# 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 of the Securities Exchange Act of 1934

November 9, 2022

Commission File Number: 001-36622

# PROQR THERAPEUTICS N.V.

Zernikedreef 9 2333 CK Leiden The Netherlands Tel: +31 88 166 7000

(Address, Including ZIP Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive Offices)

| 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): $\Box$ |
| 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): $\Box$ |
|   |
|   |

Furnished as Exhibit 99.1 to this Report on Form 6-K are the unaudited financial statements of ProQR Therapeutics N.V. (the "Company") for the three and nine-month periods ended September 30, 2022, and furnished as Exhibit 99.2 to this Report on Form 6-K is a press release of ProQR Therapeutics N.V. dated November 9, 2022, announcing the Company's results for the three and nine-month periods ended September 30, 2022.

On November 9, 2022, the Company issued a press release titled, "ProQR Announces Third Quarter 2022 Operating and Financial Results," announcing the Company's results for the three- and nine-month periods ended September 30, 2022 and providing updates related to business and corporate governance. A copy of this press release is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

# Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

As disclosed in the Company's press release, on November 9, 2022, the Company announced the appointment of Jurriaan Dekkers as the Company's Chief Financial Officer. He brings to the role more than 20 years of experience in finance, management and leadership roles in biopharma and healthcare companies, as well as in audit and consulting services. Prior to joining ProQR he most recently served as CFO of AstraZeneca in the Netherlands and CEO of Acerta Pharma (part of the AstraZeneca Group). Mr. Dekkers is a Supervisory Board member at 'Stichting Kinderpostzegels' in the Netherlands.

The Company hereby incorporates by reference the information contained herein into the Company's registration statements on Form F-3 (File No. 333-260775, File No. 333-260780 and File No. 333-248740).

## INDEX TO EXHIBITS

| Number | <b>Description</b>   |
|--------|--|
| 99.1   | <u>Unaudited financial statements of ProQR Therapeutics N.V. for the three and nine-month periods ended September 30, 2022.</u>                                  |
| 99.2   | Press Release of ProQR Therapeutics N.V. dated November 9, 2022, announcing the Company's results for the three and nine-month periods ended September 30, 2022. |
|        |  |
|        |  |

## 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.

## PROQR THERAPEUTICS N.V.

Date: November 9, 2022 By:/s/ Smital Sh

By:/s/ Smital Shah Smital Shah Chief Financial Officer

#### Exhibit 99.1

# PROQR THERAPEUTICS N.V. Index to Unaudited Condensed Consolidated Financial Statements

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# PROQR THERAPEUTICS N.V. Unaudited Condensed Consolidated Statement of Financial Position

|  | September 30,<br>2022 | December 31,<br>2021 |
|--|-----------------------|----------------------|
|  | € 1,000               | € 1.000              |
| Assets                                       |                       | <u> </u>             |
| Current assets                               |                       |                      |
| Cash and cash equivalents                    | 100,431               | 187,524              |
| Prepayments and other receivables            | 3,104                 | 3,404                |
| Other taxes                                  | 570                   | 555                  |
| Total current assets                         | 104,105               | 191,483              |
| Property, plant and equipment                | 17,007                | 17,467               |
| Investments in associates                    |                       | 8                    |
| Investments in financial assets              | 621                   | 621                  |
| Total assets                                 | 121,733               | 209,579              |
| Equity and liabilities                       |                       |                      |
| Equity                                       |                       |                      |
| Equity attributable to owners of the Company | 64,921                | 113,833              |
| Non-controlling interests                    | (381)                 | (604)                |
| Total equity                                 | 64,540                | 113,229              |
| Current liabilities                          |                       |                      |
| Borrowings                                   | 1,888                 | 4,771                |
| Lease liabilities                            | 1,370                 | 1,534                |
| Derivative financial instruments             | 144                   | 3,995                |
| Trade payables                               | 425                   | 191                  |
| Current income tax liability                 |                       |                      |
| Social securities and other taxes            | 824                   | 1,230                |
| Deferred income                              | 8,624                 | 5,115                |
| Other current liabilities                    | 13,697                | 10,760               |
| Total current liabilities                    | 26,972                | 27,596               |
| Borrowings                                   | 4,770                 | 39,319               |
| Lease liabilities                            | 14,190                | 14,748               |
| Deferred income                              | 11,261                | 14,687               |
| Total liabilities                            | 57,193                | 96,350               |
| Total equity and liabilities                 | 121,733               | 209,579              |

The notes are an integral part of these condensed consolidated financial statements.

# PROQR THERAPEUTICS N.V.

# Unaudited Condensed Consolidated Statement of Profit or Loss and OCI

(€ in thousands, except share and per share data)

|  |            |            |            | month period |
|--|------------|------------|------------|--------------|
|  | 2022       | 2021       | 2022       | 2021         |
|  | € 1,000    | € 1,000    | € 1,000    | € 1,000      |
| Revenue  | 956        | 872        | 3,215      | 1,115        |
| Other income   | 74         | 286        | 274        | 838          |
| Research and development costs   | (15,352)   | (11,124)   | (40,168)   | (29,764)     |
| General and administrative costs   | (5,359)    | (4,591)    | (15,679)   | (12,052)     |
| Total operating costs  | (20,711)   | (15,715)   | (55,847)   | (41,816)     |
| Operating result   | (19,681)   | (14,557)   | (52,358)   | (39,863)     |
| Finance income and expense   | (620)      | 266        | (1,998)    | (2,491)      |
| Results related to associates  |            | (132)      | (8)        | (132)        |
| Gain on disposal of associate  |            |            |            | 514          |
| Results related to derecognition of financial liabilities                              | (4,016)    |            | (2,872)    |              |
| Results related to financial liabilities measured at fair value through profit or loss |            | (611)      | 3,831      | (1,373)      |
| Result before corporate income taxes   | (24,312)   | (15,034)   | (53,405)   | (43,345)     |
| Income taxes   | (69)       | (35)       | (96)       | (95)         |
| Result for the period  | (24,381)   | (15,069)   | (53,501)   | (43,440)     |
| Other comprehensive income (foreign exchange differences on foreign operation)         | 612        | 206        | 1,523      | 461          |
| Total comprehensive income   | (23,769)   | (14,863)   | (51,978)   | (42,979)     |
| Result attributable to   |            |            |            |              |
| Owners of the Company  | (24,395)   | (15,047)   | (53,724)   | (43,400)     |
| Non-controlling interests  | 14         | (22)       | 223        | (40)         |
| Total comprehensive income attributable to   | (24,381)   | (15,069)   | (53,501)   | (43,440)     |
| Owners of the Company  | (23,783)   | (14,841)   | (52,201)   | (42,939)     |
| Non-controlling interests  | 14         | (22)       | 223        | (40)         |
|  | (23,769)   | (14,863)   | (51,978)   | (42,979)     |
| Share information  |            |            |            |              |
| Weighted average number of shares outstanding <sup>1</sup>                             | 71,382,837 | 68,263,034 | 71,367,459 | 61,804,367   |
| Earnings per share attributable to owners of the Company (Euro per share)              |            |            |            |              |
| Basic loss per share <sup>1</sup>  | (0.34)     | (0.22)     | (0.75)     | (0.70)       |
| Diluted loss per share <sup>1</sup>  | (0.34)     | (0.22)     | (0.75)     | (0.70)       |

The notes are an integral part of these condensed consolidated financial statements.

For these periods the potential exercise of share options is not included in the diluted earnings per share as the Company was loss-making. Due to the anti-dilutive nature of the outstanding options, basic and diluted earnings per share are equal.

