

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

The Managing 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 Commercial Companies Code ("**CCC**"), convenes an Ordinary General Meeting ("**OGM**", "**Meeting**") to be held on **24 June 2013**, at 14:00 (2:00 p.m.), in Warsaw at the Company's offices at ul. Starościńska 5, 02-516 Warsaw.

Agenda:

1. Opening of the Meeting,
2. Drawing up of the attendance list, establishing that the Meeting, has been properly convened and is capable of adopting resolutions,
3. Adopting a resolution on reviewing and approving of the Managing Board's report on the operation of the Company and financial statement for the accounting year 2012,
4. Adopting a resolution on reviewing and approving of the Managing 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 2012,
5. Adopting a resolution on reviewing and approving of the reports of the Supervisory Board of the Company for the accounting year 2012,
6. Adopting a resolution on covering the loss of the Company for the accounting year 2012 and the loss from previous years.
7. Adopting resolutions on acknowledgement of the fulfilment of duties by the members of the Managing Board of the Company in the accounting year 2012,
8. Adopting resolutions on acknowledgement of the fulfilment of duties by the members of the Supervisory Board of the Company in the accounting year 2012,
9. Adopting a resolution on the change of the Company's Statute;
10. Adopting resolutions on establishing the number of members of the Supervisory Board and appointing members of the Supervisory Board due to expiration of the term of the Supervisory Board of the Company on the day of OGM;
11. Closing of the Meeting.

Information for shareholders

The right to participate in the OGM

The Managing Board of the Company declares that, in accordance with Art. 406¹ of the Commercial Companies Code, 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 8 June 2013 (the date of registration of participation in 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 10 June 2013.

The list of shareholders authorised to participate in the OGM will be made on the basis of a list provided by the entity maintaining the depository of securities (i.e. *Krajowy Depozyt Papierów Wartościowych S.A. - National Depository for Securities*) and presented at the offices of the Managing 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 2013.

Within three business days prior to the OGM, the shareholders of the Company may demand 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 authorised 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 authorised 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

One or several shareholders representing at least one-twentieth of the share capital of the Company are authorised to:

- (i) demand the placement of specific matters on the agenda of the OGM. Such request should be delivered to the Company's Managing Board no later than twenty-one days prior to the date of the OGM, i.e. by 3 June 2013. The demand should include justification or a draft of the resolution concerning 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) present to the Company in writing or via email to wza@bioton.pl or by fax to the following number: +48 (022) 721 13 33, before the date of the OGM, written draft

resolutions concerning matters placed on the agenda of the OGM or matters which are to be placed on 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 authorised 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 placed 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.

The grant of an electronic power of attorney should be notified to the Company by fax to the following number: +48 (022) 721 13 33 or via email to the following address: wza@bioton.pl despatching to the above address a "pdf" file format version of the document of the power of attorney (or any other electronic format enabling it to be read by the Company) signed by a shareholder or, in the case of shareholders other than individuals, by the persons authorised to represent the shareholder.

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 Managing 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 authorised 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 Managing Board of the Company reserves the right to demand from the proxy presentation of the following upon drawing-up 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 authorising shareholders to exercise voting rights through a proxy are provided 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 Managing 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 Managing 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 with the use of such means of communication. The information on granting power of attorney in electronic form and drafts of resolutions concerning the issues included in the agenda of the OGM or issues which are to be introduced in 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 Statute do not provide for the possibility that the OGM is attended, or someone makes utterances or exercise the voting right with the use of the means of electronic communication. The Statute of the Company do not provide for the right to exercise voting rights by post.

Materials pertaining to the General Meeting

A person authorized to participate in the OGM may obtain full text of documentation to be presented to the OGM, including the drafts of resolutions or, if no resolutions are to be adopted, remarks of the Managing Board or the Supervisory Board of the Company pertaining to the issues included in the agenda of the OGM or issues which are to be introduced to the agenda before the date of the OGM at the Company's web site www.bioton.pl and in the Managing 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 at the Company's web site www.bioton.pl

Moreover, the Managing Board of the Company declares that any and all matters which are not covered by this announcement will be governed by the Commercial Companies Code and the Statute 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 Mr Wojciech Wiśniewski at tel. +48 (022) 721 42 80, e-mail: wza@bioton.pl

