

GALAPAGOS

Limited Liability Company
with registered office at Generaal De Wittelaan L11 A3, 2800 Mechelen, Belgium
Judicial district of Antwerp, division Mechelen
Registered with the Register of Legal Entities under number 0466.460.429

Incorporated pursuant to a deed enacted by notary public Aloïs VAN DEN BOSSCHE, in Vorselaar, on 30 June 1999, published in the annexes to the Belgian State Gazette under number 990717-412.

Of which the articles of association were most recently amended pursuant to a deed enacted by Katrin ROGGMAN, associated notary public in Brussels, on 1 April 2016, to be published in the annexes to the Belgian State Gazette.

RENEWAL AUTHORIZATION AUTHORIZED CAPITAL AMENDMENTS TO ARTICLES OF ASSOCIATION POWER OF ATTORNEY

THE YEAR 2016.

On 26 April.

At the registered office of the Company.

In the presence of Eline GOVAERT, notary public in Mechelen, acting for and on behalf of Matthieu DERYNCK, associated notary public in Brussels, legally impeded.

The extraordinary shareholders' meeting of the limited liability company GALAPAGOS, with its registered office in Mechelen, Generaal De Wittelaan L11 A3 (the "**Company**") is held.

The members of the bureau of the meeting have requested the undersigned notary public to enact the following statements and findings.

-* Bureau *-

The meeting is opened at 3:42 p.m. under the chairmanship of Mr. Werner CAUTREELS, residing at [REDACTED].

The Chairman appoints Mr. Xavier Marie MAES, residing at [REDACTED], as secretary.

The meeting elects the following persons as vote counters:

- Mr. Johan Marie ADRIAENSSENS, residing in [REDACTED]; and
- Mr. Jim Bauters BAUTERS, residing in [REDACTED].

The bureau of the meeting consists of the Chairman, the secretary, the vote counters and Mr. Onno van de Stolpe, residing at [REDACTED] managing director of the Company.

-* Chairman's statements *-

The Chairman states the following:

I. Composition of the Meeting.

Shareholders

The shareholders whose identity and the number of shares owned by them are mentioned in the attached attendance list, were present or represented. This attendance list was signed by all attending shareholders and proxy holders, by or on behalf of the members of the bureau and by the notary public.

A number of proxies were given by the relevant shareholders to the Company's General Counsel, who is an employee of the Company but not a member of its Board of Directors or its Executive Committee; the proxy holder received specific voting instructions for each agenda item, as a result of which no problems relating to potential conflicts of interests between the relevant shareholder and the relevant proxy holder can arise.

The bureau acknowledges the validity of all proxies, including those given by telecopy or e-mail (pdf).

The private proxies mentioned in the attendance list, 29 in total, shall remain attached hereto and shall form one entire attachment.

Warrant holders

That a warrant holder is present.

Directors and Statutory Auditor

The following directors are present:

- Mr. Onno VAN DE STOLPE, aforementioned; and
- Mr. Werner CAUTREELS, aforementioned.

The other directors are excused.

Mr. Gert Vanhees and Mr. Pieter-Jan Van Durme attend the meeting on behalf of the statutory auditor, Deloitte Bedrijfsrevisoren.

II. Agenda of the Meeting

That the present meeting has the following agenda items:

Amendments to the articles of association of the Company

1. Consideration and discussion of the special report of the Board of Directors in accordance with article 604 of the Belgian Companies Code relating to the renewal of its authorization with respect to, and the increase of, the authorized capital.
2. Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital by up to 20% of the share capital.

Proposed resolution: *The Shareholders' Meeting resolves to delete sections (1) through (3) of the temporary provisions of the articles of association of the Company entirely and to replace them with the following text:*

"Authorized capital

The board of directors has been granted the authority to increase the share capital of the Company, in accordance with articles 603 to 608 of the Companies Code, in one or several times, to the extent set forth hereafter. This authorization is valid for a period of five years from the date of publication of this authorization in the Annexes to the Belgian State Gazette.

Without prejudice to more restrictive rules set forth by law, the board of directors can increase the share capital of the Company in one or several times with an amount of up to €[●], i.e. 20% of the share capital at the time of the convening of the shareholders' meeting granting this authorization. In accordance with article 607 of the Companies Code, the board of directors cannot use the aforementioned authorization after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares.