PROQR THERAPEUTICS N.V.
Unaudited Condensed Consolidated Statement of Changes in Equity

|                                |                     |                  |                  |         | 60 6                          |                        |                        |          |                                  |                 |
|--------------------------------|---------------------|------------------|------------------|---------|-------------------------------|------------------------|------------------------|----------|----------------------------------|-----------------|
|                                | Number<br>of shares | Share<br>Capital | Share<br>Premium |         | Option premium on convertible | Translation<br>Reserve | Accumulated<br>Deficit | Total    | Non-<br>controlling<br>interests | Total<br>Equity |
|                                |                     |                  |                  | Reserve | loan                          |                        |                        |          |                                  |                 |
|                                |                     | € 1,000          | € 1,000          | € 1,000 | € 1,000                       | € 1,000                | € 1,000                | € 1,000  | € 1,000                          | € 1,000         |
| Balance at January 1, 2021     | 54,131,553          | 2,165            | 288,757          | 23,825  | 280                           | (189)                  | (257,747)              | 57,091   | (545)                            | 56,546          |
| Result for the period          |                     |                  |                  |         |                               |                        | (43,400)               | (43,400) | (40)                             | (43,440)        |
| Other comprehensive income     |                     |                  |                  |         |                               | 461                    |                        | 461      |                                  | 461             |
| Recognition of share-based     |                     |                  |                  |         |                               |                        |                        |          |                                  |                 |
| payments                       | 112,657             | 5                | 382              | 4,435   |                               |                        |                        | 4,822    |                                  | 4,822           |
| Issuance of ordinary shares    | 20,498,451          | 820              | 107,657          |         |                               |                        |                        | 108,477  |                                  | 108,477         |
| Treasury shares transferred    | (217,933)           |                  |                  |         |                               |                        |                        |          |                                  |                 |
| Share options lapsed           |                     |                  |                  | (391)   |                               |                        | 391                    |          |                                  | _               |
| Share options exercised        | 338,653             | 5                | 1,150            | (821)   |                               |                        | 821                    | 1,155    |                                  | 1,155           |
| Balance at September 30, 2021  | 74,863,381          | 2,995            | 397,946          | 27,048  | 280                           | 272                    | (299,935)              | 128,606  | (585)                            | 128,021         |
| Balance at January 1, 2022     | 74,865,381          | 2,995            | 398,309          | 28,443  | 1,426                         | 430                    | (317,770)              | 113,833  | (604)                            | 113,229         |
| Result for the period          |                     |                  |                  |         |                               |                        | (53,724)               | (53,724) | 223                              | (53,501)        |
| Other comprehensive income     |                     |                  |                  |         |                               | 1,523                  |                        | 1,523    |                                  | 1,523           |
| Recognition of share-based     |                     |                  |                  |         |                               |                        |                        |          |                                  |                 |
| payments                       | _                   | _                | _                | 3,256   | _                             | _                      | _                      | 3,256    | _                                | 3,256           |
| Issuance of ordinary shares    |                     |                  |                  |         |                               |                        |                        |          |                                  |                 |
| Treasury shares transferred    | (143,094)           |                  |                  |         |                               |                        |                        |          |                                  |                 |
| Share options lapsed           |                     |                  |                  | (647)   |                               |                        | 647                    |          |                                  |                 |
| Share options exercised / RSUs |                     |                  |                  |         |                               |                        |                        |          |                                  |                 |
| vested                         | 143,094             |                  | 33               | (362)   |                               |                        | 362                    | 33       |                                  | 33              |
| Balance at September 30, 2022  | 74,865,381          | 2,995            | 398,342          | 30,690  | 1,426                         | 1,953                  | (370,485)              | 64,921   | (381)                            | 64,540          |

The notes are an integral part of these condensed consolidated financial statements

# PROQR THERAPEUTICS N.V. Unaudited Condensed Consolidated Statement of Cash Flows

|  |               | Three month period ended September 30, |          | Nine month period ended September 30, |  |  |
|--|---------------|--|----------|---------------------------------------|--|--|
|  | 2022          | 2021                                   | 2022     | 2021                                  |  |  |
|  | € 1,000       | € 1,000                                | € 1,000  | € 1,000                               |  |  |
| Cash flows from operating activities   | <del></del> - |  |          |                                       |  |  |
| Net result   | (24,381)      | (15,069)                               | (53,501) | (43,440)                              |  |  |
| Adjustments for:   |               |  |          |                                       |  |  |
| — Depreciation   | 612           | 544                                    | 1,773    | 1,777                                 |  |  |
| — Share-based compensation   | 1,335         | 1,716                                  | 3,256    | 4,435                                 |  |  |
| — Financial income and expenses  | 620           | (266)                                  | 1,998    | 2,491                                 |  |  |
| Results related to associates  |               | 132                                    | 8        | 132                                   |  |  |
| — Gain on disposal of associate  |               |  | _        | (514)                                 |  |  |
| — Results related to financial liabilities measured at fair value through profit or loss | (5)           | 611                                    | (3,831)  | 1,373                                 |  |  |
| Result related to derecognition of financial liabilities                                 | 4,016         |  | 2,872    |                                       |  |  |
| — Income tax expenses  | 69            | 35                                     | 96       | 95                                    |  |  |
| Changes in working capital   | 3,465         | 4,836                                  | 231      | 5,658                                 |  |  |
| Cash used in operations  | (14,269)      | (7,461)                                | (47,098) | (27,993)                              |  |  |
| Corporate income tax paid  | (69)          | (35)                                   | (96)     | (95)                                  |  |  |
| Interest received  | 67            |  | 67       | 5                                     |  |  |
| Interest paid  | (1,093)       | (561)                                  | (3,548)  | (1,714)                               |  |  |
| Net cash used in operating activities  | (15,364)      | (8,057)                                | (50,675) | (29,797)                              |  |  |
| Cash flow from investing activities  |               |  |          |                                       |  |  |
| Purchases of property, plant and equipment   | (246)         | (175)                                  | (721)    | (259)                                 |  |  |
| Net cash used in investing activities  | (246)         | (175)                                  | (721)    | (259)                                 |  |  |
| Cash flow from financing activities  | <del>-</del>  |  |          |                                       |  |  |
| Proceeds from issuance of shares, net of transaction costs                               |               | 23,223                                 |          | 108,477                               |  |  |
| Proceeds from exercise of share options  |               | 402                                    | 33       | 1,155                                 |  |  |
| Proceeds from borrowings   |               | 284                                    | _        | 853                                   |  |  |
| Repayment of convertible loans   | (43,373)      |  | (43,373) |                                       |  |  |
| Repayment of lease liability   | (381)         | (347)                                  | (1,314)  | (597)                                 |  |  |
| Net cash (used in)/generated by financing activities                                     | (43,754)      | 23,562                                 | (44,654) | 109,888                               |  |  |
| Net increase (decrease) in cash and cash equivalents                                     | (59,364)      | 15,330                                 | (96,050) | 79,832                                |  |  |
| Currency effect cash and cash equivalents  | 3,393         | 1,369                                  | 8,957    | 471                                   |  |  |
| Cash and cash equivalents, at beginning of the period                                    | 156,402       | 139,442                                | 187,524  | 75,838                                |  |  |
| Cash and cash equivalents at the end of the period                                       | 100,431       | 156,141                                | 100,431  | 156,141                               |  |  |

The notes are an integral part of these condensed consolidated financial statements.

# PROQR THERAPEUTICS N.V. Notes to Unaudited Condensed Consolidated Financial Statements

#### 1. General information

ProQR Therapeutics N.V., or "ProQR" or the "Company", is biotechnology company domiciled in the Netherlands that primarily focuses on the development of novel therapeutic medicines.

