

ANNOUNCEMENT
OF THE MANAGEMENT BOARD OF BIOTON SPÓŁKA AKCYJNA
ON CONVENING THE ORDINARY GENERAL MEETING

The Management Board of BIOTON Spółka Akcyjna, with its registered seat in Warsaw ("**Company**"), acting on the grounds of Art. 399 § 1, with regard to Art. 402¹ and 402² the Code of Commercial Companies ("**CCC**"), convenes an Ordinary General Meeting ("**OGM**", "**Meeting**") to be held on **22 June 2017**, at 10:00 (10:00 a.m.) at the Company's premises at Macierzysz, ul. Poznańska 12, 05-850 Ożarów Mazowiecki.

Agenda:

1. Opening of the Meeting.
2. Election of the chairman of the Meeting (in case the chairman is not appointed by the Management Board of the Company) and drawing up an attendance list.
3. Establishing that the Meeting has been properly convened and is capable of adopting resolutions.
4. Adoption of the agenda of the EGM,
5. Adopting a resolution on reviewing and approving the Management Board's report on the operation of the Company and financial statement for the accounting year 2016,
6. Adopting a resolution on revising and approving the Management Board's report on the operation of the Capital Group BIOTON S.A. and the consolidated financial statement of the Capital Group BIOTON S.A. for the accounting year 2016,
7. Adopting a resolution on revising and approving the reports of the Supervisory Board of the Company for the accounting year 2016,
8. Adopting a resolution on allocation of the Company's net profit for the accounting year 2016,
9. Adopting resolutions on acknowledgement of the fulfilment of duties by the members of the Management Board of the Company in the accounting year 2016,
10. Adopting resolutions on acknowledgement of the fulfilment of duties by the members of the Supervisory Board of the Company in the accounting year 2016,
11. Closing of the Meeting.

Information for shareholders

The right to participate in the OGM

The Management Board of the Company declares that, in accordance with Art. 406¹ of the Code of Commercial Companies, the right to participate in the OGM is exclusively enjoyed by the persons who are the shareholders of the Company sixteen days prior to the date of the OGM, i.e. on 6 June 2017 (the date of registration at the OGM, hereinafter referred to as the "**Registration Date**"), provided that they deliver to the entity which maintains their securities account a request for the issuance of a registered certificate confirming the right to participate

in the OGM in the period from the OGM convocation announcement to the first business day after the Registration Date, i.e. until 7 June 2017.

The list of shareholders authorized to participate in the OGM will be drawn up on the basis of a list provided by the entity maintaining the depository for securities (i.e. National Depository for Securities - *Krajowy Depozyt Papierów Wartościowych S.A.*) and presented at the offices of the Management Board of the Company (Macierzysz, ul. Poznańska 12), between 10:00 and 16:00 hours, for the three business days prior to the holding of the OGM, i.e. on 19-21 June 2017.

Within three business days prior to the OGM, the shareholders of the Company may request delivery of a list of shareholders, free of charge by electronic mail, provided they notify the Company of the address to which such list should be sent. The request should be made in writing, signed by the shareholder or persons authorized to represent the shareholder and sent via email to wza@bioton.pl in a "pdf" file format or any other format allowing it to be read by the Company, or sent by fax to the following number: +48 (022) 721 13 33. The request should be accompanied by copies of documents confirming the identity of the shareholder of the Company and/or the persons authorized to represent the shareholder, including:

- (i) if the shareholder is an individual, a copy of the identification card, passport or any other official document confirming the shareholder's identity; or
- (ii) if the shareholder is not an individual, a copy of an extract from the relevant register or any other document confirming the authority of one or several individuals to represent the shareholder at the OGM (e.g. an unbroken sequence of powers of attorney), and
- (iii) if the request is given by a proxy, a copy of the proxy document signed by the shareholder or by the persons authorised to represent that shareholder, with a copy of the identification card, passport or any other official document confirming the proxy's identity or, if the proxy is not an individual, a copy of an extract from the relevant register or another document confirming the authority of one or several individuals to represent the proxy at the OGM (e.g. an unbroken sequence of powers of attorney) and an identification card, passport or any other official document confirming the identity of the one or several individuals authorised to represent the proxy at the OGM.

Selected OGM-related rights of shareholders

A shareholder or shareholders representing at least 1/20 of the initial capital of the Company are entitled to:

- (i) request the placement of specific matters on the agenda of the OGM. Such request should be delivered to the Company's Management Board no later than twenty-one days prior to the date of the OGM, i.e. by 1 June 2017. The request should include justification or a draft resolution concerning a suggested item of the agenda. The request may be delivered via email to wza@bioton.pl or sent by fax to the following number: +48 (022) 721 13 33.
- (ii) submit to the Company, prior to the date of the OGM, in writing or by e-mail to the address wza@bioton.pl or by fax to +48 (022) 721 13 33 draft resolutions pertaining to the issues included in the agenda of the OGM or issues to be introduced to the agenda.

The above requests should be accompanied by copies of documents confirming the identity of the shareholder of the Company and/or the persons authorized to represent the shareholder, including:

- (i) certificate or depository certificate issued by the entity which maintains the securities account in which the Company's shares held by the shareholder are registered, confirming that the person is in fact the shareholder of the Company and that he holds at least one-twentieth of the share capital of the Company,
- (ii) if the shareholder is an individual, a copy of the identification card, passport or any other official document confirming the shareholder's identity; or
- (iii) if the shareholder is not an individual, a copy of an extract from the relevant register or any other document confirming the authority of one or several individuals to represent the shareholder at the OGM (e.g. an unbroken sequence of powers of attorney), and
- (iv) if the request is given by a proxy, (A) a copy of the proxy document signed by the shareholder or, by the persons authorised to represent that shareholder with a copy of the identification card, passport or any other official document confirming the proxy's identity or (B) if the proxy is not an individual, a copy of an extract from the relevant register or another document confirming the authority of one or several individuals to represent the proxy at the OGM (e.g. an unbroken sequence of powers of attorney) and an identification card, passport or any other official document confirming the identity of one or several individuals authorised to represent the proxy at the OGM.