The capital increases within the framework of the authorized capital may be achieved by the issuance of shares (with or without voting rights, and as the case may be in the context of a warrant plan for the Company's or its subsidiaries' personnel, directors and/or independent consultants), convertible bonds and/or warrants exercisable by contributions in cash or in kind, with or without issuance premium, and also by the conversion of reserves, including issuance premiums. Aforementioned warrant plans can provide that, in exceptional circumstances (among others in the event of a change in control of the Company or decease), warrants can be exercised before the third anniversary of their award, even if the beneficiary of such warrants is a person referred to in article 520ter, 524bis or 525 of the Belgian Companies Code.

When increasing the share capital within the limits of the authorized capital, the board of directors may, in the Company's interest, restrict or cancel the shareholders' preferential subscription rights, even if such restriction or cancellation is made for the benefit of one or more specific persons other than the employees of the Company or its subsidiaries.

The board of directors can ask for an issuance premium when issuing new shares in the framework of the authorized capital. If the board of directors decides to do so, such issuance premium is to be booked on a non-available reserve account that can only be reduced or transferred by a decision of the shareholders' meeting adopted in the manner required for amending the articles of association.

The board of directors is authorized to bring the Company's articles of association in line with the capital increases which have been decided upon within the framework of the authorized capital, or to instruct a notary public to do so."

- 3.** Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital by up to 50% of the share capital, in specific circumstances.

Proposed resolution: *The Shareholders' Meeting resolves to add a new section to the temporary provisions of the articles of association of the Company, as follows:*

"Use of authorized capital in specific circumstances

The board of directors has been granted the authority to increase the share capital of the Company, in accordance with articles 603 to 608 of the Companies Code, in one or several times, to the extent set forth hereafter. This authorization is valid for a period of five years from the date of publication of this authorization in the Annexes to the Belgian State Gazette.

Without prejudice to more restrictive rules set forth by law, but also without prejudice to any other less restrictive authorizations granted by the extraordinary shareholders' meeting of [date of this meeting] 2016, the board of directors can increase the share capital of the Company in one or several times with an amount up to €[●], i.e. 50% of the share capital at the time of the convening of the shareholders' meeting granting this authorization, upon a resolution of the board of directors that all independent directors (within the meaning of article 526ter of the Companies Code) approved and relating to (i) the entire or partial financing of a transaction through the issue of new shares of the Company, whereby "transaction" is defined as an acquisition (in shares and/or cash), a corporate partnership, or an in-licensing deal, (ii) the issue of warrants in connection with Company's remuneration policy for its and its subsidiaries' employees, directors and independent advisors, (iii) the financing of the Company's research and

development programs or (iv) the strengthening of the Company's cash position. In accordance with article 607 of the Companies Code, the board of directors cannot use the aforementioned authorization after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares. The maximum amount with which the share capital can be increased in the framework of the authorized capital as mentioned in this temporary provision of the articles of association, is to be reduced by the amount of any capital increase realized in the framework of the authorized capital as mentioned in the preceding temporary provision of the articles of association (if any).

The capital increases within the framework of the authorized capital may be achieved by the issuance of shares (with or without voting rights, and as the case may be in the context of a warrant plan for the Company's or its subsidiaries' personnel, directors and/or independent consultants), convertible bonds and/or warrants exercisable by contributions in cash or in kind, with or without issuance premium, and also by the conversion of reserves, including issuance premiums. Aforementioned warrant plans can provide that, in exceptional circumstances (among others in the event of a change in control of the Company or decease), warrants can be exercised before the third anniversary of their award, even if the beneficiary of such warrants is a person referred to in article 520ter, 524bis or 525 of the Belgian Companies Code.

When increasing the share capital within the limits of the authorized capital, the board of directors may, in the Company's interest, restrict or cancel the shareholders' preferential subscription rights, even if such restriction or cancellation is made for the benefit of one or more specific persons other than the employees of the Company or its subsidiaries.

The board of directors can ask for an issuance premium when issuing new shares in the framework of the authorized capital. If the board of directors decides to do so, such issuance premium is to be booked on a non-available reserve account that can only be reduced or transferred by a decision of the shareholders' meeting adopted in the manner required for amending the articles of association.