Nasdaq accepted a listing transfer application from ProQR to transfer from Nasdaq Global Market to Nasdaq Capital Markets, effective as of November 2, 2022.

The Company was incorporated in the Netherlands, on February 21, 2012 and was reorganized from a private company with limited liability to a public company with limited liability on September 23, 2014. The Company has its statutory seat in Leiden, the Netherlands. The address of its headquarters and registered office is Zernikedreef 9, 2333 CK Leiden, the Netherlands.

ProQR Therapeutics N.V. is the ultimate parent company of the following entities:

- ProQR Therapeutics Holding B.V. (100%);
- ProQR Therapeutics I B.V. (100%);
- ProQR Therapeutics II B.V. (100%);
- ProQR Therapeutics III B.V. (100%);
- ProQR Therapeutics IV B.V. (100%);
- ProQR Therapeutics V B.V. (100%);
- ProQR Therapeutics VI B.V. (100%);
- ProQR Therapeutics VII B.V. (100%);
- ProQR Therapeutics VIII B.V. (100%);
- ProQR Therapeutics IX B.V. (100%);
- ProQR Therapeutics I Inc. (100%);
- Amylon Therapeutics B.V. (80%);

ProQR Therapeutics N.V. is also statutory director of Stichting Bewaarneming Aandelen ProQR ("ESOP Foundation") and has full control over this entity. The Company holds a 5.1% minority shareholding in Yarrow Biotechnology, Inc.

As used in these condensed consolidated financial statements, unless the context indicates otherwise, all references to "ProQR" or the "Company" refer to ProQR Therapeutics N.V. including its subsidiaries and the ESOP Foundation.

#### 2. Significant Accounting Policies

These condensed consolidated financial statements have been prepared in accordance with the recognition and measurement criteria of IFRS. Certain disclosures required by IAS 34 *Interim Financial Statements* have been condensed or omitted. Accordingly, these condensed consolidated financial statements should be read in conjunction with the Company's annual financial statements for the year ended December 31, 2021. In the opinion of management, all events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period are disclosed in these condensed consolidated financial statements.

The Company's financial results have varied substantially, and are expected to continue to vary, from period to period. The Company believes that its ordinary activities are not linked to any particular seasonal factors.

The Company operates in one reportable segment, which comprises the discovery and development of innovative, RNA based therapeutics.

#### 3. Adoption of new and revised International Financial Reporting Standards

The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those applied in the preparation of the Company's annual financial statements for the year ended December 31, 2021.

New Standards and Interpretations, which became effective as of January 1, 2022, did not have a material impact on our condensed consolidated financial statements.

#### 4. Critical Accounting Estimates and Judgments

In the application of the Company's accounting policies, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The significant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those described in the Company's annual financial statements for the year ended December 31, 2021.

Revenue recognition for the Eli Lilly collaboration and license agreement

#### a. Identification of the performance obligation

Note 11 describes the Company's collaboration and license agreement with Eli Lilly. Under this agreement, ProQR provides Eli Lilly with a license (with a right to sub-license) to exploit compounds resulting from the collaboration. A significant amount of judgement is required to determine whether the license is distinct from the other promises in the contract. The license was concluded not to be distinct from the other promises in the contract based on the following considerations:

- the license has no stand-alone value to Eli Lilly without the Company being involved in the research and development collaboration, and;
- there are significant interdependencies between the license and the research and development services to be provided by the Company.

#### b. Determining the timing of satisfaction of performance obligations

For the Eli Lilly collaboration, the Company recognizes revenue over time, using an input method that estimates the satisfaction of the performance obligation as the percentage of labor hours incurred compared to the total estimated labor hours required to complete the promised services. As our estimate of the total labor hours required is dependent on the evolution of the research and development activities, it may be subject to change. If the progression and/or outcome of certain research and development activities would be different from the assumptions that were made during the preparation of these financial statements, this could lead to material adjustments to the total estimated labor hours, which might result in a reallocation of revenue between current and future periods.

#### c. Determining the transaction price

The Company applied judgement to determine whether the equity investment made by Eli Lilly in ProQR is part of the transaction price for the collaboration and license agreement. The Company concluded that the premium that Eli Lilly paid above the closing price on the day of entering into the equity investment agreement was paid because of the Company's existing obligations to deliver research and development services to Eli Lilly under the terms of the collaboration and license agreement. Therefore, the premium paid by Eli Lilly on the equity investment is considered to be part of the transaction price. The contract also includes variable consideration, but no variable consideration was included in the transaction price, as it is not highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

#### Research and development expenditures

Development expenditures are currently not capitalized but are reflected in the income statement because the criteria for capitalization are not met. At each balance sheet date, the Company estimates the level of service performed by the vendors and the associated costs incurred for the services performed.

Although we do not expect the estimates to be materially different from amounts actually incurred, the understanding of the status and timing of services performed relative to the actual status and timing of services performed may vary and could result in reporting amounts that are too high or too low in any particular period.

#### Convertible debt

The terms of our convertible debt agreements are evaluated to determine whether the convertible debt instruments contain both liability and equity components, in which case the instrument is a compound financial instrument. Convertible debt agreements are also evaluated to determine whether they contain embedded derivatives, in which case the instrument is a hybrid financial instrument. Judgement is required to determine the classification of such financial instruments based on the terms and conditions of the convertible debt agreements, the currencies in which the debt instruments are denominated and the Company's functional currency.

Estimation methods are used to determine the fair values of the liability and equity components of compound financial instruments and to determine the fair value of embedded derivatives included in hybrid financial instruments. The determination of the effective interest used for the host contracts of hybrid financial instruments and the liability components of compound financial instruments is dependent on the outcome of such estimations. Evaluating the reasonableness of these estimations and the assumptions and inputs used in the valuation methods requires a significant amount of judgement and is therefore subject to an inherent risk of error.

#### 5. Cash and cash equivalents

At September 30, 2022, the Company's cash and cash equivalents were € 100,431,000 as compared to € 187,524,000 at December 31, 2021. The cash balances are held at banks with investment grade credit ratings. The cash at banks is at full disposal of the Company.

#### 6. Property, plant and equipment

At September 30, 2022 and December 31, 2021, property plant and equipment consisted of buildings and leasehold improvements, laboratory equipment and other assets. Buildings and leasehold improvements include a right-of-use asset relating to the lease of our Leiden office and laboratory space, with a carrying amount of € 14,910,000 at September 30, 2022 (December 31, 2021: € 15,568,000).

#### 7. Current liabilities

The following table summarizes details of deferred income at September 30, 2022 and December 31, 2021. The nature of the deferred income relating to Eli Lilly and Yarrow is described in Note 11.

|  | September 30, | December 31, |
|--|---------------|--------------|
|  | 2022          | 2021         |
|  | 2022          | 2021         |
|  | € 1,000       | € 1,000      |
| Eli Lilly up-front payment and premium on equity consideration | 19,441        | 19,143       |
| Yarrow up-front payment and premium on equity consideration    |               | 73           |
| Foundation for Fighting Blindness grant                        | 444           | 561          |
| Horizon 2020 grant   |               | 25           |
| Total deferred income  | 19,885        | 19,802       |
| Current portion  | (8,624)       | (5,115)      |
|  | 11,261        | 14,687       |

At September 30, 2022, other current liabilities amount to € 13,697,000 (December 31, 2021: € 10,760,000). At September 30, 2022 and December 31, 2021, other current liabilities consisted principally of accruals for services provided by vendors not yet billed, payroll related accruals and other miscellaneous liabilities. At September 30, 2022 other current liabilities also include a restructuring accrual amounting to € 1,909,000 (December 31, 2021: nil).