At the OGM, each shareholder of the Company may present draft resolutions concerning the matters put on the agenda.

The method of participation in the OGM and the method of exercising the voting right

A shareholder who is a natural person (an individual) may participate in the OGM and exercise voting rights either personally or through a proxy. Shareholders other than individuals may participate in the OGM and exercise voting rights through a person authorised to make representations of will on its behalf, or by proxy. A power of attorney should be made in writing or granted electronically. A power of attorney may be granted fully electronically and its granting in such form does not require a secure electronic signature verified with the use of a valid qualified certificate.

One should notify the Company on granting the power of attorney by sending the document in "*pdf*" format (or other format readable to the Company) signed by the shareholder or in case of shareholders other than natural persons, by persons authorized to represent the shareholder, by fax +48 (022) 721 13 33 or by e-mail to the address wza@bioton.pl

For the purpose of identification of the shareholder granting the power of attorney, the notification on granting the power of attorney in electronic form should include (as an enclosure in "*pdf*" format or other format readable to the Company):

- (i) if the shareholder is an individual, a copy of the identification card, passport or any other official document confirming the shareholder's identity; or
- (ii) if the shareholder is not an individual, a copy of an extract from the relevant register or any other document confirming the authority of one or several individuals to represent the shareholder at the OGM (e.g. an unbroken sequence of powers of attorney).

In the event of doubt as to the authenticity of the copies of the above mentioned documents, the Management Board of the Company reserves the right to demand that the proxy presents the following upon drawing up the attendance list:

- (i) if the shareholder is an individual, a true and correct copy of the original certified as such by a notary or an entity authorized to confirm that a copy of an identity card, a passport or any other official document confirming the identity of the shareholder is a true and correct copy of the original; or
- (ii) if the shareholder is not an individual, an original or a copy of the original certified as true and correct by a notary or another entity having the authority to confirm that a document is a true and correct copy of an extract from the relevant register or any other document confirming the authority of one or several individuals to represent the shareholder at the OGM (e.g. an unbroken sequence of powers of attorney).

In order to identify the proxy, the Management Board of the Company reserves the right to demand from the proxy presentation of the following upon drawing up of the attendance list:

- (i) if the proxy is an individual, the original of the identity card, passport or any other official document confirming proxy's identity; or
- (ii) if the proxy is not an individual, an original or a copy of the original certified as true and correct by a notary or another entity having the authority to confirm as such a copy of an extract from the relevant register or another document confirming the authority of one or several individuals to represent the proxy at the OGM (e.g. an unbroken sequence of powers of attorney) and an identity card, passport or any other official document confirming the identity of one or several individuals authorised to represent the proxy at the OGM.

The forms referred to in Art. 402³ §1.5 of the CCC authorizing shareholders to exercise the voting right through a proxy are available on the Company's website www.bioton.pl. The Company does not require that the power of attorney be granted on such form only.

Furthermore, the Management Board of the Company declares that if a shareholder grants a power of attorney with voting instructions, the Company will not verify if the proxies did exercise the voting rights in accordance with the instructions received from the shareholders. In the light of the above, the Management Board of the Company would like to emphasize that voting instructions should be delivered to the proxy only.

The Company makes a reservation that a shareholder using electronic means of communication bears the sole and exclusive risk related to the use of such means of communication. The information on granting power of attorney in electronic form and draft resolutions concerning the issues put on the agenda of the OGM or issues which are to be put on the agenda should be submitted to the Company by the end of the day preceding the day of the OGM. The Company cannot guarantee that it will be able to verify the identity of shareholders presenting draft resolutions or granting a power of attorney on the date of the OGM.

The Articles of Association do not provide for the possibility that the OGM is attended, or someone makes utterances or exercises the voting right with the use of the means of electronic communication. The Articles of Association of the Company do not provide for the right to exercise voting rights by post.

Materials pertaining to the General Meeting

A person authorised to participate in the OGM may obtain full text of documentation to be presented to the OGM, including the draft resolutions or, if no resolutions are to be adopted, remarks of the Management Board or the Supervisory Board of the Company pertaining to the issues put on the agenda of the OGM or issues which are to be put on the agenda before the date of the OGM at the Company's web site www.bioton.pl and in the Management Board's premises (Macierzysz, ul. Poznańska 12) between 10:00 and 16:00 hours Monday through Friday (except for public holidays).

Registration of attendance at the OGM

Persons authorized to participate in the OGM are kindly requested to register and receive the voting card directly in front of the session room half an hour before commencement of the OGM session.

Further Information

Information concerning the OGM shall be made available on the Company's web site www.bioton.pl

Moreover, the Management Board of the Company declares that any and all issues which are not covered by this announcement will be governed by the Code of Commercial Companies and the Articles of Association of the Company. Therefore, the shareholders are asked to review the above regulations.