Amendments to the Company's Statute

Pursuant to Art. 402 § 2 of the Commercial Companies Code the Managing Board of the Company announces the current wording of the Statute together with the proposed amendments thereto:

§ 8 of the Statute – the current wording:

„§ 8

The share capital of the Company amounts to 1,460,493,012.40 PLN (one billion four hundred sixty million four hundred ninety three thousand twelve zloty and forty groszy) and is divided into:

1. 5,740,830,742 (five billion seven hundred forty million eight hundred thirty thousand seven hundred forty two) ordinary bearer series A shares,
2. 1,561,634,320 (one billion five hundred sixty one million six hundred thirty four thousand three hundred twenty) ordinary bearer series AA shares.”

§ 8 of the Statute – the suggested wording:

„§ 8

The share capital of the Company amounts to 1,677,357,034.80 PLN (one billion six hundred seventy seven million three hundred fifty seven thousand thirty four zloty and eighty groszy) and is divided into:

1. 5,740,830,742 (five billion seven hundred forty million eight hundred thirty thousand seven hundred forty two) ordinary bearer series A shares,
2. 1,561,634,320 (one billion five hundred sixty one million six hundred thirty four thousand three hundred twenty) ordinary bearer series AA shares,
3. 1,084,320,112 (one billion eighty four million three hundred twenty one hundred twelve) ordinary bearer series AB shares.”

§ 11a of the Statute – the current wording:

„§ 11a

1. The conditional share capital of the Company amounts to no more than PLN 383,300,579.80 (in words: three hundred eighty three million three hundred thousand five hundred seventy nine zloty and 80/100) and is divided into no more than:
 - a) 39,606,195 (in words: thirty nine million six hundred and six thousand one hundred ninety five) ordinary bearer series H shares of the face value PLN 0.20 (in words: twenty groszy) each;
 - b) 132,400,000 (in words: one hundred thirty two million four hundred thousand) ordinary bearer series O shares of the face value PLN 0.20 (in words: twenty groszy) each;
 - c) 6,000,000 (in words: six million) ordinary bearer series P shares of the face value PLN 0.20 (in words: twenty groszy) each;
 - d) 454,545,454 (in words: four hundred fifty four million five hundred forty five thousand four hundred fifty four) ordinary bearer series Z shares of the face value PLN 0.20 (in words: twenty groszy) each;
 - e) 33,951,250 (in words: thirty three million nine hundred fifty one thousand two hundred fifty) ordinary bearer series AA shares of the face value PLN 0.20 (in words: twenty groszy) each;
 - f) 1,250,000,000 (in words: one billion two hundred fifty million) ordinary bearer series AB shares of the face value PLN 0.20 (in words: twenty groszy) each.
2. The purpose of the conditional increase of the share capital referred to under § 11a clause 1a is to grant the right to acquire series H shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 25 of the Ordinary General Meeting of 30 June 2006.
3. The purpose of the conditional increase of the share capital referred to under § 11a clause 1b is to grant the right to acquire series O shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 4 of the Extraordinary General Meeting of 6 April 2009.

4. The purpose of the conditional increase of the share capital referred to under § 11a clause 1c is to grant the right to acquire series P shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 5 of the Extraordinary General Meeting of 6 April 2009.
5. The purpose of the conditional increase of the share capital referred to under § 11a clause 1d is to grant the right to acquire series Z shares to the holders of bonds exchangeable with shares issued by the Company on the basis of the resolution No. 5 of the Extraordinary General Meeting of 25 May 2010.
6. The purpose of the conditional increase of the share capital referred to under § 11a clause 1e is to grant the right to acquire series AA shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 2 of the Extraordinary General Meeting of 19 October 2011.
7. The purpose of the conditional increase of the share capital referred to under § 11a section 1f is to grant the right to acquire series AB shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 2 of the Extraordinary General Meeting of 3 December 2012."