The board of directors is authorized to bring the Company's articles of association in line with the capital increases which have been decided upon within the framework of the authorized capital, or to instruct a notary public to do so."

4. Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital by up to 100% of the share capital, in specific circumstances with unanimous consent.

Proposed resolution: *The Shareholders' Meeting resolves to add a new section to the temporary provisions of the articles of association of the Company, as follows:*

"Use of authorized capital in specific circumstances with unanimous consent

The board of directors has been granted the authority to increase the share capital of the Company, in accordance with articles 603 to 608 of the Companies Code, in one or several times, to the extent set forth hereafter. This authorization is valid for a period of five years from the date of publication of this authorization in the Annexes to the Belgian State Gazette.

Without prejudice to more restrictive rules set forth by law, but also without prejudice to any other less restrictive authorizations granted by the extraordinary shareholders' meeting of [date of this meeting] 2016, the board of directors can increase the share capital of the Company in one or several times with an amount up to €[●], i.e. 100% of the share capital at the time of the convening of the shareholders' meeting granting this authorization, upon a unanimous resolution of the board of directors at which all directors are present or represented and relating to (i) the entire or partial financing of a transaction through the issue of new shares of the Company, whereby "transaction" is defined as an acquisition (in shares and/or cash), a corporate

partnership, or an in-licensing deal, (ii) the issue of warrants in connection with Company's remuneration policy for its and its subsidiaries' employees, directors and independent advisors, (iii) the financing of the Company's research and development programs or (iv) the strengthening of the Company's cash position. In accordance with article 607 of the Companies Code, the board of directors cannot use the aforementioned authorization after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares. The maximum amount with which the share capital can be increased in the framework of the authorized capital as mentioned in this temporary provision of the articles of association, is to be reduced by the amount of any capital increase realized in the framework of the authorized capital as mentioned in the preceding temporary provisions of the articles of association (if any).

The capital increases within the framework of the authorized capital may be achieved by the issuance of shares (with or without voting rights, and as the case may be in the context of a warrant plan for the Company's or its subsidiaries' personnel, directors and/or independent consultants), convertible bonds and/or warrants exercisable by contributions in cash or in kind, with or without issuance premium, and also by the conversion of reserves, including issuance premiums. Aforementioned warrant plans can provide that, in exceptional circumstances (among others in the event of a change in control of the Company or decease), warrants can be exercised before the third anniversary of their award, even if the beneficiary of such warrants is a person referred to in article 520ter, 524bis or 525 of the Belgian Companies Code.

When increasing the share capital within the limits of the authorized capital, the board of directors may, in the Company's interest, restrict or cancel the shareholders' preferential subscription rights, even if such restriction or cancellation is made for the benefit of one or more specific persons other than the employees of the Company or its subsidiaries.

The board of directors can ask for an issuance premium when issuing new shares in the framework of the authorized capital. If the board of directors decides to do so, such issuance premium is to be booked on a non-available reserve account that can only be reduced or transferred by a decision of the shareholders' meeting adopted in the manner required for amending the articles of association.

The board of directors is authorized to bring the Company's articles of association in line with the capital increases which have been decided upon within the framework of the authorized capital, or to instruct a notary public to do so."

5. Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital after notification of a public takeover bid.

Proposed resolution: The Shareholders' Meeting resolves to add a new section to the temporary provisions of the articles of association of the Company, as follows:

"Use of the authorization to increase the share capital after notification of a public takeover bid, up to one tenth of the shares representing the capital of the Company that is issued prior to such capital increase

The board of directors is expressly authorized during a period of three years as of the date of the shareholders' meeting which granted this authorization, i.e. [date of this meeting] 2016, to increase the Company's share capital within the context of the authorized capital by contributions in kind or in cash with restriction or cancellation of the shareholders' preferential subscription rights, even after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares, provided that the relevant provisions of the Companies Code (including but not limited to article 607 of the Companies Code) are complied with, including that the number of shares issued under such capital increase does not exceed one tenth of the shares representing the capital of the Company that have been issued prior to such capital increase. Use of the aforementioned authorization requires a unanimous resolution

of the board of directors at which all directors are present or represented. The authorization referred to above may be renewed."