In case of any questions or doubts relating to participation in the General Meeting please contact Ms. Renata Ożarowska at +48 (022) 721 40 02, e-mail: wza@bioton.pl

Draft resolutions of the OGM

to item 5 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on revising and approving
the Management Board's report on the operation of BIOTON S.A.
and financial statement of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. ("**Company**") acting pursuant to Art. 393 item 1 and Art.395 § 2 item 1 of the Code of Commercial Companies, after having reviewed the Management Board's report on the operation of BIOTON S.A. and financial statements of the Company for the year ending on 31 December 2016, approves the Management Board's report on the operation of the Company and the financial statements of BIOTON S.A. covering:

- 1) balance sheet as at 31 December 2016, closing with the total assets and liabilities balance sum of 1.529.839 kPLN (say: one billion five hundred twenty nine million eight hundred thirty nine thousand zlotys),
- 2) income statement for the period from 1 January 2016 till 31 December 2016, showing net profit in the amount of 26.540 kPLN (say: twenty six million five hundred forty thousand zlotys),
- 3) statement of comprehensive income for the period from 1 January 2016 till 31 December 2016 showing positive total comprehensive income in the amount of 26.783 kPLN (say: twenty six million seven hundred eighty three thousand zlotys),
- 4) statement of changes in equity for the period from 1 January 2016 till 31 December 2016 showing an increase in equity by the amount of 26.032 kPLN (say: twenty six million thirty two thousand zlotys),
- 5) cash flow statement for the period from 1 January 2016 till 31 December 2016, showing an increase of cash by the amount of 54.257 kPLN (say: fifty four million two hundred fifty seven thousand zlotys),
- 6) notes comprising a summary of significant accounting policies and other explanatory information."

to item 6 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on revising and approving
the Management Board's report on the operation of the Capital Group BIOTON S.A.
and financial statement of the Capital Group BIOTON S.A. for 2016*

"The Ordinary Annual Meeting of BIOTON S.A., acting pursuant to Art. 395 § 5 of the Code of Commercial Companies, after having reviewed the Management Board's report on the operation of the Capital Group BIOTON S.A. and consolidated financial statements of the Capital Group BIOTON S.A. for the year ending on 31 December 2016, approves the Management Board's report on the operation of the Capital Group BIOTON S.A. and the consolidated financial statements of the Capital Group BIOTON S.A. covering:

- 1) consolidated balance sheet as at 31 December 2016, closing with the total assets and liabilities balance sum of 1,295,187 kPLN (say: one billion two hundred ninety five million one hundred eighty seven thousand zlotys),
- 2) consolidated income statement for the period from 1 January 2016 till 31 December 2016, showing net loss in the amount of 28,439 kPLN (say: twenty eight million four hundred thirty nine thousand zlotys),
- 3) consolidated statement of comprehensive income for the period from 1 January 2016 till 31 December 2016 showing positive total consolidated comprehensive income in the amount of 8,578 kPLN (say: eight million five hundred seventy eight thousand zlotys),
- 4) consolidated statement of changes in equity for the period from 1 January 2016 till 31 December 2016 showing an increase in equity by the amount of 7,186 kPLN (say: seven million one hundred eighty six thousand zlotys),
- 5) consolidated cash flow statement for the period from 1 January 2016 till 31 December 2016, showing an increase of cash by the amount of 57,374 kPLN (say: fifty seven million three hundred seventy four thousand zlotys),
- 6) notes comprising a summary of significant accounting policies and other explanatory information."

to item 7 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on revising and approving the reports of the Supervisory Board of BIOTON S.A.
for the year 2016*

"The Ordinary General Meeting of BIOTON S.A. ("**Company**") acting pursuant to Art. 382 § 3 and Art. 395 § 5 of the Code of Commercial Companies and according to the rule II.Z.10 of "The Best Practices of WSE Listed Companies 2016" in version applicable from 1 January 2016, after having them reviewed, accepts the report of the Supervisory Board for the year 2016, covering:

- 1) a report on the operations of the Supervisory Board in the year 2016,
- 2) a report on results of the assessment of: (i) the Management Board's report on the operation of the Company in 2016, (ii) the financial statement of the Company for the accounting year 2016, (iii) the Management Board's report on the operation of the Capital Group BIOTON S.A. in 2016, (iv) the consolidated financial statement of the Capital Group BIOTON S.A. for the accounting year 2016 and (v) the motion of the Management Board for allocation of net profit for the year 2016,
- 3) assessment of the Company's standing in 2016 including the assessment of the internal control, risk management, compliance systems and internal audit function;
- 4) assessment of fulfilment of the duty the disclosure obligations concerning compliance with the corporate governance principles defined in the Exchange Rules and the regulations on current and periodic reports published by issuers of securities."

**REPORT OF THE SUPERVISORY BOARD
OF BIOTON S.A.
FOR 2016**

COVERING:

- (I) A REPORT ON THE OPERATIONS OF THE SUPERVISORY BOARD OF BIOTON S.A. FOR 2016;
- (II) A REPORT ON RESULTS OF THE ASSESSMENT OF:
- THE MANAGEMENT BOARD'S REPORT ON THE OPERATIONS OF BIOTON S.A. AND THE FINANCIAL STATEMENT OF BIOTON S.A. FOR THE ACCOUNTING YEAR 2016,
 - THE MANAGEMENT BOARD'S REPORT ON THE OPERATIONS OF THE CAPITAL GROUP BIOTON S.A. AND THE CONSOLIDATED FINANCIAL STATEMENT OF THE CAPITAL GROUP BIOTON S.A. FOR THE ACCOUNTING YEAR 2016,
 - A MOTION OF THE MANAGEMENT BOARD CONCERNING THE METHOD OF APPROPRIATION OF COMPANY PROFIT FOR 2016,
- (III) THE ASSESSMENT OF STANDING OF BIOTON S.A. IN 2016, INCLUDING THE ASSESSMENT OF THE INTERNAL CONTROL, RISK MANAGEMENT, COMPLIANCE SYSTEMS AND INTERNAL AUDIT FUNCTION;
- (IV) THE ASSESSMENT OF FULFILMENT OF THE DUTY THE DISCLOSURE OBLIGATIONS CONCERNING COMPLIANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES DEFINED IN THE EXCHANGE RULES AND THE REGULATIONS ON CURRENT AND PERIODIC REPORTS PUBLISHED BY ISSUERS OF SECURITIES;
- (V) RECOMMENDATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS OF BIOTON S.A.