§ 11a of the Statute – the suggested wording:

„§ 11a

1. The conditional share capital of the Company amounts to no more than 166,436,557.40 PLN (one hundred sixty six million four hundred thirty six thousand five hundred fifty seven zloty forty groszy) and is divided into no more than:
 - a) 39,606,195 (thirty nine million six hundred six thousand one hundred ninety five) ordinary bearer series H shares of the face value PLN 0.20 (twenty groszy) each;
 - b) 132,400,000 (one hundred thirty two million four hundred thousand) ordinary bearer series O shares of the face value PLN 0.20 (twenty groszy) each;
 - c) 6,000,000 (six million) ordinary bearer series P shares of the face value PLN 0.20 (twenty groszy) each;
 - d) 454,545,454 (four hundred fifty four million five hundred forty five thousand four hundred fifty four) ordinary bearer series Z shares of the face value PLN 0.20 (twenty groszy) each;
 - e) 33,951,250 (thirty three million nine hundred fifty one thousand two hundred fifty) ordinary bearer series AA shares of the face value PLN 0.20 (twenty groszy) each;
 - f) 165,679,888 (one hundred sixty five million six hundred seventy nine thousand eight hundred eighty eight) ordinary bearer series AB shares of the face value PLN 0.20 (twenty groszy) each.
2. The purpose of the conditional increase of the share capital referred to under § 11a section 1a is to grant the right to acquire series H shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 25 of the Ordinary General Meeting of 30 June 2006.
3. The purpose of the conditional increase of the share capital referred to under § 11a section 1b is to grant the right to acquire series O shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 4 of the Extraordinary General Meeting of 6 April 2009.

4. The purpose of the conditional increase of the share capital referred to under § 11a section 1c is to grant the right to acquire series P shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 5 of the Extraordinary General Meeting of 6 April 2009.
5. The purpose of the conditional increase of the share capital referred to under § 11a clause 1d is to grant the right to acquire series Z shares to the holders of bonds exchangeable with shares issued by the Company on the basis of the resolution No. 5 of the Extraordinary General Meeting of 25 May 2010.
6. The purpose of the conditional increase of the share capital referred to under § 11a section 1e is to grant the right to acquire series AA shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 2 of the Extraordinary General Meeting of 19 October 2011.
7. The purpose of the conditional increase of the share capital referred to under § 11a section 1f is to grant the right to acquire series AB shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 2 of the Extraordinary General Meeting of 3 December 2012."

§ 24 of the Statute – the current wording:

„§ 24

General Meetings may be held in Warsaw and Gdynia.”

§ 24 of the Statute – suggested reading:

„§ 24

General Meetings may be held in Warsaw, Gdynia and in Macierzysz near Ożarów Mazowiecki.”

Draft resolutions of the OGM

to item 3 of the agenda

RESOLUTION NO. [()] of the Ordinary General Meeting of BIOTON Spółka Akcyjna of 24 June 2013

*on reviewing and approving of
the Managing Board's report on the operation of BIOTON S.A.
and financial statement of BIOTON S.A. for 2012*

"The Ordinary Annual Meeting of BIOTON S.A. ("**Company**") acting pursuant to art. 393 item 1 and art. 395 § 2 item 1 of the Commercial Companies Code, after having reviewed the Managing Board's report on the operation of BIOTON S.A. and financial statement of the Company for the year ending on 31 December 2012, approves the Managing Board's report on the operation of the Company and the financial statement of BIOTON S.A. covering:

- 1) balance sheet drawn up as at 31 December 2012, closing with the total assets and liabilities balance sum of 1,991,847 kPLN (in words: one billion nine hundred ninety one million eight hundred forty seven thousand zloty),
- 2) profit and loss account drawn up for the period between 01 January 2012 and 31 December 2012, showing net loss in the amount of 36,920 kPLN (in words: thirty six million nine hundred twenty thousand zloty),
- 3) total income statement for the period between 01 January 2012 and 31 December 2012 showing negative total income in the amount of 42,213 kPLN (in words: forty two million two hundred thirteen thousand zloty),
- 4) statement of changes in the equity capital for the period between 1 January 2012 and 31 December 2012 showing an increase of the equity capital by the amount of 115.574 kPLN (in words: one hundred fifteen million five hundred seventy four thousand zloty),
- 5) cash flow statement for the period between 1 January 2012 and 31 December 2012, showing increase of the cash by the amount of 8.699 kPLN (in words: eight million six hundred ninety nine thousand zloty),
- 6) additional information, including information on the adopted accounting policy and other explanatory information."