#### 8. Borrowings

|                                       | September 30, | December 31, |
|---------------------------------------|---------------|--------------|
|                                       | 2022          | 2021         |
|                                       | € 1,000       | € 1,000      |
| Innovation credit                     | 3,907         | 3,907        |
| Accrued interest on innovation credit | 938           | 645          |
| Convertible notes                     | 1,378         | 38,925       |
| Accrued interest on convertible notes | 435           | 613          |
| Total borrowings                      | 6,658         | 44,090       |
| Current portion                       | (1,888)       | (4,771)      |
| Non-current portion                   | 4,770         | 39,319       |

On December 10, 2018 ProQR was awarded an Innovation credit for the sepofarsen program for LCA 10. Amounts were drawn under this facility from 2018 through 2022. The credit was used to conduct the Phase 2/3 clinical study for sepofarsen and to finance efforts to obtain regulatory and ethical market approval (NDA/MAA). The credit, including accrued interest of 10% per annum, is repayable depending on ProQR obtaining market approval for sepofarsen. An amount of € 3,907,000 had been received as at September 30, 2022. Accumulated interest amounted to € 938,000 as at September 30, 2022. The assets that are co-financed with the granted innovation credit are subject to a right of pledge for the benefit of RVO.

#### Convertible loans

In July 2020, the Company entered into a convertible debt financing agreement with Pontifax Medison Debt Financing. Under the agreement, the Company had access to up to \$ 30 million in convertible debt financing in three tranches of \$ 10 million each that would mature over a 54-month period and had an interest-only period of 24 months. One tranche of \$ 10 million (€ 10.3 million) was drawn down.

A second close of the convertible debt financing agreement was completed in August 2020 with Kreos Capital. Under the second agreement, the Company had access to up to € 15 million in convertible debt financing in three tranches of € 5 million each that would mature over a 54-month period and had an interest-only period of 24 months. One tranche of € 5 million was drawn down.

In connection with the loan agreement, the Company issued to Pontifax and Kreos warrants to purchase up to an aggregate of 302,676 shares of its common stock at a fixed exercise price.

On December 29, 2021, the Company amended its convertible debt financing agreement with the Lenders. Under the amended agreement the Company drew down an additional \$ 30 million that would mature over a 54-month period and had an interest-only period of 33 months. The amendment replaced the two undrawn tranches under the original convertible debt financing agreements.

In connection with the loan agreement, the Company issued to the Lenders warrants to purchase up to an aggregate of 376,952 shares of its common stock at a fixed exercise price.

In September 2022, ProQR extinguished its debt with Pontifax and Kreos by repaying all outstanding principal amounts. In addition, an early repayment penalty was incurred. The results related to the derecognition of these financial liabilities are disclosed in note 17.

Pontifax' and Kreos' warrants remain in place until their five-year economic life expires. These warrants are accounted for as embedded derivatives and were recognized separately from the host contract as derivative financial liabilities at fair value through profit or loss.

Convertible loans were issued to Amylon Therapeutics B.V. ('Amylon') and are interest-bearing at an average rate of 8% per annum. They are convertible into a variable number of ordinary shares within 36 months at the option of the holder or the Company in case financing criteria are met. Any unconverted loans become payable on demand after 24 – 36 months in equal quarterly terms.

In 2022, Amylon entered into waiver agreements with certain lenders. Such lenders' loan agreements with Amylon are severed and any claims to repayment of any outstanding debt and accumulated interest are renounced. The total amount of convertible loans and accumulated interest waived under these agreements in 2022 year-to-date is € 1,144,000. The resulting gain was recognized as a gain on derecognition of financial liabilities (refer to note 17).

#### 9. Lease liabilities

At September 30, 2022 and December 31, 2021, lease liabilities primarily consisted of the Company's lease of office and laboratory facilities at Zernikedreef in Leiden, the Netherlands.

The lease agreement for our Leiden headquarters, where our main offices and laboratories are located, was put in place on July 1, 2020 and the current lease term is 11 years. The lease agreement may be further extended for subsequent 5-year terms. The carrying amount of the right-of-use asset is disclosed in note 6.

#### 10. Shareholders' equity

The authorized share capital of the Company amounting to  $\leq$  13,600,000 consists of 170,000,000 ordinary shares and 170,000,000 preference shares with a par value of  $\leq$  0.04 per share. At September 30, 2022, 74,865,381 ordinary shares were issued. 71,433,806 ordinary shares were fully paid and 3,431,575 ordinary shares were held by the Company as treasury shares (December 31, 2021: 3,574,576).

On March 31, 2020, the Company entered into a sales agreement, which permitted the offering, issuance and sale by the Company of up to a maximum aggregate offering price of \$ 75,000,000 of its ordinary shares that may be issued and sold in one or more at-the-market offerings with Citigroup Global Markets, Inc. and Cantor Fitzgerald & Co. In January 2021, the Company issued 585,398 ordinary shares under this sales agreement. The gross proceeds from this sale amounted to  $\le 2,767,000$ , with transaction costs amounting to  $\le 114,000$ , resulting in net proceeds of  $\le 2,653,000$ .

In April 2021, the Company consummated an underwritten public offering of 15,923,077 ordinary shares at an issue price of \$6.50 per share. The gross proceeds from this offering amounted to \$8,115,000 while the transaction costs amounted to \$5,499,000, resulting in net proceeds of \$82,616,000.

In September 2021, the Company issued 3,989,976 shares to Eli Lilly and Company ('Eli Lilly') pursuant to the global licensing and research collaboration between the Company and Eli Lilly at an issue price of \$ 7.52 per share, resulting in net proceeds of € 23,223,000. This amount excludes a premium paid by Eli Lilly that is considered to be part of the transaction price of the licensing and research collaboration agreement (refer to note 11).

On November 4, 2021, the Company filed a shelf registration statement, which permitted the offering, issuance and sale by the Company of up to a maximum aggregate offering price of \$ 300,000,000 of its ordinary shares, warrants and/or units.

On November 4, 2021, the Company entered into a sales agreement, which permitted the offering, issuance and sale by the Company of up to a maximum aggregate offering price of \$75,000,000 of its ordinary shares that may be issued and sold in one or more at-the-market offerings with Cantor Fitzgerald & Co. In 2021 and 2022, no shares were issued pursuant to this ATM facility.

#### Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

#### Share options

The Company operates an equity-settled share-based compensation plan, which was introduced in 2013. Options and RSUs may be granted to employees, members of the Supervisory Board, members of the Management Board and consultants. The compensation expenses included in operating costs for this plan in the nine month period ended September 30, 2022 were € 3,256,000 (nine month period ended September 30, 2021: € 4,435,000), of which € 2,552,000 (nine month period ended September 30, 2021: € 2,580,000) was recorded in general and administrative costs and € 704,000 (nine month period ended September 30, 2021: € 1,855,000) was recorded in research and development costs.

#### 11. Revenue

#### Eli Lilly

In September 2021, the Company entered into a global licensing and research collaboration with Eli Lilly and Company ('Eli Lilly') focused on the discovery, development, and commercialization of potential new medicines for genetic disorders in the liver and nervous system. ProQR and Eli Lilly use ProQR's proprietary Axiomer® RNA editing platform to progress new drug targets toward clinical development and commercialization.