(I) REPORT ON THE OPERATIONS OF THE SUPERVISORY BOARD OF BIOTON S.A. FOR THE ACCOUNTING YEAR 2016

1) The composition of the Supervisory Board and Audit Committee of the Supervisory Board

Pursuant to § 17 paragraph 1 of the Articles of Association of Bioton S.A. (“**Bioton**”, “**Company**”), in the reporting period covering the accounting year from 1 January till 31 December 2016 (“**Reporting Period**”), the Supervisory Board consisted of not fewer than 5 and not more than 13 members, including the Chairman and two Vice Chairmen, appointed in compliance with the provisions of § 17 paragraph 2 of the Articles of Association of the Company, during a General Meeting session.

As at 1 January 2016, the composition of the Supervisory Board of the Company was as follows:

- Mr Keith Mellors, the Chairman of the Supervisory Board,
- Mr Jin Hu, a Vice-Chairman of the Supervisory Board,
- Mr Dariusz Trzeciak, a Vice Chairman of the Supervisory Board,
- Mr Marcin Dukaczewski, a Member of the Supervisory Board,
- Mr Artur Gabor, a Member of the Supervisory Board,
- Mr Jacek Ślotała, a Member of the Supervisory Board,
- Ms Xue (Carrie) Xiang, a Member of the Supervisory Board.

On 22 February 2016, the Extraordinary General Meeting of Shareholders of the Company dismissed the following persons from the Supervisory Board:

- Mr Keith Mellors,
- Mr Artur Gabor,
- Mr Jacek Ślotała,
- Ms. Xue Xiang.

On 22 February 2016, the Extraordinary General Meeting of Shareholders of the Company appointed the following persons to the Supervisory Board:

- Mr Jubo Liu,
- Mr Maciej Typiński (as a Member of the Board complying with the requirements specified under § 18 paragraph 1 item 2 - 4 of the Articles of Association of the Company),
- Mr Yanming Wang,
- Mr Hang Lin.

On 23 February 2016, the Supervisory Board appointed Mr Jubo Liu to hold the function of the Chairman of the Supervisory Board.

On 23 May 2016, the Extraordinary General Meeting of Shareholders of the Company dismissed the following persons from the Supervisory Board:

- Mr Maciej Typiński,
- Mr Hang Lin.

On 23 May 2016, the Extraordinary General Meeting of Shareholders of the Company appointed the following persons to the Supervisory Board:

- Mr Yu Liang Huang (as a Member of the Board complying with the requirements specified under § 18 paragraph 1 item 2 - 4 of the Articles of Association of the Company),
- Mr Vaidyanathan Viswanath.

On 25 May 2016, the Supervisory Board delegated Mr Jubo Liu and Mr Dariusz Trzeciak to independently supervise the preparation and implementation of a new strategy of the Company.

On 25 May 2016, the Supervisory Board delegated Mr Marcin Dukaczewski, effective from 30 May 2016, to temporarily perform the duties of the President of the Management Board.

Due to the expiry of office terms of members of the Supervisory Board on the date of the General Meeting, on 28 June 2016 the Extraordinary General Meeting appointed the following persons to hold the functions of members of the Supervisory Board for a new term:

- Mr Jubo Liu,
- Mr Dariusz Trzeciak,
- Mr Vaidyanathan Viswanath,
- Mr Marcin Dukaczewski,
- Mr Alejandro Gomez Blanco,
- Mr David Martin Comberbach,
- Mr Sławomir Ziegert,
- Mr Yu Liang Huang (as a Member of the Board complying with the requirements specified under § 18 paragraph 1 item 2 - 4 of the Articles of Association of the Company).

On 28 June 2016, the Supervisory Board appointed Mr Jubo Liu to hold the function of the Chairman of the Supervisory Board, and Mr David Martin Comberbach, and Mr Dariusz Trzeciak to hold the function of Vice Chairmen of the Supervisory Board of the Company.

On 29 August 2016, the Supervisory Board delegated a Member of the Supervisory Board, Mr Marcin Dukaczewski, to temporarily perform the duties of the President of the Management Board until 30 November 2016.

On 3 October 2016, the Supervisory Board delegated the Chairman of the Supervisory Board, Mr Jubo Liu, to temporarily perform the duties of the President of the Management Board in the period from 4 October 2016 till 04 January 2017. The decision of the Supervisory Board was caused by the resignation of Mr Marcin Dukaczewski from performing the duties of the President of the Management Board effective on 3 October 2016.

On 25 November 2016, the Supervisory Board, with regard to a declaration on resignation by Mr Jubo Liu - the so far Chairman of the Supervisory Board - from holding the function of a Member of the Supervisory Board, appointed Mr Dariusz Trzeciak to be the Chairman of the Supervisory Board, and Mr Marcin Dukaczewski to be a Vice Chairman of the Supervisory Board.