to item 4 of the agenda

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on reviewing and approving of
the Managing Board's report on the operation of the Capital Group BIOTON S.A.
and financial statement of the Capital Group BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 395 § 5 of the Commercial Companies Code, after having reviewed the Managing Board's report on the operation of the Capital Group BIOTON S.A. and consolidated financial statement of the Capital Group BIOTON S.A. for the year ending on 31 December 2012, approves the Managing 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. covering:

- 1) consolidated balance sheet drawn up as at 31 December 2012, closing with the total assets and liabilities balance sum of 1,915,324 kPLN (in words: one billion nine hundred fifteen million three hundred twenty four thousand zloty),
- 2) consolidated profit and loss account for the period between 01 January 2012 and 31 December 2012, showing net profit in the amount of 36,870 kPLN (in words: thirty six million eight hundred seventy thousand zloty),
- 3) consolidated total income statement for the period between 01 January 2012 and 31 December 2012, showing the total negative income in the amount of 34,843 kPLN (in words: thirty four million eight hundred forty three thousand zloty),
- 4) statement of changes in the consolidated equity capital in the period between 1 January 2012 and 31 December 2012 showing a decrease of the equity capital by the amount of 51.948 kPLN (in words: fifty one million nine hundred forty eight thousand zloty),
- 5) consolidated cash flow statement for the period between 1 January 2012 and 31 December 2012, showing an increase of the cash by the amount of 17.751 kPLN (say: seventeen million seven hundred fifty one thousand zloty),
- 6) additional information, including information on the adopted accounting policy and other explanatory information."

to item 5 of the agenda

**RESOLUTION NO. [●]
of the Ordinary Annual Meeting of
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on reviewing and approving of the reports of the Supervisory Board of BIOTON S.A.
for 2012*

"The Ordinary Annual Meeting of BIOTON S.A. ("**Company**") acting pursuant to Art. 382 § 3 and Art. 395 § 5 of the Commercial Companies Code and according to the rule III.1.1 "The Best Practices of WSE Listed Companies", after having reviewed them, accepts the following reports drawn up by the Supervisory Board of the Company:

- 1) report on the results of the assessment of (i) the Managing Board's report on the operations of the Company in 2012, (ii) the financial statement of the Company for the accounting year 2012, (iii) the Managing Board's report on the operations of the Capital Group BIOTON S.A. in 2012, (iv) the consolidated financial statement of the Capital Group BIOTON S.A. for the accounting year 2012 and (v) the petition of the Managing Board concerning covering of loss for the accounting year 2012 and loss from previous years,
- 2) assessment of Company situation in 2012 and
- 3) report on the operations of the Supervisory Board of the Company in 2012."

REPORT OF THE SUPERVISORY BOARD OF BIOTON SPÓŁKA AKCYJNA FOR THE ACCOUNTING YEAR ENDING ON 31 DECEMBER 2012

Pursuant to Art. 382 § 3 of the Commercial Companies Code the Supervisory Board of BIOTON S.A. has made an assessment of:

- 1) the financial statement of BIOTON S.A. ("**Company**") for the accounting year ended on 31 December 2012 covering:
 - balance sheet drawn up as at 31 December 2012, closing with the total assets and liabilities balance sum of 1,991,847 kPLN (in words: one billion nine hundred ninety one million eight hundred forty seven thousand zloty),
 - profit and loss account for the period between 01 January 2012 and 31 December 2012, showing net loss in the amount of 36,920 kPLN (in words: thirty six million nine hundred twenty thousand zloty),
 - total income statement for the period between 01 January 2012 and 31 December 2012 showing negative total income in the amount of 42,213 kPLN (in words: forty two million two hundred thirteen thousand zloty),
 - statement of changes in the equity capital for the period between 1 January 2012 and 31 December 2012 showing an increase of the equity capital by the amount of 115.574 kPLN (in words: one hundred fifteen million five hundred seventy four thousand zloty),
 - cash flow statement for the period between 1 January 2012 and 31 December 2012, showing increase of the cash by the amount of 8.699 kPLN (in words: eight million six hundred ninety nine thousand zloty),
 - additional information, including information on the adopted accounting policy and other explanatory information,
- 2) Managing Board's report on the operation of the Company in the accounting year ended on 31 December 2012,
- 3) application of the Managing Board to the Ordinary Annual Meeting of the Company on covering the net loss for the accounting year ended on 31 December 2012 and loss from previous years from the supplementary capital of the Company,
- 4) consolidated financial statement of the Capital Group BIOTON S.A. ("**Group**") for the accounting year ended on 31 December 2012 covering:
 - consolidated balance sheet drawn up as at 31 December 2012, closing with the total assets and liabilities balance sum of 1,915,324 kPLN (in words: one billion nine hundred fifteen million three hundred twenty four thousand zloty),
 - consolidated profit and loss account for the period between 01 January 2012 and 31 December 2012, showing net profit in the amount of 36,870 kPLN (in words: thirty six million eight hundred seventy thousand zloty),
 - consolidated total income statement for the period between 01 January 2012 and 31 December 2012, showing the total negative income in the amount of 34,843 kPLN (in words: thirty four million eight hundred forty three thousand zloty),

