the Council of 23 July 2014 on electronic identification and trust services for electronic transactions in the internal market and repealing Directive 1999/93/EC, as amended, or a qualified electronic signature within the meaning of article 3.12 of the same Regulation.

Agenda

1. Kennisname en bespreking van het jaarverslag van de raad van toezicht betreffende de statutaire en geconsolideerde jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020, en van het verslag van de commissaris over de statutaire jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020.

1. Acknowledgement and discussion of the annual report of the supervisory board relating to the non-consolidated and consolidated annual accounts of the Company for the financial year ended on 31 December 2020, and of the report of the statutory auditor relating to the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

2. Kennisname en goedkeuring van de statutaire jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020 en goedkeuring van de door de raad van toezicht voorgestelde bestemming van het jaarresultaat.

2. Acknowledgement and approval of the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020 and approval of the allocation of the annual result as proposed by the supervisory board.

Voorstel van besluit: De algemene vergadering besluit om de statutaire jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020 goed te keuren, alsook de door de raad van toezicht voorgestelde bestemming van het resultaat.

Proposed resolution: The shareholders' meeting resolves to approve the non-consolidated annual accounts of the Company for the financial year ended on 31 December 2020, as well as the allocation of the annual result as proposed by the supervisory board.

Agendapunt 2—Stemwijze:

Voor / In favor

Tegen / Against

Onthouding / Abstention

Agenda item 2—Manner of voting:

3. Kennisname en bespreking van het verslag van de commissaris betreffende de geconsolideerde jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020.

3. Acknowledgement and discussion of the report of the statutory auditor relating to the consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

4. Kennisname en bespreking van de geconsolideerde jaarrekening van de Vennootschap over het boekjaar geëindigd op 31 december 2020.

4. Acknowledgement and discussion of the consolidated annual accounts of the Company for the financial year ended on 31 December 2020.

5. Kennisname en goedkeuring van het remuneratieverslag.

5. Acknowledgement and approval of the remuneration report.

Voorstel van besluit: De algemene vergadering besluit om het remuneratieverslag goed te keuren.

Proposed resolution: The shareholders' meeting resolves to approve the remuneration report.

Agendapunt 5—Stemwijze:

Voor / In favor

Tegen / Against

Onthouding / Abstention

Agenda item 5—Manner of voting:

6. Kwijting aan de leden van de raad van toezicht, de leden van de voormalige raad van bestuur en de commissaris voor de uitoefening van hun mandaat uitgevoerd tijdens het boekjaar geëindigd op 31 december 2020.

6. Release from liability to be granted to the members of the supervisory board, the members of the former board of directors and the statutory auditor for the performance of their duties in the course of the financial year ended on 31 December 2020.

Voorstel van besluit: De algemene vergadering besluit, bij afzonderlijke stemming, om kwijting te geven aan elk lid van de raad van toezicht, aan elk lid van de voormalige raad van bestuur, en aan de commissaris voor alle aansprakelijkheid voortvloeiend uit de uitoefening van hun mandaat gedurende het afgelopen boekjaar.

Proposed resolution: The shareholders' meeting resolves, by separate vote, to release each member of the supervisory board, each member of the former board of directors, and the statutory auditor from any liability arising from the performance of their duties during the last financial year.

Agendapunt 6—Stemwijze:

Voor / In favor

Tegen / Against

Onthouding / Abstention

Agenda item 6—Manner of voting:

7. Kennisname van de bezoldiging van de commissaris voor het boekjaar geëindigd op 31 december 2020. De raad van toezicht heeft een bijkomende vergoeding ten bedrage van €475.000 goedgekeurd met betrekking tot de uitzonderlijke controlewerkzaamheden uitgevoerd door de commissaris in het kader van de implementatie van *Systems, Applications, and Products in Data Processing* (SAP) als een nieuw enterprise resource management systeem.

8(i).Herbenoeming van de leden van de raad van toezicht – Katrine Bosley

Voorstel van besluit: Op voorstel van de raad van toezicht en in overeenstemming met het advies van het benoemings- en remuneratiecomité van de Vennootschap, besluit de algemene vergadering om Katrine Bosley (woonachtig te Cambridge, Verenigde Staten) te herbenoemen als onafhankelijk lid van de raad van toezicht van de Vennootschap, voor een periode van een jaar die een einde neemt onmiddellijk na de algemene vergadering te houden in 2022, en om haar mandaat als onafhankelijk lid van de raad van toezicht te bevestigen, omdat zij nog steeds beantwoordt aan de onafhankelijkheidscriteria van artikel 7:106 juncto 7:87 van het Wetboek van Vennootschappen en Verenigingen en bepaling 3.5 van de Belgische Corporate Governance Code 2020 en omdat Katrine Bosley uitdrukkelijk heeft verklaard geen (en de raad van toezicht evenmin op de hoogte is van enige) banden met een vennootschap te hebben die haar onafhankelijkheid in het gedrang zouden brengen. Het mandaat van Katrine Bosley wordt vergoed zoals voorzien voor onafhankelijke leden van de raad van toezicht in het remuneratieverslag dat is opgenomen in het jaarverslag van de raad van toezicht over het boekjaar geëindigd op 31 december 2020.