As at 31 December 2016, the composition of the Supervisory Board of the Company was as follows:

- Mr Dariusz Trzeciak, the Chairman of the Supervisory Board,
- Mr Marcin Dukaczewski, a Vice Chairman of the Supervisory Board,
- Mr David Martin Comberbach, a Vice Chairman of the Board,
- Mr Vaidyanathan Viswanath,
- Mr Alejandro Gomez Blanco,
- Mr Sławomir Ziegert,
- Mr Yu Liang Huang.

On 7 February 2017, Mr Marcin Dukaczewski, a Vice Chairman of the Supervisory Board, resigned from the function of a Member of the Supervisory Board.

On 28 March 2017, the Supervisory Board appointed Mr Yu Liang Huang to hold the function of a Vice Chairman of the Supervisory Board.

On 12 May 2017, Mr David Martin Comberbach, a Vice Chairman of the Supervisory Board, resigned from the function of a Member of the Supervisory Board.

On 15 May 2017, Mr Sławomir Ziegert resigned from the function of a Member of the Supervisory Board.

On 15 May 2017, the Extraordinary General Meeting of Shareholders of the Company dismissed the following persons from the Supervisory Board:

- Mr Yu Liang Huang,
- Mr Dariusz Trzeciak.

On 15 May 2017, the Extraordinary General Meeting of Shareholders of the Company appointed the following persons to the Supervisory Board:

- Mr Dariusz Trzeciak (as a Member of the Board complying with the requirements specified under § 18 paragraph 1 item 2 - 4 of the Articles of Association of the Company),
- Mr Jubo Liu,
- Mr Mark Ming-Tso Chiang,
- Mr Tomasz Siembida.

On 15 May 2017, the Supervisory Board appointed Mr Jubo Liu to hold the function of the Chairman of the Supervisory Board, and Mr Tomasz Siembida and Mr Dariusz Trzeciak to hold the functions of Vice Chairmen of the Supervisory Board of the Company.

As at the date of approval of this report, the composition of the Supervisory Board of the Company is as follows:

- Mr Jubo Liu, the Chairman of the Supervisory Board of the Company,
- Mr Tomasz Siembida, a Vice Chairman of the Supervisory Board of the Company,
- Mr Dariusz Trzeciak, a Vice Chairman of the Supervisory Board of the Company,
- Mr Alejandro Gomez Blanco, a Member of the Supervisory Board of the Company,
- Mr Mark Ming-Tso Chiang, a Member of the Supervisory Board of the Company,
- Mr Vaidyanathan Viswanath, a Member of the Board of the Company.

In the accounting year 2016, and by the time of approval of this report, the Audit Committee of the Supervisory Board of the Company comprised of:

- Mr Artur Gabor (until 22 February 2016)
- Mr Keith Mellors (until 22 February 2016)
- Mr Dariusz Trzeciak (until 28 June 2016, and since 28 June 2016)
- Mr Jubo Liu (from 11 April 2016 till 28 June 2016, and from 28 June 2016 till 25 November 2016, and since 15 May 2017)
- Mr Marcin Dukaczewski (from 11 April 2016 till 30 May 2016)
- Mr Sławomir Ziegert (from 28 June 2016 till 15 May 2017)

All members of the Supervisory Board and the Audit Committee are highly qualified, have appropriate life and professional experience allowing for effective and reliable performance of their duties.

2) The rules and scope of operations of the Supervisory Board

In 2016, the Supervisory Board of the Company operated in compliance with the regulations of the Code of Commercial Companies, provisions of the Articles of Association of the Company, and Regulations of the Supervisory Board (defining its organisation and method of operation), and Good Practices of WSE listed Companies. In the accounting year 2016, the Supervisory Board of the

Company included a Member of the Board who complied with the independence criteria, referred to under item II.Z.4. of the “Good Practices of WSE listed Companies”.

In 2016, the Supervisory Board held in total 7 meetings, and adopted in total 35 resolutions. The resolutions concerned, e.g.:

- appointment of the Chairman and Vice Chairmen of the Supervisory Board,
- appointment of members of the Audit Committee of the Supervisory Board,
- approval of the consolidated text of the Articles of Association of the Company,
- appointment and dismissal of a Secretary of the Supervisory Board of the Company,
- delegation of members of the Supervisory Board to temporarily perform the duties of the President of the Management Board of the Company,
- delegation of members of the Supervisory Board to perform independent supervision over preparation and implementation of the Company’s strategy,
- changes in the composition of the Management Board of the Company, and determining the remuneration of members of the Management Board of the Company,
- company cars of the members of the Management Board of the Company,
- revision and approval of the financial statements of the Company,
- giving opinions on draft resolutions for the General Meeting of Shareholders,
- division of duties between Members of the Management Board,
- approval of transaction with an affiliate, pursuant to § 21 paragraph 1 of the Articles of Association of the Company.

The subject matter of the Board’s meetings was control and supervision over current operations of the Company. The Board expressed opinions on current and future operations of the Company, based on documents and information provided by the Management Board. The main priorities of the Board were:

- performance of the statutory obligations of corporate supervision - in particular supporting the Management Board in market analysis, construction of the plan of future development, and determining the strategic targets of the Management Board,
- supporting the Management Board in determining business priorities, financial plans, and strategies of the Group
- analysis of the financial results and cost structure of the Company, and respective companies within the Group,
- analysis of the strategy of disposal of selected assets of the Group identified as assets of non-strategic importance,
- analysis of the strategy of the Company, as regards development and winning over new products, including the development works on insulin analogues,
- Company relationships with the main banks financing the Company,
- changes in the organisation structure of the Company.

During the period in question, 2 meetings of the Audit Committee were held, and their main purpose was to discuss the financial results of the Company and its Capital Group. Moreover, the Audit Committee of the Supervisory Board of the Company recommended further enforcement of internal control in place in the Company and in the Group.