III. Convening to the Meeting

Convening of the holders of dematerialized shares and of bearer shares

That the convening notices, mentioning the agenda items, in accordance with article 533 of the Belgian Companies Code, were published by means of:

- an announcement in the Belgian State Gazette ("*Belgisch Staatsblad*") of 25 March 2016;
- an announcement in the newspaper *De Tijd* of 25 March 2016; and
- a press release circulated by GlobeNewswire on 25 March 2016.

The Chairman submits evidence of these publications to the bureau.

Convening of the holders of registered shares and registered warrants, of the directors and of the statutory auditor

That the directors waived all notice periods and notice requirements in respect of the annual shareholders' meeting, as well as the right to receive the above-mentioned reports and documents, in accordance with articles 533 and 535 of the Belgian Companies Code and the articles referring thereto.

That the holders of registered shares and the statutory auditor were furthermore convened by letter sent to them on 26 March 2016 and the holders of warrants by means of an e-mail dated 25 March 2016. A copy of these notices is submitted to the bureau.

Communication to Euronext, FSMA and AFM

That the Company is a company that calls on or has called on public savings and that the convening notice, mentioning the agenda items and proposed resolutions, has consequently also been communicated to the Financial Services and Markets Authority ("FSMA"), to Euronext and to the Dutch Financial Markets Authority ("AFM"), by e-mail dated 25 March 2016. A copy of this e-mail is submitted to the bureau.

Publication via the website of Euronext

That for information purposes the convening notice was also posted on the website of Euronext as from 25 March 2016. A printed copy of this posting is submitted to the bureau.

Publication via the website of the Company

That for information purposes the convening notice was also posted on the Company's website as from 25 March 2016. A printed copy of this posting is submitted to the bureau.

IV. Quorum

That the meeting should represent at least half of the share capital to validly deliberate on the agenda items.

That it appears from the attached attendance list that the present meeting represents 24,693,265 shares out of 45,968,738 outstanding shares, being more than half of the share capital.

V. Voting right – Majority

That each share carries one vote and that, in order to be validly adopted, the proposed resolutions need to obtain a qualified majority of three quarters of votes cast.

That no votes were received by correspondence.

VI. Admission to the meeting

That, in order to attend the meeting, the shareholders that are present or represented have complied with the legal provisions relating to the meetings' admission formalities.

-* Validity of the meeting *-

The meeting acknowledges the accuracy of the Chairman's statements, unanimously acknowledges that it is validly convened and able to deliberate and resolves to deliberate on the agenda items.

-* Deliberation and resolutions *-

The Chairman subsequently proposes to the meeting to vote on the following resolutions:

Consideration and discussion

The Extraordinary Shareholders' Meeting acknowledges and discusses the special report of the Board of Directors in accordance with article 604 of the Belgian Companies Code relating to the renewal of its authorization with respect to, and the increase of, the authorized capital.

First resolution – Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital by up to 20% of the share capital.

The Shareholders' Meeting resolves to delete sections (1) through (3) of the temporary provisions of the articles of association of the Company entirely and to replace them with the following text:

"Authorized capital

The board of directors has been granted the authority to increase the share capital of the Company, in accordance with articles 603 to 608 of the Companies Code, in one or several times, to the extent set forth hereafter. This authorization is valid for a period of five years from the date of publication of this authorization in the Annexes to the Belgian State Gazette.

Without prejudice to more restrictive rules set forth by law, the board of directors can increase the share capital of the Company in one or several times with an amount of up to €49,726,531.42, i.e. 20% of the share capital at the time of the convening of the shareholders' meeting granting this authorization. In accordance with article 607 of the Companies Code, the board of directors cannot use the aforementioned authorization after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares.

The capital increases within the framework of the authorized capital may be achieved by the issuance of shares (with or without voting rights, and as the case may be in the context of a warrant plan for the Company's or its subsidiaries' personnel, directors and/or independent consultants), convertible bonds and/or warrants exercisable by contributions in cash or in kind, with or without issuance premium, and also by the conversion of reserves, including issuance premiums. Aforementioned warrant plans can provide that, in exceptional circumstances (among others in the event of a change in control of the Company or decease), warrants can be exercised before the third anniversary of their award, even if the beneficiary of such warrants is a person referred to in article 520ter, 524bis or 525 of the Belgian Companies Code.

When increasing the share capital within the limits of the authorized capital, the board of directors may, in the Company's interest, restrict or cancel the shareholders' preferential subscription rights, even if such restriction or cancellation is made for the benefit of one or more specific persons other than the employees of the Company or its subsidiaries.

The board of directors can ask for an issuance premium when issuing new shares in the framework of the authorized capital. If the board of directors decides to do so, such issuance premium is to be booked on a non-available reserve account that can only be reduced or transferred by a decision of the shareholders' meeting adopted in the manner required for amending the articles of association.

The board of directors is authorized to bring the Company's articles of association in line with the capital increases which have been decided upon within the framework of the authorized capital, or to instruct a notary public to do so."

Deliberation

The total number of shares for which a vote was validly issued for this resolution equals the number of validly issued votes and amounts to 24,693,265, representing 100% of the capital at the opening of the meeting.

This resolution was adopted by the meeting with 21,235,373 votes in favor, 2,076,567 votes against and 1,381,325 abstentions.

Second resolution – Increase of the authorized capital up to the amount of the share capital of the Company.

The Shareholders' Meeting resolves to add a new section to the temporary provisions of the articles of association of the Company, as follows:

"Use of authorized capital in specific circumstances

The board of directors has been granted the authority to increase the share capital of the Company, in accordance with articles 603 to 608 of the Companies Code, in one or several times, to the extent set forth hereafter. This authorization is valid for a period of five years from the date of publication of this authorization in the Annexes to the Belgian State Gazette.

Without prejudice to more restrictive rules set forth by law, but also without prejudice to any other less restrictive authorizations granted by the extraordinary shareholders' meeting of 26 April 2016, the board of directors can increase the share capital of the Company in one or several times with an amount up to €124,316,328.54, i.e. 50% of the share capital at the time of the convening of the shareholders' meeting granting this authorization, upon a resolution of the board of directors that all independent directors (within the meaning of article 526ter of the Companies Code) approved and relating to (i) the entire or partial financing of a transaction through the issue of new shares of the Company, whereby "transaction" is defined as an acquisition (in shares and/or cash), a corporate partnership, or an in-licensing deal, (ii) the issue of warrants in connection with Company's remuneration policy for its and its subsidiaries' employees, directors and independent advisors, (iii) the financing of the Company's research and development programs or (iv) the strengthening of the Company's cash position. In accordance with article 607 of the Companies Code, the board of directors cannot use the aforementioned authorization after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares. The maximum amount with which the share capital can be increased in the framework of the authorized capital as mentioned in this temporary provision of the articles of association, is to be reduced by the amount of any capital increase realized in the framework of the authorized capital as mentioned in the preceding temporary provision of the articles of association (if any).

The capital increases within the framework of the authorized capital may be achieved by the issuance of shares (with or without voting rights, and as the case may be in the context of a warrant plan for the Company's or its subsidiaries' personnel, directors and/or independent consultants), convertible bonds and/or warrants exercisable by contributions in cash or in kind, with or without issuance premium, and also by the conversion of reserves, including issuance premiums. Aforementioned warrant plans can provide that, in exceptional circumstances (among others in the event of a change in control of the Company or decease), warrants can be exercised before the third anniversary of their award, even if the beneficiary of such warrants is a person referred to in article 520ter, 524bis or 525 of the Belgian Companies Code.

When increasing the share capital within the limits of the authorized capital, the board of directors may, in the Company's interest, restrict or cancel the shareholders' preferential subscription rights, even if such restriction or cancellation is made for the benefit of one or more specific persons other than the employees of the Company or its subsidiaries.

The board of directors can ask for an issuance premium when issuing new shares in the framework of the authorized capital. If the board of directors decides to do so, such issuance premium is to be booked on a non-

available reserve account that can only be reduced or transferred by a decision of the shareholders' meeting adopted in the manner required for amending the articles of association.

The board of directors is authorized to bring the Company's articles of association in line with the capital increases which have been decided upon within the framework of the authorized capital, or to instruct a notary public to do so."