7. Acknowledgment of the remuneration of the statutory auditor for financial year ended on 31 December 2020. The supervisory board approved an additional fee of €475,000 in connection with the exceptional audit activities performed by the statutory auditor in light of the implementation of *Systems, Applications, and Products in Data Processing* (SAP) as a new enterprise resource management system.

8(i).Re-appointment of the members of the supervisory board – Katrine Bosley

Proposed resolution: Upon the proposal of the supervisory board and in accordance with the advice of the Company's nomination and remuneration committee, the shareholders' meeting resolves to re-appoint Katrine Bosley (residing in Cambridge, United States) as independent member of the supervisory board of the Company, for a period of one year ending immediately after the annual shareholders' meeting to be held in 2022 and to confirm her mandate as independent member of the supervisory board as she still meets the independence criteria set forth in article 7:106 juncto article 7:87 of the Companies and Associations Code and article 3.5 of the Belgian Corporate Governance Code 2020 and since Katrine Bosley has explicitly declared not to have any (and the supervisory board is not aware of any) connections with any company which would interfere with her independence. The mandate of Katrine Bosley is remunerated as provided for independent members of the supervisory board in the remuneration report included in the annual report of the supervisory board for the financial year ended on 31 December 2020.

Agendapunt 8(i)—Stemwijze:

Voor / In favor

Tegen / Against

Onthouding / Abstention

Agenda item 8(i)—Manner of voting:

8(ii).Herbenoeming van de leden van de raad van toezicht – Raj Parekh

Voorstel van besluit: Op voorstel van de raad van toezicht en in overeenstemming met het advies van het benoemings- en remuneratiecomité van de Vennootschap, besluit de algemene vergadering om Raj Parekh (woonachtig te Oxford, Verenigd Koninkrijk) te herbenoemen als lid van de raad van toezicht van de Vennootschap voor een periode van vier jaar die een einde neemt onmiddellijk na de algemene vergadering te houden in 2025. Het mandaat van Raj Parekh wordt vergoed zoals voorzien voor niet-uitvoerende leden van de raad van toezicht in het remuneratieverslag dat is opgenomen in het jaarverslag van de raad van toezicht over het boekjaar geëindigd op 31 december 2020.

8(ii).Re-appointment of the members of the supervisory board – Raj Parekh

Proposed resolution: Upon the proposal of the supervisory board and in accordance with the advice of the Company's nomination and remuneration committee, the shareholders' meeting resolves to re-appoint Raj Parekh (residing in Oxford, United Kingdom) as member of the supervisory board of the Company, for a period of four years ending immediately after the annual shareholders' meeting to be held in 2025. The mandate of Raj Parekh is remunerated as provided for non-executive members of the supervisory board in the remuneration report included in the annual report of the supervisory board for the financial year ended on 31 December 2020.

Agendapunt 8(ii)—Stemwijze:

Voor / In favor

Tegen / Against

Onthouding / Abstention

Agenda item 8(ii)—Manner of voting:

Onderhavig stemformulier geldt tevens als aanmelding in de zin van artikel 7:134 van het Wetboek van Vennootschappen en Verenigingen.

De ondergetekende bevestigt dat de Engelse vertaling van onderhavig stemformulier slechts een vrije vertaling is en uitsluitend ter informatie, en dat de Nederlandse versie voorrang heeft op de Engelse vertaling.

The present voting form shall also serve as notification within the meaning of article 7:134 of the Companies and Associations Code.

The undersigned confirms that the English translation of the present voting form is a free translation and for information purposes only, and that the Dutch version shall prevail over the English translation.

(Datum / Date)

(Naam / Name)

(Handtekening / Signature)

Het ondergetekende formulier dient **uiterlijk op 22 april 2021** bij Galapagos NV toe te komen. Deze dient te worden bezorgd per e-mail (shareholders@glpg.com) of met de post (Galapagos NV, t.a.v. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, België). Gelet op de COVID-19 pandemie wordt het gebruik van e-mail sterk aangemoedigd.

Aandeelhouders die wensen te stemmen op afstand moeten tevens voldoen aan de registratie- en toelatingsvoorwaarden zoals beschreven in de oproeping tot de algemene vergadering.

The signed form must be received by Galapagos NV **at the latest on 22 April 2021**. It should be submitted by e-mail (shareholders@glpg.com) or by post (Galapagos NV, attn. Xavier Maes, Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium). In view of the COVID-19 pandemic, the use of e-mail is strongly encouraged.

Shareholders who wish to vote remotely must also comply with the registration and admission formalities as described in the convening notice to the shareholders' meeting.