- statement of changes in the consolidated equity capital in the period between 1 January 2012 and 31 December 2012 showing a decrease of the equity capital by the amount of 51.948 kPLN (in words: fifty one million nine hundred forty eight thousand zloty),
 - consolidated cash flow statement for the period between 1 January 2012 and 31 December 2012, showing an increase of the cash by the amount of 17.751 kPLN (in words: seventeen million seven hundred fifty one thousand zloty),
 - additional information, including information on the adopted accounting policy and other explanatory information,
- 5) Managing Board's report on the operation of the Capital Group BIOTON S.A. in the accounting year ended on 31 December 2012.

While making the analysis and assessment of the statements, reports and the application 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 Capital Group BIOTON S.A. for 2012 (hereinafter referred to as the "**Chartered Auditor**") as well as the opinion of the members of the Audit Committee of the Supervisory Board formulated after the Audit Committee's meetings with participation of the Managing Board of the Company and the Chartered Auditor of the Company.

The Chartered Auditor has stated in his opinions that:

1. the financial statements of the Company and the Group for 2012, 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 assessment of the material and financial situation of the Company and the Group as at 31 December 2012 as well as their financial reports for the accounting year 1 January 2012 - 31 December 2012,
 - 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 Statute of the Company,
2. reports on the operation of the Company and the Group in the accounting year 2012 are complete in the meaning of Art. 49 clause 2 of the Accounting Act and 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 (Journal of Laws of 2009, No. 33, item 259 as amended), and the information contained therein taken from the financial statements is consistent with the same.

In the result of the above mentioned assessment, 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 2012,
2. approval of the Managing Board's report on the operation of Company in the accounting year ended on 31 December 2012,
3. approval of the consolidated financial statement of the Capital Group BIOTON S.A. for the accounting year ended on 31 December 2012,
4. approval of the Managing Board's report on the operation of the Capital Group BIOTON S.A. in the accounting year ended on 31 December 2012,
5. adopting a resolution on covering of the net loss of the Company in the accounting year 2012 in the amount of 36.919.624,07 PLN (in words: thirty six million nine hundred nineteen thousand six hundred twenty four zloty 07/100) and the loss from previous years (for 2010) in the amount of 4,662,934.65 PLN (in words: four million six hundred sixty two thousand nine hundred thirty four zloty 65/100) from the supplementary capital of the Company,
6. acknowledgement of fulfilment of duties by all members of the Managing Board and the Supervisory Board in the accounting year ended on 31 December 2012.

**ASSESSMENT BY THE SUPERVISORY BOARD OF BIOTON S.A.
OF THE COMPANY SITUATION IN 2012
(TAKING INTO ACCOUNT THE ASSESSMENT OF THE INTERNAL CONTROL
SYSTEM AND COMPANY SIGNIFICANT RISK MANAGEMENT SYSTEM)**

Pursuant to the rule III.1.1 of "The Best Practices of WSE Listed Companies", the Supervisory Board of BIOTON S.A. ("**Company**") after the analysis of the financial statement and results of the Company in 2012, after getting familiar with the chartered auditor's opinion on the audit of the financial statement of the Company, assesses positively both the financial situation of the Company and its prospective development.

The Supervisory Board assesses positively Company achievements in 2012, in particular the improvement of Company's financial results due to the increasing sales of Company products, mainly insulin, the implemented savings program and costs revision, and introduction of new products of the Prodiab line to the market.

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 in the key global markets and the possibility to introduce Company insulins to new markets as well.

The Managing Board is responsible for establishing an effective internal control system and risk management which is audited by a chartered auditor appointed by the Supervisory Board of the Company within the audit of financial statements.

