

**Proxy for resolutions to be taken in the Extraordinary General Meeting
of Shareholders of Pharming Group N.V.**

Proxy for the Extraordinary General Meeting of Shareholders as organised by Pharming Group N.V. ("the Company") and to be held on Friday 11 December 2020 at 14.00 hours CET (the "EGM").

THE UNDERSIGNED:

_____, a company / private person residing at _____,
acting in their capacity as holder of _____ shares in **Pharming Group N.V.**
(the "Company"), a public company incorporated and existing under the laws of the Netherlands, having
its registered office in Leiden, the Netherlands;

HEREBY GRANTS FULL PROXY AND POWER OF ATTORNEY TO:

- Each member of the Board of Management of the Company; or
- Mr. P.C.S. van der Bijl, civil law notary (notaris) at NautaDutilh N.V., or a substitute to be designated by him (the "Notary"); or
- the following person:

to represent the undersigned, with the right of substitution, at the EGM and to vote on behalf of the undersigned with regard to any and all matters on the agenda, with all powers that the undersigned would be able to execute if personally present at the EGM, in accordance with the voting instructions as specified at page 2 of this proxy.

This proxy is only valid if (i) duly signed and (ii) the undersigned has registered for the EGM in accordance with the procedure set out in the Notice of Convocation.

This proxy is subject to the following conditions:

- in the absence of a selection of a proxyholder above, or the name details of a third party proxyholder, the undersigned will be considered to have granted a proxy and power of attorney to the Notary;
- the agenda items are stated in this proxy in abbreviated form; the full agenda as set out in the Notice to Convene for the EGM is incorporated herein by this reference;
- if no voting instruction, or if a conflicting voting instruction, is given in this proxy for any or all of the items on the agenda, the undersigned shall be deemed to have instructed the proxyholder to vote 'in favour' of the relevant agenda item(s);
- this proxy is governed exclusively by the laws of The Netherlands.

Voting instructions:

		<u>In favour</u>	<u>Against</u>	<u>Abstain</u>
Agenda item	Summary			
3	(i) Amendment of the Company's articles of association, (ii) authorization to implement such amendment and (iii) designation of the executive and non-executive directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.1	Appointment of Ms. Barbara Yanni as new supervisory director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.2	Appointment of Mr. Mark Pykett as new supervisory director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.1	Remuneration policy for the Board of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2.1	Approval Long-Term Incentive Plan for executive board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2.2	Approval one-off arrangement for implementation of the Long-Term Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed in _____ on _____ 2020

By:

Title: