

In order to facilitate the settlement of trades in Merus' ordinary shares and in view of certain impracticalities of Dutch law, Merus has decided, with effect from the listing of its ordinary shares, that for as long as any of Merus' ordinary shares are listed on NASDAQ, the NYSE, or any other U.S. stock exchange, the laws of the State of New York, U.S.A., shall govern the property law aspects of Merus' ordinary shares included in a register maintained by Merus' U.S. transfer agent.