

MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
MERUS N.V.
May 28, 2021

Minutes of the annual general meeting of shareholders of Merus N.V., a public limited liability company (*naamloze vennootschap*) incorporated under the laws of the Netherlands, having its corporate seat at Utrecht, the Netherlands (the "**Company**"), held on 15:00 pm (CEST) / 9:00 am (ET) (the "**Meeting**"). In view of the COVID-19 pandemic caused by the novel coronavirus, the Meeting was conducted via live webcast as a completely virtual meeting, without physical attendance of shareholders or others with meeting rights.

The Meeting was attended by Mr. Anand Mehra, the Company's Chairman, Mr. Bill Lundberg, the Company's President, Chief Executive Officer and Principal Financial Officer, Ms. Maxine Gowen, the Company's director nominee, Mr. Peter Silverman, the Company's EVP, General Counsel and Head of Utrecht, Ms. Anne van der Touw-Noordzij, the Company's Head of Legal Europe and Company Secretary, Ms. Kathleen Farren, the Company's Communication Specialist and Mr. Paul van der Bijl, civil law notary and legal counsel of the Company and Ms. Sanne Mesu, legal counsel to the Company.

The Meeting had been convened with due observance of all relevant provisions of applicable law and the Company's articles of association.

At the Meeting, for all agenda items (except for agenda item 5), 25,896,434 shares in the company's capital are represented, representing approximately 67.53% of the company's issued share capital. For agenda item 5, 27,415,739 shares in the company's capital are represented, representing approximately 71.48% of the company's issued share capital.

No questions have been submitted in advance of the Meeting in accordance with the instructions as described in the Company's definitive proxy statement filed with the U.S. Securities and Exchange Commission on April 29, 2021.

After having put all voting items on the agenda for the Meeting to a vote, it was concluded that all voting items on the agenda were passed by the requisite majority.

The Meeting was closed.

(signature page follows)

Signature page to the minutes of the annual general meeting of Merus N.V. held on May 28, 2021

/s/ A. Mehra

A. Mehra
Chairman

/s/ A. van der Touw-Noordzij

A. van der Touw-Noordzij
Secretary