Under the terms of the agreement, ProQR received an upfront payment and equity consideration, and is eligible to receive milestone payments and royalties on the net sales of any resulting products. In September 2021, the Company issued 3,989,976 shares to Eli Lilly, resulting in net proceeds of € 23,223,000. This amount included a price premium of € 2,144,000, which was determined to be part of the transaction price and as such was initially recognized as deferred revenue. An up-front payment of € 17,651,000 was received in October 2021.

With regard to its collaboration with Eli Lilly, the Company concluded as follows:

- There is one single performance obligation under IFRS 15, which is the transfer of a license combined with the performance of research and development activities. The Company concluded that the license is not capable of being distinct and is not distinct in the context of the contract.
- The transaction price of this agreement currently only includes fixed parts, consisting of an up-front fee and an equity component. The agreement also contains variable parts, but those are not yet included in the transaction price. Milestone payments will only be included to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the milestones is subsequently resolved. Sales-based milestones and sales-based royalties will be included as the underlying sales occur.
- The Company recognizes revenue over time, using an input method that estimates the satisfaction of the
  performance obligation as the percentage of labor hours incurred compared to the total estimated labor hours
  required to complete the promised services.

#### Yarrow Biotechnology

In May 2021, the Company entered into an exclusive worldwide license and discovery collaboration for an undisclosed target with Yarrow Biotechnology, Inc. ("Yarrow"). Under the terms of the agreement, ProQR received an upfront payment, equity consideration and reimbursement for ongoing R&D services. ProQR is also eligible to receive milestone payments and royalties on the net sales of any resulting products. In May 2021, ProQR received an up-front payment of € 419,000 and 8% of the shares of Yarrow's common stock (see Note 15), which was subsequently diluted to 5.1%. In 2022, ProQR was also entitled to receive reimbursements for R&D services performed amounting to € 272,000 (2021: € 178,000).

With regard to its collaboration with Yarrow, the Company concluded as follows:

- There is one single performance obligation under IFRS 15, which is the transfer of a license combined with the
  performance of research and development activities. The Company concluded that the license is not capable of
  being distinct and is not distinct in the context of the contract.
- The transaction price of this agreement currently includes both fixed and variable parts. The fixed part consists of an up-front fee and an equity component. The variable part consists of a cost reimbursement for research and development activities. The agreement also contains other variable parts, but those are not yet included in the transaction price. Milestone payments will only be included to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the milestones is subsequently resolved. Sales-based milestones and sales-based royalties will be included as the underlying sales occur.
- The Company recognizes revenue over time, using an input method that estimates the satisfaction of the
  performance obligation as the percentage of labor hours incurred compared to the total estimated labor hours
  required to complete the promised services.

The Yarrow collaboration was terminated in Q3 2022.

|                                 | e       | Nine month period ended September 30, |  |  |
|---------------------------------|---------|---------------------------------------|--|--|
|                                 | 2022    | 2021                                  |  |  |
|                                 | € 1,000 | € 1,000                               |  |  |
| Eli Lilly collaboration revenue | 2,858   | 161                                   |  |  |
| Yarrow collaboration revenue    | 357     | 954                                   |  |  |
|                                 | 3,215   | 1,115                                 |  |  |

The revenues relating to providing IP licenses and research and development services under the Company's collaboration agreements have no directly associable cost of sales. Costs incurred to fulfill the associated performance obligations are recognized in research and development expenses, due to their being part of the Company's primary activities of biopharmaceutical research and development.

#### 12. Other income

|              |         | Nine month period<br>ended September 30,<br>2022 2021 |  |  |
|--------------|---------|---|--|--|
|              |         |   |  |  |
|              | € 1,000 | € 1,000   |  |  |
| Grant income | 267     | 808   |  |  |
| Other income | 7       | 30  |  |  |
|              | 274     | 838   |  |  |

On February 9, 2018, the Company entered into a partnership agreement with Foundation Fighting Blindness (FFB), under which FFB has agreed to provide funding of \$ 7.5 million for the pre-clinical and clinical development of *ultervursen* for Usher syndrome type 2A targeting mutations in exon 13. In Q3 2022, the Company started winding down the clinical studies for *ultevursen*. As of that moment, the Company has ceased recognizing grant income for the FFB grant.

Grants are recognized in other income in the same period in which the related R&D costs are recognized.

#### 13. Research and development costs

Research and development costs amount to € 40,168,000 for the nine month period ended September 30, 2021 (nine month period ended September 30, 2021: € 29,764,000) and are comprised of allocated employee costs including share-based payments, the costs of materials and laboratory consumables, outsourced activities, license and intellectual property costs and other allocated costs. Research and development costs for the nine month period ended September 30, 2022 include restructuring costs amounting to € 2,098,000 (nine month period ended September 30, 2021: € nil), as a result of restructuring initiatives that the Company announced in 2022.

#### 14. General and administrative costs

General and administrative costs amount to € 15,679,000 for the nine month period ended September 30, 2022 (nine month period ended September 30, 2021: € 12,052,000). General and administrative costs for the nine month period ended September 30, 2022 include restructuring costs amounting to € 936,000 (nine month period ended September 30, 2021: € nil), as a result of restructuring initiatives that the Company announced in 2022.

#### 15. Investments in associates and results related to associates

As disclosed in note 11, in May 2021, the Company obtained an 8% share in the common stock of Yarrow Biotechnology, Inc. ProQR's share in Yarrow was subsequently diluted to 4.9% in the fourth quarter of 2021, due to Yarrow's execution of a second seed financing round. ProQR's share increased to 5.1% in the first quarter of 2022 due to Yarrow's issuance of additional shares to the Company. Although ProQR only owns 5.1% of Yarrow's shares, the Company has significant influence over Yarrow by virtue of its right to appoint one of Yarrow's three board members, as well as its participation in Yarrow's policy-making process, amongst other factors. As such, our interest in Yarrow, amounting to € nil at September 30, 2022 (December 31, 2021: € 8,000) was recognized as an investment in associate.

The results related to associates for the nine month period ended September 30, 2022 amounting to a loss of € 8,000 (nine month period ended September 30, 2021: € 132,000) consist of ProQR's share in the loss of Yarrow.

#### 16. Investment in financial asset and gain on disposal of associate

In January 2021, Wings Therapeutics Inc. merged into Phoenicis Therapeutics Inc. by means of a non-cash transaction. ProQR holds a 3.9% interest in Phoenicis Therapeutics Inc.

The net gain on disposal of associate for the nine month period ended September 30, 2021 of € 514,000 consists of a loss on derecognition of Wings Therapeutics Inc. of € 107,000 off-set by a gain realized on ProQR's investment in the equity instruments of Phoenicis Therapeutics Inc. of € 621,000. The Company elected to recognize subsequent changes in the fair value of our investment in Phoenicis in Other Comprehensive Income. There have been no changes in the fair value of our investment in Phoenicis since the initial recognition.

#### 17. Results related to derecognition of financial liabilities

|  | Nin     | Nine month period   |  |  |
|--|---------|---------------------|--|--|
|  | endede  | ended September 30, |  |  |
|  | 2022    | 2021                |  |  |
|  | € 1,000 | € 1,000             |  |  |
| Gain on waiver of Amylon convertible loans                     | 1,144   |                     |  |  |
| Loss on extinguishment of Pontifax and Kreos convertible loans | (4,016) |                     |  |  |
|  | (2,872) | _                   |  |  |

#### 18. Income taxes

The current income tax liability amounts to  $\in$  nil at September 30, 2022 (December 31, 2021:  $\in$  nil). No significant temporary differences exist between accounting and tax results. Realization of deferred tax assets is dependent on future earnings, if any, the timing and amount of which are uncertain. Accordingly, the Company has not yet recognized any deferred tax asset related to operating losses.