(II) REPORT ON THE ASSESSMENT OF FINANCIAL STATEMENTS OF BIOTON S.A. AND THE CAPITAL GROUP BIOTON S.A. FOR THE ACCOUNTING YEAR 2016

Pursuant to Art. 382 § 3 of the Code of Commercial Companies, the Supervisory Board of BIOTON S.A. has assessed:

- 1) the financial statement of the Company for the accounting year ending on 31 December 2016 including:
 - balance sheet as at 31 December 2016, closing with the total assets and liabilities balance sum of 1.529.839 kPLN (say: one billion five hundred twenty nine million eight hundred thirty nine thousand zlotys),
 - income statement for the period from 1 January 2016 till 31 December 2016, showing net profit in the amount of 26.540 kPLN (say: twenty six million five hundred forty thousand zlotys),
 - statement of comprehensive income for the period from 1 January 2016 till 31 December 2016 showing positive total comprehensive income in the amount of 26.783 kPLN (say: twenty six million seven hundred eighty three thousand zlotys),
 - statement of changes in equity for the period from 1 January 2016 till 31 December 2016 showing an increase in equity by the amount of 26.032 kPLN (say: twenty six million thirty two thousand zlotys),
 - cash flow statement for the period from 1 January 2016 till 31 December 2016, showing an increase of cash by the amount of 54.257 kPLN (say: fifty four million two hundred fifty seven thousand zlotys),
 - notes comprising a summary of significant accounting policies and other explanatory information;
- 2) Management Board's report on the operations of the Company in the accounting year ended on 31 December 2016;
- 3) motion of the Management Board to the Ordinary General Meeting of the Company concerning appropriation of profit from the accounting year ended on 31 December 2016 to cover Company loss from previous years;
- 4) consolidated financial statement of the Capital Group Bioton for the accounting year ending on 31 December 2016 including:
 - consolidated balance sheet as at 31 December 2016, closing with the total assets and liabilities balance sum of 1,295,187 kPLN (say: one billion two hundred ninety five million one hundred eighty seven thousand zlotys),
 - consolidated income statement for the period from 1 January 2016 till 31 December 2016, showing net loss in the amount of 28,439 kPLN (say: twenty eight million four hundred thirty nine thousand zlotys),
 - consolidated statement of comprehensive income for the period from 1 January 2016 till 31 December 2016 showing positive total consolidated comprehensive income in the amount of 8,578 kPLN (say: eight million five hundred seventy eight thousand zlotys),
 - consolidated statement of changes in equity for the period from 1 January 2016 till 31 December 2016 showing an increase in equity by the amount of 7,186 kPLN (say: seven million one hundred eighty six thousand zlotys),
 - consolidated cash flow statement for the period from 1 January 2016 till 31 December 2016, showing an increase of cash by the amount of 57,374 kPLN (say: fifty seven million three hundred seventy four thousand zlotys),
 - notes comprising a summary of significant accounting policies and other explanatory information;

- 5) Management Board's report on the operations of the Company in the accounting year ended on 31 December 2016.

While making the analysis and assessment of the statements and the motion referred to hereinabove, the Supervisory Board used the opinion and reports of the Chartered Auditor appointed to audit the financial statements of the Company and the Group for 2016 (hereinafter referred to as the "**Chartered Auditor**") as well as the opinions of members of the Audit Committee of the Supervisory Board formulated after the Audit Committee's meetings participated by the Management Board of the Company and the Chartered Auditor of the Company.

In his opinions, the Chartered Auditor stated that the financial statements of the Company and the Group for 2016, except for the consequences of possible corrections resulting from reservations specified in the Chartered Auditor's opinions, in all material aspects:

- present, in a reliable and clear way, information significant for the assessment of the material and financial situation of the Company and the Group as at 31 December 2016, as well as their financial results for the accounting year from 1 January 2016 till 31 December 2016,
- have been drawn up in line with the International Accounting Standards, International Standards of Financial Reports and interpretations thereto announced in the form of regulations of the European Commission, and within the scopes which are not regulated therein - according to the act of 29 September 1994 on accounting (Journal of Laws of 2009, No. 152, item 1223, as amended). ("Accounting Act") and the implementing provisions to this act and on the basis of properly kept accounting books of the Company,
- are consistent with the legal regulations affecting the form and contents of financial statements, including the ones applicable to the Group and the provisions of the Articles of Association of the Company,

The Chartered Auditor's opinion from audit of the standalone financial statement of the Company for the accounting year 2016 contains a reservation concerning the lack of possibility to determine which part of the write-down updating the value of shares, loans and receivables, in the total amount of 485.4 million PLN, concerning the 100% subsidiary, BioPartners Holding AG registered in Switzerland, and included in the previous period (comparative data) concerns the costs incurred in 2015, and which part concerns the costs from previous years, and in the consequence, how the net result in the comparative data would have changed in the audited financial statement for the accounting year 2016.

The Management Board of the Company explained in its position that the reservation concerns year 2015 and was initially presented in the opinion from audit for 2015, being the consequence of total write-offs of the value of shares, loans, and receivables, with the write-offs being made as at the balance date, 31 December 2015. Therefore, the subject matter of the reservation, does not affect the allocation of costs in the profit and loss account for the accounting year 2016, and balance sheet as at 31 December 2016. Taking the above into consideration, the Management Board of the Company indicated that the subject matter of the reservation in no way affects the results and other financial data, and thus, it has no effect on the financial statement of the Company for the accounting year 2016.