Deliberation

The total number of shares for which a vote was validly issued for this resolution equals the number of validly issued votes and amounts to 24,693,265, representing 100% of the capital at the opening of the meeting.

This resolution was rejected by the meeting with 15,037,532 votes in favor, 8,273,708 votes against and 1,382,025 abstentions.

Third resolution – Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital by up to 100% of the share capital, in specific circumstances with unanimous consent.

The Shareholders' Meeting resolves to add a new section to the temporary provisions of the articles of association of the Company, as follows:

"Use of authorized capital in specific circumstances with unanimous consent

The board of directors has been granted the authority to increase the share capital of the Company, in accordance with articles 603 to 608 of the Companies Code, in one or several times, to the extent set forth hereafter. This authorization is valid for a period of five years from the date of publication of this authorization in the Annexes to the Belgian State Gazette.

Without prejudice to more restrictive rules set forth by law, but also without prejudice to any other less restrictive authorizations granted by the extraordinary shareholders' meeting of 26 April 2016, the board of directors can increase the share capital of the Company in one or several times with an amount up to €248,632,657.08, i.e. 100% of the share capital at the time of the convening of the shareholders' meeting granting this authorization, upon a unanimous resolution of the board of directors at which all directors are present or represented and relating to (i) the entire or partial financing of a transaction through the issue of new shares of the Company, whereby "transaction" is defined as an acquisition (in shares and/or cash), a corporate partnership, or an in-licensing deal, (ii) the issue of warrants in connection with Company's remuneration policy for its and its subsidiaries' employees, directors and independent advisors, (iii) the financing of the Company's research and development programs or (iv) the strengthening of the Company's cash position. In accordance with article 607 of the Companies Code, the board of directors cannot use the aforementioned authorization after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares. The maximum amount with which the share capital can be increased in the framework of the authorized capital as mentioned in this temporary provision of the articles of association, is to be reduced by the amount of any capital increase realized in the framework of the authorized capital as mentioned in the preceding temporary provisions of the articles of association (if any).

The capital increases within the framework of the authorized capital may be achieved by the issuance of shares (with or without voting rights, and as the case may be in the context of a warrant plan for the Company's or its subsidiaries' personnel, directors and/or independent consultants), convertible bonds and/or warrants exercisable by contributions in cash or in kind, with or without issuance premium, and also by the conversion of reserves, including issuance premiums. Aforementioned warrant plans can provide that, in exceptional circumstances (among others in the event of a change in control of the Company or decease), warrants can be exercised before the third anniversary of their award, even if the beneficiary of such warrants is a person referred to in article 520ter, 524bis or 525 of the Belgian Companies Code.

When increasing the share capital within the limits of the authorized capital, the board of directors may, in the Company's interest, restrict or cancel the shareholders' preferential subscription rights, even if such restriction or

cancellation is made for the benefit of one or more specific persons other than the employees of the Company or its subsidiaries.

The board of directors can ask for an issuance premium when issuing new shares in the framework of the authorized capital. If the board of directors decides to do so, such issuance premium is to be booked on a non-available reserve account that can only be reduced or transferred by a decision of the shareholders' meeting adopted in the manner required for amending the articles of association.

The board of directors is authorized to bring the Company's articles of association in line with the capital increases which have been decided upon within the framework of the authorized capital, or to instruct a notary public to do so."

Deliberation

The total number of shares for which a vote was validly issued for this resolution equals the number of validly issued votes and amounts to 24,693,265, representing 100% of the capital at the opening of the meeting.

This resolution was rejected by the meeting with 8,274,707 votes in favor, 15,036,600 votes against and 1,381,958 abstentions.

Fourth resolution – Authorization to the Board of Directors to increase the share capital within the framework of the authorized capital after notification of a public takeover bid.

The Shareholders' Meeting resolves to add a new section to the temporary provisions of the articles of association of the Company, as follows:

"Use of the authorization to increase the share capital after notification of a public takeover bid, up to one tenth of the shares representing the capital of the Company that is issued prior to such capital increase

The board of directors is expressly authorized during a period of three years as of the date of the shareholders' meeting which granted this authorization, i.e. 26 April 2016, to increase the Company's share capital within the context of the authorized capital by contributions in kind or in cash with restriction or cancellation of the shareholders' preferential subscription rights, even after the Financial Services and Markets Authority (FSMA) has notified the Company of a public takeover bid for the Company's shares, provided that the relevant provisions of the Companies Code (including but not limited to article 607 of the Companies Code) are complied with, including that the number of shares issued under such capital increase does not exceed one tenth of the shares representing the capital of the Company that have been issued prior to such capital increase. Use of the aforementioned authorization requires a unanimous resolution of the board of directors at which all directors are present or represented. The authorization referred to above may be renewed."

Deliberation

The total number of shares for which a vote was validly issued for this resolution equals the number of validly issued votes and amounts to 24,693,265, representing 100% of the capital at the opening of the meeting.

This resolution was rejected by the meeting with 10,806,368 votes in favor, 12,913,931 votes against and 972,966 abstentions.

-* Pro fisco *-

The writing duty (Code of various duties and taxes) amounts to EUR 95 and shall be paid upon declaration by the undersigned notary.

-* Closing *-

The meeting is closed at 4:04 p.m. CET.

OF WHICH THESE MINUTES WERE DRAWN UP.

Made on the date and place as set forth above.

*Free translation from Dutch
For information purposes only*

After reading and clarification of the deed in full, the members of the bureau and the members of the meeting who so desired, signed these minutes together with the notary public.

GALAPAGOS

Naamloze Vennootschap
 Generaal De Wittelaan L11 A3, 2800 Mechelen, België
 Ondernemingsnummer: 0466.460.429
 RPR Antwerpen, afdeling Mechelen
 (de "Vennootschap")

Aanwezigheidslijst (aandelen) van de Buitengewone Algemene Vergadering van 26 april 2016

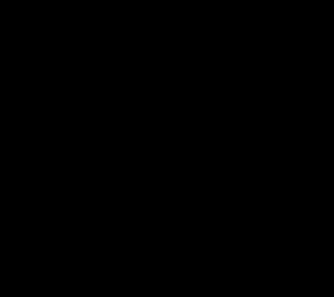
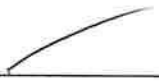

Naam	Aantal aandelen op naam	Aantal gedemat. aandelen	Volmacht aan	Handtekening	Aanwezig aantal aandelen
BNP Paribas Securities Services	-	4.672.663	General Counsel Galapagos NV		4.672.663
Citibank Europe plc (ADRs)	-	7.001.028	General Counsel Galapagos NV		7.001.028
Citibank Europe plc (OS)	-	1.439.923	General Counsel Galapagos NV		1.439.923
Gilead Biopharmaceutics Ireland Unlimited Company	6.760.701	-	General Counsel Galapagos NV		6.760.701
GlaxoSmithKline LLC	513.218	-	General Counsel Galapagos NV		513.218
Goodwin, E.	-	20.000	General Counsel Galapagos NV		20.000
Hoekema, A.	-	14.852	General Counsel Galapagos NV		14.852

Naam	Aantal aandelen op naam	Aantal gedemat. aandelen	Volmacht aan	Handtekening	Aanwezig aantal aandelen
KBC Asset Management NV	-	135.718	General Counsel Galapagos NV		135.718
Stichting Juridisch Eigendom Hoofbosch Beleggingsfonds	-	245.000	General Counsel Galapagos NV		245.000
Van de Stolpe, O.	-	538.289	General Counsel Galapagos NV		538.289
Wigerinck, P.	-	5.000	General Counsel Galapagos NV		5.000
FCP Liberté Santé	-	3.450	Adriaenssens, J.		3.450
Stichting Pensioenfonds PGB	-	16.089	Adriaenssens, J.		16.089
Caceis Bank	-	175.702	El Sayd, S.		175.702
City University of Hong Kong	-	30.200	El Sayd, S.		30.200
Deutsche Bank AG	-	350.296	El Sayd, S.		350.296
Deutsche X-Tracker MSCI EaFe Small Cap Hedged Equity ETF	-	3	El Sayd, S.		3
Investeringsforeningen Bankinvest Europa Small Cap Aktier	-	20.800	El Sayd, S.		20.800