Tax losses may be carried forward indefinitely. However, the offset of losses will be limited in a given year against the first € 1 million of taxable profit. For taxable profit in excess of this amount, losses may only be offset up to 50% of this excess.

#### 19. Events after balance sheet date

No significant events occurred after the balance sheet date.

# ProQR Announces Third Quarter 2022 Operating and Financial Results

- Development of Axiomer® RNA base editing technology platform continues across multiple therapeutic areas; initial pipeline targets to be disclosed in early 2023 with Analyst and Investor R&D event to be held in Q1 2023
- Management Team appointments and planned additions to the Supervisory Board further strengthen leadership
- Repayment of debt with cash runway into 2026

LEIDEN, Netherlands & CAMBRIDGE, Mass., November 9, 2022 -- ProQR Therapeutics N.V. (Nasdaq: PRQR) (the "Company"), a company dedicated to changing lives through the creation of transformative RNA therapies, today reported its financial and operating results for the third quarter ended September 30, 2022, and provided a business update.

## **Axiomer® Program and Business Operations Updates**

#### **Axiomer Program:**

- In August, ProQR announced the Company will focus exclusively on the development of its Axiomer RNA editing technology platform across multiple therapeutic areas with an initial focus on liver and CNS. The Company also announced it is seeking a strategic partner for its ophthalmology assets.
- ProQR continues to execute on its global licensing and research partnership with Eli Lilly, focused on the discovery, development, and commercialization of potential new medicines for genetic disorders in the liver and nervous system, and may selectively enter additional partnerships designed to advance and capture the full potential value of the platform.
- In November, the Company plans to present its proprietary RNA base-editing Axiomer technology at the Oligonucleotide and Peptide Therapeutics EUROPE conference.

**Presentation title**: Progress on Development of RNA Base Editing Technologies for Precision Medicines

Date: November 18, 2022 at 2:30pm CET

 ProQR will announce its initial Axiomer pipeline targets in early 2023 and will host an analyst and investor R&D event in Q1 2023.

#### **Business updates:**

- Management Team appointments and Supervisory Board nominations and updates:
  - In October, Jurriaan Dekkers was appointed to the Company's Management Team as Chief Financial Officer where he leads ProQR's finance function. He brings to the role more than 20 years of experience in finance, management and leadership roles in biopharma and healthcare companies, as well as in audit and consulting services. Prior to joining ProQR he most recently served as CFO of AstraZeneca in the Netherlands and CEO of Acerta Pharma (part of the AstraZeneca Group). Mr. Dekkers is a Supervisory Board member at 'Stichting Kinderpostzegels' in the Netherlands.
  - Also in October, Sheila Sponselee was appointed to the Management Team as VP, Head of People and Operations where she leads Human Resources, Recruitment, Information Technology, and Facilities. Ms. Sponselee joined ProQR in 2020 as VP of Human Resources and has more than 15 years of experience in human resources, recruitment, and operations across varied industries, including information technology and biopharma. Prior to joining ProQR, she most recently led Human Resources at MyTomorrows in the Netherlands. Ms. Sponselee studied human resource management at the University of Applied Science (BSc) and completed leadership programs at IMD Business School for Management and Leadership.
  - Begoña Carreño, PhD, will be nominated for election to the Supervisory Board at the next Annual General Meeting of Shareholders. Dr. Carreño was most recently Global Business Development & Licensing Head (BD&L) in the Ophthalmology franchise at Novartis Pharma, AG, based in Basel, Switzerland. She has more than 20 years of pharmaceutical development and strategy leadership, having led BD&L efforts at Novartis across five different therapeutic franchises, as well as a proven track record in licensing deals and M&A. Before joining Novartis, she was the Head of External Pharmaceutical projects at Almirall (Barcelona, Spain). Dr. Carreño holds a PhD in Drug Delivery from the London School of Pharmacy (UK) and a BSc in Biochemistry from Keele University (UK). In anticipation of her election to the Supervisory Board she will join all meetings as member-elect effective immediately.
  - Theresa Heggie will be nominated for election to the Supervisory Board at the next Annual General Meeting of Shareholders. In light of her anticipated re-election to the Supervisory Board, Ms. Heggie departed from the Management Team at the end of October, where she served as the Chief Operating Officer, after originally joining the Management Team in 2021 as the Chief Commercial Officer. Prior to ProQR, she served as Chief Executive Officer of Freeline Therapeutics. She had senior commercial and operating roles at Alnylam Pharmaceuticals as Senior Vice President, Head of CEMEA and Shire where she built the EMEA rare disease business. Earlier in her career, Ms. Heggie held increasingly senior positions in the commercial organizations at Janssen

- Pharmaceuticals and Baxter Healthcare. She previously served on the ProQR Supervisory Board from 2019-2021. In anticipation of her re-election to the Supervisory Board, she will join all meetings as member-elect effective immediately.
- Antoine Papiernik, Chairman and Managing Partner at Sofinnova Partners, has indicated his planned rotation off the ProQR Supervisory Board at the next Annual General Meeting of Shareholders. He has served on ProQR's Supervisory Board since 2014.

"During the third quarter and in line with our corporate strategy update earlier this year, we focused the business exclusively on the development of our Axiomer RNA base editing technology platform," said Daniel A. de Boer, Chief Executive Officer of ProQR Therapeutics. "Over the course of the next several months, we will be providing additional details about the progress we have made advancing Axiomer, including our presentation at TIDES Europe later this month, disclosure of our pipeline targets in early 2023, and during an R&D event in late Q1 2023. We also continue to execute on our global licensing and research partnership with Eli Lilly and may selectively enter into additional partnerships to further advance and capture the full potential value of the platform."

De Boer continued: "To further support our focus on Axiomer, we are pleased to share several updates to our Management Team and Supervisory Board. I welcome Jurriaan and Sheila to the Management Team, and look forward to Theresa and Begoña joining the Supervisory Board. Each brings tremendous experience in relevant areas to support the Company in this next phase of our evolution. In light of his planned departure mid next year at the AGM, I also want to thank Antoine for his important contributions as a Supervisory Board member over the last 8 years. With robust science, leading IP, an experienced team, and a strong balance sheet with cash runway into 2026, we are well resourced to continue to support the advancement of our proprietary platform and pipeline."

- In September 2022, ProQR repaid its loan balance with Pontifax Ventures and Kreos Capital, terminating its convertible debt financing agreement.
- In November 2022, ProQR received formal notice that the Listing Qualifications Staff of The Nasdaq Stock Market has granted the Company an additional 180-day compliance period, through May 1, 2023, to regain compliance with the \$1.00 bid price requirement for continued listing on The Nasdaq Capital Market. In conjunction with the Annual General Meeting held in June, ProQR announced several leadership updates.

#### **Financial Highlights**

At September 30, 2022, ProQR held cash and cash equivalents of €100.4 million following full repayment of its convertible debt financing agreement with Pontifax Ventures and Kreos Capital in September 2022, compared to €187.5 million at December 31, 2021. Net cash used in

operating activities during the three-month period ended September 30, 2022 was €15.4 million, compared to €8.1 million for the same period last year.

Research and development costs were €15.4 million for the quarter ended September 30, 2022, compared to €11.1 million for the same period last year. General and administrative costs were €5.4 million for the quarter ended September 30, 2022 compared to €4.6 million for the same period last year.

Net loss for the three-month period ended September 30, 2022 was €24.4 million or €0.34 per share, compared to a €15.1 million loss or €0.22 per share for the same period last year.