When assessing the financial statement of the Company for 2016, the Supervisory Board of the Company considered the reasons provided by the Management Board, and the position of the Chartered Auditor, and shares and approves the position of the Management Board, that the subject matter of the reservation is of no significance for the results and other financial data for the accounting year 2016, and does not affect the annual financial statement of the Company.

The Supervisory Board approves the motion of the Management Board to the Ordinary General Meeting of the Company concerning appropriation of the Company's net profit from the accounting year, ended on 31 December 2016, to cover the Company loss from previous years.

(VI) THE ASSESSMENT OF STANDING OF BIOTON S.A. IN 2016, INCLUDING THE ASSESSMENT OF THE INTERNAL CONTROL, RISK MANAGEMENT, COMPLIANCE SYSTEMS AND INTERNAL AUDIT FUNCTION;

Pursuant to Rule II.Z.10.1 of "Good Practices of WSE Listed Companies 2016", as applicable since 1 January 2016, the Supervisory Board of the Company, after the analysis of the financial statement and results of the Company in 2016 and after having read the Chartered Auditor's opinion on the audit of the financial statement of the Company, approves the financial situation of the Company.

Moreover, the Supervisory Board, taking into account the development strategy implemented by the Management Board of the Company, assesses positively the prospective development of the Company.

In the opinion of the Supervisory Board, the Company has got a solid foundation for further development resulting first of all from the distribution agreements concerning trading with Company insulins on key global markets and the possibility to introduce Company insulins to new markets as well.

The Management Board is responsible for establishing an effective internal control and risk management system which is subject to an audit by the Chartered Auditor appointed by the Supervisory Board of the Company within the audits of financial statements.

In the opinion of the Supervisory Board, the system of internal control, risk management, and compliance, as well as the functions of internal audit are adjusted to the size and profile of risk associated with the current operations of the Company, and are subject to constant improvement. The Company takes appropriate actions aiming at the implementation of the best solutions, attaching great significance to the management of exchange rate risk, liquidity, and systems integration, and ensuring compliance of actions with the requirements of the legal environment of the Company.

Therefore, after taking into account the opinion of the Chartered Auditor and opinions of the members of the Audit Committee, the Supervisory Board emphasizes the fact of the Management Board's involvement in the issues related to internal control and positively assesses its support in developing solutions within this scope. The Supervisory Board draws attention to the recommendation of the Audit Committee concerning further reinforcement of the internal control system and the management of risk of significance for the Company.

The Supervisory Board expresses the opinion, that the Company has sufficient grounds and potential to cope with the new challenges it will have to face in the process of Company development and increase of the Company goodwill.

(VII) THE ASSESSMENT OF FULFILMENT OF THE DUTY THE DISCLOSURE OBLIGATIONS CONCERNING COMPLIANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES DEFINED IN THE EXCHANGE RULES AND THE REGULATIONS ON CURRENT AND PERIODIC REPORTS PUBLISHED BY ISSUERS OF SECURITIES;

Pursuant to Rule II.Z.10.3 of "Good Practices of WSE Listed Companies 2016", as applicable since 1 January 2016, the Supervisory Board of the Company assessed the method of fulfilment by the Company of the duty to inform on the application of corporate governance rules, as described in the WSE Regulations, and regulations concerning current and periodical information submitted by issuers of securities.

Since 1 January 2016, the set of corporate governance rules "Good Practices of WSE Listed Companies 2016" applies. Pursuant to § 29 paragraph 3 of the WSE Regulations, in case a specific rule of the corporate governance is not applied permanently, or is incidentally breached, the issuer is obliged to publish a report addressing this issue. Such report should be published on the official website of the issuer and through Electronic Information Database (Elektroniczna Baza Informacji - EBI). In the current report EBI 1/2016, the Company notified of the scope in which the "Good Practices of WSE Listed Companies 2016" are not applied.

Additionally, the regulation of the Minister of Finance of 19 February 2009 on current and periodical information submitted by issuers of securities and conditions of deeming equivalent the information required by the regulations of a state being a non-member state (consolidated text: Journal of Laws No. 2014, item 133, as amended) specifies what information should be included in the statement on application of the corporate governance, constituting a separate part of the issuer's annual report on its operations submitted by the company. Such statement, being an integral part of the Management Board reports on the operations of the Company and the Group, have been published by the Company within the deadlines defined in the applicable regulations.

After reviewing the report and the Management Board's statement, and the practice of the Company, the Supervisory Board considered that the rules assumed by the Company for application had been announced by the Company, were consistent with the requirements, and reliably presented the status of application of the corporate governance rules, and in a transparent and comprehensive manner presented to the stakeholders the mechanisms of the Company functioning. The Company also maintains communication with investors, shareholders, mass media, in particular being governed by the principle of granting equal and undiscriminating access to the disclosed information to any interested party.

Taking the above into account, the Supervisory Board expresses a positive opinion on the method of fulfilment by the Company of the obligation to inform on the application of corporate governance rules, as described in the WSE regulations, and regulations concerning current and periodical information submitted by issuers of securities.

(V) **RECOMMENDATIONS FOR THE GENERAL MEETING OF SHAREHOLDERS OF BIOTON S.A.**

- 1) Motions of the Supervisory Board to the General Meeting of Shareholders of the Company, as regards the financial statements of the Company and the Group for the accounting year 2016

In the result of the above-mentioned assessment of the financial statements of the Company and the Group, the Supervisory Board has decided to recommend to the Ordinary General Meeting of the Company:

1. approval of the financial statement of the Company for the accounting year ended on 31 December 2016,
2. approval of the Management Board's report on the operations of the Company in the accounting year ended on 31 December 2016,
3. approval of the consolidated financial statement of the Company for the accounting year ended on 31 December 2016,
4. approval of the Management Board's report on the operations of the Group in the accounting year ended on 31 December 2016,
5. adopting a resolution on appropriation of Company net profit for the accounting year 2016, in the amount of 26.539.757,94 PLN (say: twenty-six million five hundred thirty-nine thousand seven hundred fifty-seven zlotys 94/100), to cover Company loss from previous years,
6. acknowledgement of fulfilment of duties by all members of the Management Board and the Supervisory Board performing their duties in the accounting year ended on 31 December 2016.