Naam	Aantal aandelen op naam	Aantal gedemat. aandelen	Volmacht aan	Handtekening	Aanwezig aantal aandelen
Los Angeles City Employees Retirement System	-	282	El Sayd, S.		282
Kowloon Motor Bus Company (1933) Limited	-	18.400	El Sayd, S.		18.400
Metzler Investment GmbH	-	16.900	El Sayd, S.		16.900
Northern Trust Comp.	-	297.674	El Sayd, S.		297.674
Sime Darby Hong Kong Retirement	-	14.800	El Sayd, S.		14.800
State Street Bank Trust Company	-	2.350.925	El Sayd, S.		2.350.925
Stichting Pensioenfonds Horeca and Catering	-	322	El Sayd, S.		322
Trust Fund Advisors International Group Trust	-	319	El Sayd, S.		319
Ullico Diversified International Equity Fund L.P.	-	1.032	El Sayd, S.		1.032
Ullico International Small Cap Fund L.P.	-	4.121	El Sayd, S.		4.121
Vanguard Developed Markets Index Fund	-	255	El Sayd, S.		255

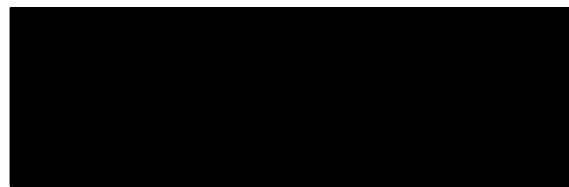
Naam	Aantal aandelen op naam	Aantal gedemat. aandelen	Volmacht aan	Handtekening	Aanwezig aantal aandelen
Van Herk Investments B.V.	-	3.422.647	Esveld, E.		
P.S.C. Holding B.V.	-	200	Post, B.		200
Hermesen, P.	-	1.800	Wierda, A.		1.800
Bauters, J.	-	7.500	-		7.500
Broekhuizen, H.	-	50	-		
Brugmans, M.	-	4.000	-		4.000
DeJongh, D.	-	100	-		100
Govaerts, J.	-	1	-		1
Hendrik, P.	-	30.090	-		
Kremer, L.	-	200	-		
Kremer-Eenschoten, M.	-	200	-		

Naam	Aantal aandelen op naam	Aantal gedemat. aandelen	Volmacht aan	Handtekening	Aanwezig aantal aandelen
Martens, A.	-	1.000	-		1.000
Norg, R.	-	200	-		
Roorda, I.	-	1	-		1
Smink, J.	-	15.000	-		15.000
Snoeker, R.	-	850	-		850
Snoeker-Van der Plas, H.	-	850	-		850
Timmermans, J.-P.	-	500	-		500
Van Bommel	-	300	-		
Van Bommel-Schinkel	-	300	-		
Van den Dries, J.	-	1	-		1
Van Raamsdonk, P.	-	3.500	-		3.500

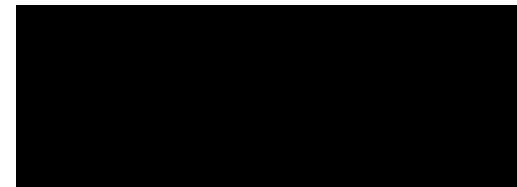
Naam	Aantal aandelen op naam	Aantal gedemat. aandelen	Volmacht aan	Handtekening	Aanwezig aantal aandelen
Van Wagenveld, P.	-	60.000	-		
Vereniging van Effectenbezitters VEB	-	1	-		
Visser, J.	-	10.000	-		10.000
TOTAAL AANTAL AANDELEN					24.693.265

Aanwezigheidslijst (warrants)
van de Buitengewone Algemene Vergadering van 26 april 2016

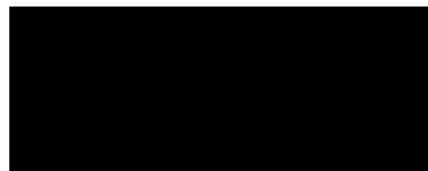
Naam	Aantal warrants	Volmacht aan	Handtekening	Aanwezig aantal warrants
Vanhoutte, Frédéric	20.000			0
TOTAAL AANTAL WARRANTS				0



W. Cautreels
Voorzitter



O. van de Stolpe
Gedelegeerd Bestuurder



Stemopnemer



J. ADRIAENSSENS
Stemopnemer



X. Maes
Secretaris