The internal control system and the risk management system are adjusted to the extent and profile of risk related to the current operations of the Company and is under constant improvement. The Company takes appropriate actions aiming at the implementation of the best solutions, attaching great significance to management of exchange rate risk, liquidity and systems integration. In the view of the above, after taking into account the opinion of the chartered auditor and opinions and recommendations of the members of the Audit Committee, the Supervisory Board emphasizes the fact of involvement of the Managing Board of the Company in the issues related to internal control and positively assesses its support in developing solutions within this scope.

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.

REPORT ON THE OPERATIONS OF THE SUPERVISORY BOARD OF BIOTON S.A. ("COMPANY") IN 2012

Pursuant to the Commercial Companies Code the Supervisory Board constantly supervises all scopes of activities of the Company. Beside the Commercial Companies Code operations of the Supervisory Board are based on: the Statute of the Company, the resolutions of the General Meeting, the Bylaws of the Supervisory Board as adopted by the Supervisory Board.

Composition of the Supervisory Board

In the accounting year 2012 the composition of the Supervisory Board was as follows:

- Ryszard Krauze – Chairman of the Supervisory Board,
- Zygmunt Solorz–Żak - Vice Chairman of the Board,
- Piotr Borowicz - a Member of the Board,
- Leon Bushara - a Member of the Board,
- Tomasz Buzuk - a Member of the Board,
- Waldemar Dąbrowski - a Member of the Board,
- Marcin Dukaczewski - a Member of the Board,
- Maciej Grelowski - a Member of the Board,
- Rafał Juszcak - a Member of the Board until 15.02.2012,
- Barbara Ratnicka – Kiczka - a Member of the Board,
- Andre Spark - a Member of the Board,
- Joanna Szymańska – Bulska - a Member of the Board until 12.10.2012,
- Wiesław Walendziak - a Member of the Board.

As from 15.02.2012 Mr Rafał Juszcak resigned from the function of a Member of the Supervisory Board of the Company due to taking up the function of the President of the Managing Board of Getin Holding S.A.

As from 12.10.2012 Ms Joanna Szymańska – Bulska resigned from the function of a Member of the Supervisory Board for personal reasons.

Composition of the Audit Committee

In the accounting year 2012 within the scope of the Supervisory Board of the Company there was functioning the Audit Committee consisting of:

- Maciej Grelowski - Chairman of the Committee,
- Wiesław Walendziak - Vice Chairman of the Committee,
- Marcin Dukaczewski - a Member of the Committee.

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

Actions taken by the Supervisory Board

In 2012 the Supervisory Board, acting also through the Audit Committee, performed its statutory obligations within the scope of continuous supervision of the Company operation in reliable and effective manner, taking into account constant improvement of transparency

policy of the Company and the implemented development strategy. During the entire reporting period all members of the Supervisory Board were in constant contact with the Managing Board of the Company, consulting them on implementation of the investment plans and plans of sale of products in the portfolio of the BIOTON S.A. Group.

In 2012 the Supervisory Board adopted in total 12 resolutions, some of which were adopted in writing, pursuant to §24 of the Supervisory Board's Bylaws. The resolutions concerned, e.g.:

- approval of the Supervisory Board's report for the accounting year 2011,
- appointing of new members of the Managing Board,
- supplementation of composition of the Audit Committee,
- approval of the issue price of Company shares issued within the conditional capital,
- approval of conclusion and execution of agreements between the Company and its subsidiary (pursuant to §21 paragraph 1 item 2 of the Statute of the Company),
- selection of the chartered auditor.

to item 6 of the agenda

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

on covering the loss of BIOTON S.A. for 2012 and the loss from previous years

"The Ordinary Annual Meeting of BIOTON S.A., acting pursuant to Art. 395 § 2 item 2 of the Commercial Companies Code has decided to cover the net loss of BIOTON S.A. for the accounting year 2012 in the amount of 36,919,624.07 PLN (in words: thirty six million nine hundred nineteen thousand six hundred twenty four zloty 07/100) and the loss from previous years (for the accounting year 2010) in the amount of 4,662,934.65 PLN (in words: four million six hundred sixty two thousand nine hundred thirty four zloty 65/100) from the supplementary capital of BIOTON S.A.