For further financial information for the period ended September 30, 2022, please refer to the financial statements appearing at the end of this release.

#### **About ProQR**

ProQR Therapeutics is dedicated to changing lives through the creation of transformative RNA therapies. ProQR is pioneering a next-generation RNA technology called Axiomer®, which uses a cell's own editing machinery called ADAR to make specific single nucleotide edits in RNA to reverse a mutation or modulate protein expression and could potentially yield a new class of medicines for genetic diseases. Based on our unique proprietary RNA repair platform technologies we are growing our pipeline with patients and loved ones in mind.

Learn more about ProQR at www.progr.com.

#### FORWARD-LOOKING STATEMENTS

This press release contains forward-looking statements. All statements other than statements of historical fact are forward-looking statements, which are often indicated by terms such as "anticipate," "believe," "could," "estimate," "expect," "goal," "intend," "look forward to", "may," "plan," "potential," "predict," "project," "should," "will," "would" and similar expressions. Such forward-looking statements include, but are not limited to, statements regarding the potential of our technologies and platforms (including Axiomer®), our other programs and business operations, our current and planned partnerships and collaborators and the intended benefits thereof, the planned changes to our Supervisory Board, our updated strategic plans and the intended benefits thereof, our continued listing on The Nasdaq Capital Market, and our financial position and cash runway. Forward-looking statements are based on management's beliefs and assumptions and on information available to management only as of the date of this press release. Our actual results could differ materially from those anticipated in these forward-looking statements for many reasons, including, without limitation, the risks, uncertainties and other factors in our filings made with the Securities and Exchange Commission, including certain

sections of our annual report filed on Form 20-F. These risks and uncertainties include, among others, the cost, timing and results of preclinical studies and other development activities by us and our collaborative partners whose operations and activities may be slowed or halted by shortage and pressure on supply and logistics on the global market; our reliance on contract manufacturers to supply materials for research and development and the risk of supply interruption or delays from suppliers and/or contract manufacturers; the ability to secure, maintain and realize the intended benefits of collaborations with partners; the possible impairment of, inability to obtain, and costs to obtain intellectual property rights; possible safety or efficacy concerns that could emerge as new data are generated in research and development; the possibility that we will not be able to regain compliance with or effectuate a reversed stock split to regain compliance with Nasdaq's Minimum Bid Price Requirement, or maintain compliance with any of the other Nasdag continued listing requirements, general business, operational, financial and accounting risks; and risks related to litigation and disputes with third parties. Given these risks, uncertainties and other factors, you should not place undue reliance on these forwardlooking statements, and we assume no obligation to update these forward-looking statements, even if new information becomes available in the future, except as required by law.

## **Cautionary Note on Future Updates**

The statements contained in this press release reflect our current views with respect to future events. Accordingly, we do not undertake and specifically disclaim any obligation to update any forward-looking statements.

## **ProQR Therapeutics N.V.**

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# **Financial Tables**

# PROQR THERAPEUTICS N.V.

## **Unaudited Condensed Consolidated Statement of Financial Position**

|  | September 30, | December 31, |
|--|---------------|--------------|
|  | 2022          | 2021         |
|  | € 1,000       | € 1,000      |
| Assets                                       |               |              |
| Current assets                               |               |              |
| Cash and cash equivalents                    | 100,431       | 187,524      |
| Prepayments and other receivables            | 3,104         | 3,404        |
| Other taxes                                  | 570           | 555          |
| Total current assets                         | 104,105       | 191,483      |
| Property, plant and equipment                | 17,007        | 17,467       |
| Investments in associates                    |               | 8            |
| Investments in financial assets              | 621           | 621          |
| Total assets                                 | 121,733       | 209,579      |
| Equity and liabilities                       |               |              |
| Equity                                       |               |              |
| Equity attributable to owners of the Company | 64,921        | 113,833      |
| Non-controlling interests                    | (381)         | (604)        |
| Total equity                                 | 64,540        | 113,229      |
| Current liabilities                          |               |              |
| Borrowings                                   | 1,888         | 4,771        |
| Lease liabilities                            | 1,370         | 1,534        |
| Derivative financial instruments             | 144           | 3,995        |
| Trade payables                               | 425           | 191          |
| Current income tax liability                 |               |              |
| Social securities and other taxes            | 824           | 1,230        |
| Deferred income                              | 8,624         | 5,115        |
| Other current liabilities                    | 13,697        | 10,760       |
| Total current liabilities                    | 26,972        | 27,596       |
| Borrowings                                   | 4,770         | 39,319       |
| Lease liabilities                            | 14,190        | 14,748       |
| Deferred income                              | 11,261        | 14,687       |
| Total liabilities                            | 57,193        | 96,350       |
| Total equity and liabilities                 | 121,733       | 209,579      |

## PROQR THERAPEUTICS N.V.

## **Unaudited Condensed Consolidated Statement of Profit or Loss and OCI**

(€ in thousands, except share and per share data)

|  |                     | month period |  | month period |  |
|--|---------------------|--------------|--|--------------|--|
|  | ended September 30, |              | ended September 30,  |              |  |
|  | 2022                | 2021         | 2022   | 2021         |  |
|  | € 1,000             | € 1,000      | € 1,000  | € 1,000      |  |
| Revenue  | 956                 | 872          | 3,215  | 1,115        |  |
| Other income   | 74                  | 286          | 274  | 838          |  |
| Research and development costs   | (15,352)            | (11,124)     | (40,168)   | (29,764)     |  |
| General and administrative costs   | (5,359)             | (4,591)      | (15,679)   | (12,052)     |  |
| Total operating costs  | (20,711)            | (15,715)     | (55,847)   | (41,816)     |  |
| Operating result   | (19,681)            | (14,557)     | (52,358)   | (39,863)     |  |
| Finance income and expense   | (620)               | 266          | (1,998)  | (2,491)      |  |
| Results related to associates  |                     | (132)        | (8)  | (132)        |  |
| Gain on disposal of associate  |                     |              |  | 514          |  |
| Results related to derecognition of financial liabilities                              | (4,016)             |              | (2,872)  |              |  |
| Results related to financial liabilities measured at fair value through profit or loss | 5                   | (611)        | 3,831  | (1,373)      |  |
| Result before corporate income taxes   | (24,312)            | (15,034)     | (53,405)   | (43,345)     |  |
| Income taxes   | (69)                | (35)         | (96)   | (95)         |  |
| Result for the period  | (24,381)            | (15,069)     | (53,501)   | (43,440)     |  |
| Other comprehensive income (foreign exchange differences on foreign operation)         | 612                 | 206          | 1,523  | 461          |  |
| Total comprehensive income   | (23,769)            | (14,863)     | (51,978)   | (42,979)     |  |
| Result attributable to   |                     |              |  |              |  |
| Owners of the Company  | (24,395)            | (15,047)     | (53,724)   | (43,400)     |  |
| Non-controlling interests  | 14                  | (22)         | 3,215  274  (40,168) (15,679) (55,847)  (52,358) (1,998) (8) (2,872) (3,831  (53,405) (96) (53,501) (51,978) (53,501) (53,501) (53,501) (53,501) (53,501) (53,501) (53,501) (53,501) | (40)         |  |
|  | (24,381)            | (15,069)     | (53,501)   | (43,440)     |  |
| Total comprehensive income attributable to   |                     |              |  |              |  |
| Owners of the Company  | (23,783)            | (14,841)     |  | (42,939)     |  |
| Non-controlling interests  | 14                  | (22)         | 223  | (40)         |  |
|  | (23,769)            | (14,863)     | (51,978)   | (42,979)     |  |
| Share information  |                     |              |  |              |  |
| Weighted average number of shares outstanding <sup>1</sup>                             | 71,382,837          | 68,263,034   | 71,367,459   | 61,804,367   |  |
| Earnings per share attributable to owners of the Company (Euro per share)              |                     |              |  |              |  |
| Basic loss per share <sup>1</sup>  | (0.34)              | (0.22)       | (0.75)   | (0.70)       |  |
| Diluted loss per share <sup>1</sup>  | (0.34)              | (0.22)       | (0.75)   | (0.70)       |  |

<sup>1.</sup> For this period presented in these financial statements, the potential exercise of share options is not included in the diluted earnings per share calculation as the Company was loss-making in all periods. Due to the anti-dilutive nature of the outstanding options, basic and diluted earnings per share are equal in this period.