- 2) Opinion of the Supervisory Board of the Company on draft resolutions of the Ordinary General Meeting of Shareholders of the Company

For the purpose of presenting them to the Ordinary General Meeting of Shareholders of the Company, the Supervisory Board of the Company, acting pursuant to "Good Practices of WSE Listed Companies 2016", after the review, has decided to approve the draft resolutions of the Ordinary Shareholders Meeting of the Company as presented by the Management Board of the Company.

to item 8 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2016**

on allocation of net profit for the year 2016

"The Ordinary General Meeting of BIOTON S.A., acting pursuant to Art. 395 § 2 item 2 of the Code of Commercial Companies has decided to allocate the net profit of the Company for the financial year 2016 in the amount of 26.539.757,94 PLN (twenty six million five hundred thirty nine thousand seven hundred fifty seven 94/100 PLN) to cover losses from previous years."

**"A MOTION OF THE MANAGEMENT BOARD OF BIOTON S.A. ("COMPANY")
TO THE ORDINARY GENERAL MEETING
FOR ALLOCATION OF NET PROFIT
FOR THE YEAR 2016**

The Management Board of BIOTON S.A. proposes to allocate the net profit of the Company for the financial year 2016 in the amount of 26.539.757,94 PLN (twenty six million five hundred thirty nine thousand seven hundred fifty seven 94/100 PLN) to cover losses from previous years.”

to item 9 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Management Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A., acting pursuant to Art. 393 item 1 and Art.395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of the President of the Management Board of BIOTON S.A. in the period from 1 January 2016 till 30 May 2016 by Mr Sławomir Ziegert."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Management Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A., acting pursuant to Art. 393 item 1 and Art.395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of the President of the Management Board of BIOTON S.A. in the period from 26 November 2016 till 31 December 2016 by Mr Jubo Liu."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Management Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A., acting pursuant to Art. 393 item 1 and Art.395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Management Board of BIOTON S.A. in the period from 24 February 2016 till 31 December 2016 by Mr Marek Dziki."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Management Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A., acting pursuant to Art. 393 item 1 and Art.395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Management Board of BIOTON S.A. in 2016 by Mr Adam Polonek."

to item 10 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in a period from 22 February 2016 till 25 November 2016, including the duties of the Chairman of the Supervisory Board of BIOTON S.A. in the period from 23 February 2016 till 25 November 2016 and the duties of the Member of the Supervisory Board delegated to perform duties of the President of the Management Board of BIOTON S.A. in the period from 3 October 2016 till 25 November 2016 by Mr Jubo Liu."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of the Chairman of the Supervisory Board of BIOTON S.A. in the period from 1 January 2016 till 22 February 2016 by Mr Keith Mellors."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2016, including the duties of the Vice Chairman of the Supervisory Board of BIOTON S.A. in the period from 01 January 2016 till 25 November 2016 and of the Chairman of the Supervisory Board of BIOTON S.A. in the period from 25 November 2016 till 31 December 2016 by Mr Dariusz Trzeciak."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

on acknowledgement of the fulfilment of duties

by a member of the Supervisory Board of BIOTON S.A. for 2016

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies, hereby acknowledges fulfilment of duties of the Vice Chairman of the Supervisory Board of BIOTON S.A. in the period from 28 June 2016 till 31 December 2016 by Mr David Martin Comberbach."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies, hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2016, including the duties of the Member of the Supervisory Board delegated to perform duties of the President of the Management Board of BIOTON S.A. in the period from 30 May 2016 till 3 October 2016 and the duties of the Vice Chairman of the Supervisory Board of BIOTON S.A. in the period from 25 November 2016 till 31 December 2016 by Mr Marcin Dukaczewski."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies, hereby acknowledges fulfilment of duties of the Vice Chairman of the Supervisory Board of BIOTON S.A. in the period from 01 January 2016 till 28 June 2016 by Mr Jin Hu."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies, hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 28 June 2016 till 31 December 2016 by Mr Alejandro Gomez Blanco."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies, hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 01 January 2016 till 22 February 2016 by Mr Artur Gabor."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 23 May 2016 till 31 December 2016 by Mr Yu Liang Huang."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 22 February 2016 till 23 May 2016 by Mr Hang Lin."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 1 January 2016 till 22 February 2016 by Mr Jacek Ślotała."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 22 February 2016 till 23 May 2016 by Mr Maciej Typinski."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 23 May 2016 till 31 December 2016 by Mr Vaidyanathan Viswanath."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 1 January 2016 till 28 June 2016 by Mr Yanming Wang."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 1 January 2016 till 22 February 2016 by Ms. Xue (Carrie) Xiang."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 22 June 2017**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2016*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to art. 393 item 1 and Art. 395 § 2 item 3 of the Code of Commercial Companies, hereby acknowledges fulfilment of

duties of a Member of the Supervisory Board of BIOTON S.A. in the period from 28 June 2016 till 31 December 2016 by Mr Sławomir Ziegert."

The draft resolutions to be adopted by the OGM have been approved by the Supervisory Board of the Company.