**PETITION OF THE MANAGING BOARD OF BIOTON S.A. ("COMPANY")
TO THE ORDINARY ANNUAL MEETING
FOR COVERING OF THE NET LOSS OF THE COMPANY
FOR THE ACCOUNTING YEAR 2012 AND PREVIOUS YEARS**

The Managing Board of BIOTON S.A. applies for covering of the net loss in the accounting year 2012 in the amount of 36.919.624,07 PLN (in words: thirty six million nine hundred nineteen thousand six hundred twenty four zloty 07/100) and the loss from previous years (for the accounting year 2010) in the amount of 4,662,934.65 PLN (in words: four million six hundred sixty two thousand nine hundred thirty four zloty 65/100) from the supplementary capital of BIOTON S.A.

JUSTIFICATION

The Company net loss for the accounting year 2012 is the result of unstable market situation due to introduction of new regulations concerning medicines trade at the beginning of 2012 and the increased products stock held by distributors in 2nd half of 2011. After the collapse of the pharmaceutical market and reduced sales in 1st and 2nd quarter of 2012, the Company managed to recover its market position in 2nd half of 2012.

The loss from previous years, in the amount of 4,662,934.65 PLN occurred in the result of payment of the withholding tax on the territory of the People's Republic of China on the licence fee received from Bayer HealthCare Company Ltd with the registered seat in the People's Republic of China, under the agreement concluded with the Company on 09.07.2009.

to item 7 of the agenda

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Managing Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of the President of the Managing Board of BIOTON S.A. in 2012 by Mr Sławomir Ziegert."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Managing Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of the Vice President of the Managing Board of BIOTON S.A. in 2012 by Mr Adam Wilczęga."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Managing Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Managing Board of BIOTON S.A. in 2012 by Mr Piotr Błaszczuk."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Managing Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Managing Board of BIOTON S.A. in 2012 by Mr Adam Polonek."

to item 8 of the agenda

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of the Chairman of the Supervisory Board of BIOTON S.A. in 2012 by Mr Ryszard Krauze.

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of the Vice Chairman of the Supervisory Board of BIOTON S.A. in 2012 by Mr Zygmunt Solorz-Żak."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Piotr Borowicz."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Leon Bushara."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Tomasz Buzuk."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Waldemar Dąbrowski."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Marcin Dukaczewski."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Maciej Grelowski."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period between 1 January 2012 and 15 February 2012 by Mr Rafał Juszcak."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Ms Barbara Ratnicka-Kiczka."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Andre Spark."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in the period between 1 January 2012 and 12 October 2012 by Ms Joanna Szymańska-Bulska."

**RESOLUTION NO. [•]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

*on acknowledgement of the fulfilment of duties
by a member of the Supervisory Board of BIOTON S.A. for 2012*

"The Ordinary General Meeting of BIOTON S.A. acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Companies Code hereby acknowledges fulfilment of duties of a Member of the Supervisory Board of BIOTON S.A. in 2012 by Mr Wiesław Walendziak."

to item 9 of the agenda

RESOLUTION No. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013

on the change of the Statute of BIOTON S.A.

„§ 1

Acting pursuant to Art. 430 of the Commercial Companies Code, in order to match the reading of the Statute as regards the value of share and conditional capital to the actual situation, resulting from the increase of the share capital within the conditional capital by way of issue of series AB shares on the grounds of the resolution No. 2 of the Extraordinary General Meeting of the Company of 3 December 2012, the Ordinary General Meeting of BIOTON S.A. ("**Company**"), has decided to change §8 and §11a of the Statute of the Company by providing them with the new reading as follows:

„§ 8

The share capital of the Company amounts to 1,677,357,034.80 PLN (one milliard six hundred seventy seven million three hundred fifty seven thousand thirty four zloty and eighty groszy) and is divided into:

- 1. 5,740,830,742 (five billion seven hundred forty million eight hundred thirty thousand seven hundred forty two) ordinary bearer series A shares,*
- 2. 1,561,634,320 (one billion five hundred sixty one million six hundred thirty four thousand three hundred twenty) ordinary bearer series AA shares,*
- 3. 1,084,320,112 (one billion eighty four million three hundred twenty one hundred twelve) ordinary bearer series AB shares."*