# PROQR THERAPEUTICS N.V. Unaudited Condensed Consolidated Statement of Changes in Equity

|                                       | Attributable to owners of the Company |                  |                  |  |   |                        |                        |          |                                  |                 |
|---------------------------------------|---------------------------------------|------------------|------------------|--|---|------------------------|------------------------|----------|----------------------------------|-----------------|
|                                       | Number<br>of shares                   | Share<br>Capital | Share<br>Premium | Equity settled<br>Employee<br>Benefit<br>Reserve | Option<br>premium on<br>convertible<br>loan | Translation<br>Reserve | Accumulated<br>Deficit | Total    | Non-<br>controlling<br>interests | Total<br>Equity |
|                                       |                                       | € 1,000          | € 1,000          | € 1,000  | € 1,000                                     | € 1,000                | € 1,000                | € 1,000  | € 1,000                          | € 1,000         |
| Balance at January 1, 2021            | 54,131,553                            | 2,165            | 288,757          | 23,825   | 280   | (189)                  | (257,747)              | 57,091   | (545)                            | 56,546          |
| Result for the period                 |                                       |                  |                  |  |   |                        | (43,400)               | (43,400) | (40)                             | (43,440)        |
| Other comprehensive income            |                                       |                  |                  |  |   | 461                    |                        | 461      |                                  | 461             |
| Recognition of share-based payments   | 112,657                               | 5                | 382              | 4,435  |   |                        |                        | 4,822    |                                  | 4,822           |
| Issuance of ordinary shares           | 20,498,451                            | 820              | 107,657          | _  | _   | _                      | _                      | 108,477  | _                                | 108,477         |
| Treasury shares transferred           | (217,933)                             |                  |                  |  |   |                        |                        |          |                                  | _               |
| Share options lapsed                  |                                       |                  |                  | (391)  |   |                        | 391                    |          |                                  |                 |
| Share options exercised               | 338,653                               | 5                | 1,150            | (821)  |   |                        | 821                    | 1,155    |                                  | 1,155           |
| Balance at September 30, 2021         | 74,863,381                            | 2,995            | 397,946          | 27,048   | 280   | 272                    | (299,935)              | 128,606  | (585)                            | 128,021         |
| Balance at January 1, 2022            | 74,865,381                            | 2,995            | 398,309          | 28,443   | 1,426                                       | 430                    | (317,770)              | 113,833  | (604)                            | 113,229         |
| Result for the period                 |                                       |                  |                  |  |   |                        | (53,724)               | (53,724) | 223                              | (53,501)        |
| Other comprehensive income            |                                       |                  |                  |  |   | 1,523                  |                        | 1,523    |                                  | 1,523           |
| Recognition of share-based payments   |                                       |                  |                  | 3,256  |   |                        |                        | 3,256    |                                  | 3,256           |
| Issuance of ordinary shares           | _                                     | _                | _                | _  | _   | _                      | _                      | _        | _                                | _               |
| Treasury shares transferred           | (143,094)                             |                  |                  |  |   |                        |                        |          |                                  | _               |
| Share options lapsed                  |                                       |                  |                  | (647)  |   |                        | 647                    |          |                                  |                 |
| Share options exercised / RSUs vested | 143,094                               |                  | 33               | (362)  |   |                        | 362                    | 33       |                                  | 33              |
| Balance at September 30, 2022         | 74,865,381                            | 2,995            | 398,342          | 30,690   | 1,426                                       | 1,953                  | (370,485)              | 64,921   | (381)                            | 64,540          |

# PROQR THERAPEUTICS N.V. Unaudited Condensed Consolidated Statement of Cash Flows

|  |              | onth period<br>ptember 30, | Nine month period ended September 30, |          |
|--|--------------|----------------------------|---------------------------------------|----------|
|  |              |                            |                                       |          |
|  | 2022         | 2021                       | 2022                                  | 2021     |
|  | € 1,000      | € 1,000                    | € 1,000                               | € 1,000  |
| Cash flows from operating activities   |              |                            |                                       |          |
| Net result   | (24,381)     | (15,069)                   | (53,501)                              | (43,440) |
| Adjustments for:   |              |                            |                                       |          |
| — Depreciation   | 612          | 544                        | 1,773                                 | 1,777    |
| — Share-based compensation   | 1,335        | 1,716                      | 3,256                                 | 4,435    |
| — Financial income and expenses  | 620          | (266)                      | 1,998                                 | 2,491    |
| Results related to associates  |              | 132                        | 8                                     | 132      |
| — Gain on disposal of associate  |              |                            |                                       | (514)    |
| Results related to financial liabilities measured at fair value through profit or loss | (5)          | 611                        | (3,831)                               | 1,373    |
| Results related to derecognition of financial liabilities                              | 4,016        |                            | 2,872                                 |          |
| — Income tax expenses  | 69           | 35                         | 96                                    | 95       |
| Changes in working capital   | 3,465        | 4,836                      | 231                                   | 5,658    |
| Cash used in operations  | (14,269)     | (7,461)                    | (47,098)                              | (27,993) |
| Corporate income tax paid  | (69)         | (35)                       | (96)                                  | (95)     |
| Interest received  | 67           |                            | 67                                    | 5        |
| Interest paid  | (1,093)      | (561)                      | (3,548)                               | (1,714)  |
| Net cash used in operating activities  | (15,364)     | (8,057)                    | (50,675)                              | (29,797) |
| Cash flow from investing activities  | <del>-</del> |                            |                                       |          |
| Purchases of property, plant and equipment   | (246)        | (175)                      | (721)                                 | (259)    |
| Net cash used in investing activities  | (246)        | (175)                      | (721)                                 | (259)    |
| Cash flow from financing activities  | <u> </u>     |                            |                                       |          |
| Proceeds from issuance of shares, net of transaction costs                             |              | 23,223                     |                                       | 108,477  |
| Proceeds from exercise of share options  |              | 402                        | 33                                    | 1,155    |
| Proceeds from borrowings   |              | 284                        |                                       | 853      |
| Repayment of convertible loans   | (43,373)     |                            | (43,373)                              | _        |
| Repayment of lease liability   | (381)        | (347)                      | (1,314)                               | (597)    |
| Net cash (used in)/generated by financing activities                                   | (43,754)     | 23,562                     | (44,654)                              | 109,888  |
| Net increase (decrease) in cash and cash equivalents                                   | (59,364)     | 15,330                     | (96,050)                              | 79,832   |
| Currency effect cash and cash equivalents  | 3,393        | 1,369                      | 8,957                                 | 471      |
| Cash and cash equivalents, at beginning of the period                                  | 156,402      | 139,442                    | 187,524                               | 75,838   |
| Cash and cash equivalents at the end of the period                                     | 100,431      | 156,141                    | 100,431                               | 156,141  |