

**The Annual General Meeting of Ascendis Pharma A/S will be held on May 28, 2021 at 2:00 pm CET at Mazanti-Andersen, Amaliegade 10, DK-1256 Copenhagen K, Denmark**

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Name and address: \_\_\_\_\_

VP-account number: \_\_\_\_\_

This form must be returned to:  
Computershare A/S  
Lottenborgvej 26D  
DK-2800 Kgs. Lyngby

**NB!**

**VP-account number MUST be indicated in order to identify you as a shareholder.**

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**Request for admission card:**

Admission cards may be requested electronically via [www.ascendispharma.com](http://www.ascendispharma.com) no later than Tuesday May 24, 2021 at 11:59 p.m. CET. If you register electronically, you will receive confirmation of your registration immediately.

PLEASE TICK:

- I wish to attend the general meeting and hereby request an admission card.
- I also wish to request an admission card for a companion/adviser

Name and address: \_\_\_\_\_

\_\_\_\_\_

Date

\_\_\_\_\_

Signature

**Nomination of proxy:**

Please fill in form on the next page. Proxies can also be nominated electronically via [www.ascendispharma.com](http://www.ascendispharma.com) by use of your NemID or username/password no later than May 24, 2021 at 11:59 p.m. (CET).

**Voting by post:**

Please fill in the form on the next page. Voting by post can also be submitted electronically via [www.ascendispharma.com](http://www.ascendispharma.com) by use of your NemID or username/password no later than May 27, 2021 at 12:00 a.m. (CET).

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Name and address: \_\_\_\_\_

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DK-2800 Kgs. Lyngby

VP-account number: \_\_\_\_\_

**Nomination of proxy/voting by post:** If you do not wish to attend or are prevented from attending, you may vote by post or appoint a person as your proxy to represent you at the general meeting.

PLEASE TICK ONCE:

- I hereby give proxy to the chairman of the Board of Directors Ascendis Pharma A/S**, or a substitute duly appointed by him, to vote on my/our behalf at the general meeting,
- I hereby give proxy to:** \_\_\_\_\_  
Name and address  
to vote on my/our behalf at the general meeting,
- Proxy instructions.** In the table below, I have indicated how I wish to vote at the general meeting. Please note that this proxy will only be used if a vote is requested by a third party,
- Voting by post.** In the table below, I have indicated how I wish to vote at the general meeting. Please note that votes by post cannot be withdrawn, and that they will also be used in case of proposed amendments to the items on the agenda.

Please indicate your instructions to your proxy by ticking the relevant boxes below. If your proxy is given to the Board of Directors, and if you do not tick any of the boxes, the Board of Directors will vote or abstain from voting at its discretion on the basis of your instrument of proxy.

Resolutions according to the agenda of the Annual General Meeting to be held on May 28, 2021:

Items on the agenda of the Annual General Meeting on May 28, 2021 (a short version, for complete agenda please see the notice)	FOR	AGAINST	ABSTAIN	Recommendation of the Board of Directors
1. Election of Chairman of the Meeting as proposed by the board of directors				FOR
2. Report on the Company's Activities during the Past Year				FOR
3. Approval of Audited Annual Report with Auditor's Statement for Approval and Discharge of the Board of Directors and Management				FOR
4. Resolution on Application of Profits or Covering of Losses as per the Adopted Annual Report				FOR
5. Election of Board Members to Class I Two Year Term				
James I Healy (re-election)				FOR
Jan Møller Mikkelsen (re-election)				FOR
Lisa Morrison (re-election)				FOR
6. Election of State-authorized Public Auditor Reappointment of Deloitte Statsautoriseret Revisionsaktieselskab as the Company's auditor				FOR
7. Any proposals from the Board of Directors and/or Shareholders				
7(a) The Board of Directors is authorized to increase the Company's share capital by up to nominal DKK 9,000,000 without pre-emptive rights for the Company's shareholders. The capital increase must be carried out at market price.				FOR
7(b) The Board of Directors is authorized to issue up to nominal 2,000,000 new warrants to management, employees and consultants. The exercise price of such warrants shall be determined by the Board of Directors and shall equal at least to the market price of the shares at the time of issuance.				FOR
7 (c) The Board of Directors is authorized, to purchase up to nominal DKK 2,000,000 shares or American Depositary Shares representing a corresponding amount of shares in the Company as treasury shares. The minimum price per share shall be DKK 1 and the maximum price per share shall not exceed the market price.				FOR

If you do not indicate the type of proxy you wish to use, you will be considered to have given proxy instructions. Please note that this proxy will only be used if a vote is requested by a third party.

\_\_\_\_\_ Date

\_\_\_\_\_ Signature

**Please note that the company and the registrar are not responsible for any delay in submitting the material. This form must be received by Computershare A/S, Lottenborgvej 26D, DK-2800 Kgs. Lyngby, Denmark. Please return the form either by mail, fax to +45 45 46 09 98, or email: [gf@computershare.dk](mailto:gf@computershare.dk). No later than 27 May 2021 at 12:00 a.m. (CET).**