„§ 11a

- 1. The conditional share capital of the Company amounts to no more than 166,436,557.40 PLN (one hundred sixty six million four hundred thirty six thousand five hundred fifty seven zloty forty groszy) and is divided into no more than:
 - a) 39,606,195 (thirty nine million six hundred six thousand one hundred ninety five) ordinary bearer series H shares of the face value PLN 0.20 (twenty groszy) each;*
 - b) 132,400,000 (one hundred thirty two million four hundred thousand) ordinary bearer series O shares of the face value PLN 0.20 (twenty groszy) each;*
 - c) 6,000,000 (six million) ordinary bearer series P shares of the face value PLN 0.20 (twenty groszy) each;*
 - d) 454,545,454 (four hundred fifty four million five hundred forty five thousand four hundred fifty four) ordinary bearer series Z shares of the face value PLN 0.20 (twenty groszy) each;*
 - e) 33,951,250 (thirty three million nine hundred fifty one thousand two hundred fifty) ordinary bearer series AA shares of the face value PLN 0.20 (twenty groszy) each;**

- f) 165,679,888 (one hundred sixty five million six hundred seventy nine thousand eight hundred eighty eight) ordinary bearer series AB shares of the face value PLN 0.20 (twenty groszy) each.
2. The purpose of the conditional increase of the share capital referred to under § 11a section 1a is to grant the right to acquire series H shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 25 of the Ordinary General Meeting of 30 June 2006.
 3. The purpose of the conditional increase of the share capital referred to under § 11a section 1b is to grant the right to acquire series O shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 4 of the Extraordinary General Meeting of 6 April 2009.
 4. The purpose of the conditional increase of the share capital referred to under § 11a section 1c is to grant the right to acquire series P shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 5 of the Extraordinary General Meeting of 6 April 2009.
 5. The purpose of the conditional increase of the share capital referred to under § 11a clause 1d is to grant the right to acquire series Z shares to the holders of bonds exchangeable with shares issued by the Company on the basis of the resolution No. 5 of the Extraordinary General Meeting of 25 May 2010.
 6. The purpose of the conditional increase of the share capital referred to under § 11a section 1e is to grant the right to acquire series AA shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 2 of the Extraordinary General Meeting of 19 October 2011.
 7. The purpose of the conditional increase of the share capital referred to under § 11a section 1f is to grant the right to acquire series AB shares to the holders of subscription warrants issued by the Company on the basis of the resolution No. 2 of the Extraordinary General Meeting of 3 December 2012.

§ 2

Acting pursuant to Art. 430 of the Commercial Companies Code, the Ordinary General Meeting of the Company has decided to change §24 of the Statute of the Company by providing it with the new reading as follows:

„§ 24

General Meetings may be held in Warsaw, Gdynia and in Macierzysz near Ożarów Mazowiecki.”

§ 3

The resolution shall enter into force upon being adopted."

to item 10 of the agenda

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

on establishing the number of members of the Supervisory Board of BIOTON S.A. with regard to expiration as on the day of this Ordinary General Meeting of the mandates of the members of the Supervisory Board

The Ordinary General Meeting of BIOTON S.A., acting pursuant to §17 clause 4 of the Statute and according to Article 385 §1 of the Commercial Companies Code and §17 clause 1 of the Statute determines that the Supervisory Board of the Company shall comprise of [●] (●) members."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

on appointing members of the Supervisory Board of BIOTON S.A. with regard to expiration as on the day of this Ordinary General Meeting of the mandates of the members of the Supervisory Board

"The Ordinary General Meeting of BIOTON S.A. ("**Company**"), acting pursuant to Art. 385 §1 of the Commercial Companies Code and §17 clause 2 item 3 of the Statute of the Company appoints Mr/Ms [●] to be a member of the Supervisory Board."

**RESOLUTION NO. [●]
of the Ordinary General Meeting
of BIOTON Spółka Akcyjna
of 24 June 2013**

on appointing a member of the Supervisory Board of BIOTON S.A. who meets the requirements specified in § 18 clause 1 item 2 – 4 of the Statute of BIOTON S.A. with regard to expiration as on the day of this Ordinary General Meeting of the mandates of the members of the Supervisory Board

"The Ordinary General Meeting of BIOTON S.A. ("**Company**"), acting pursuant to §17 clause 2 item 2 of the Statute of the Company appoints Mr/Ms [●] to be a member of the Supervisory Board."

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