

Resolutions of the Extraordinary General Meeting of the Company which was held on 24.03.2010.

To item 3 of the agenda:

**RESOLUTION No. 1
of the Ordinary General Meeting of
BIOTON Spółka Akcyjna
with the seat in Warsaw
of 24 March 2010**

on appointment of Magdalena Kumor as a member of the Returning Committee

The Extraordinary General Meeting of BIOTON S.A. appoints Magdalena Kumor as a member of the Returning Committee.

Voting on the Resolution No. 1 was participated by the Stockholders of the Company who own in total 1,904,475,431 stocks, out of which valid votes were cast, which constituted 35.99% of the initial capital of the Company, out of which 1,904,475,431 votes were cast in secret ballot, where:

- 1,904,475,431 votes were „for”,
- 0 votes were „against”,
- 0 votes were abstained.

**RESOLUTION No. 2
of the Ordinary General Meeting of
BIOTON Spółka Akcyjna
with the seat in Warsaw
of 24 March 2010**

on appointment of Piotr Kamiński as a member of the Returning Committee

The Extraordinary General Meeting of BIOTON S.A. appoints Piotr Kamiński as a member of the Returning Committee.

Voting on the Resolution No. 2 was participated by the Stockholders of the Company who own in total 1,904,475,431 stocks, out of which valid votes were cast, which constituted 35.99% of the initial capital of the Company, out of which 1,904,475,431 votes were cast in secret ballot, where:

- 1,904,475,431 votes were „for”,
- 0 votes were „against”,
- 0 votes were abstained.

**RESOLUTION No. 3
of the Ordinary General Meeting of
BIOTON Spółka Akcyjna**

**with the seat in Warsaw
of 24 March 2010**

on appointment of Wojciech Wiśniewski as a member of the Returning Committee

The Extraordinary General Meeting of BIOTON S.A. appoints Wojciech Wiśniewski as a member of the Returning Committee.

Voting on the Resolution No. 3 was participated by the Stockholders of the Company who own in total 1,904,325,381 stocks, out of which valid votes were cast, which constituted 35.99% of the initial capital of the Company, out of which 1,904,325,381 votes were cast in secret ballot, where:

- 1,904,325,381 votes were „for”,
- 0 votes were „against”,
- 0 votes were abstained.

to item 4 of the agenda:

**RESOLUTION No. 4
of the Ordinary General Meeting of
BIOTON Spółka Akcyjna
with the seat in Warsaw
of 24 March 2010**

*on approval of disposal of Company assets
related to manufacturing and distribution of antibiotics*

With regard to the agreement on sales of Company assets related to manufacturing and distribution of antibiotics, concluded by BIOTON S.A. (“**Company**”) on 1 March 2010, and addressing the Extraordinary General Meeting by the Managing Board for approval of disposal of the assets mentioned above, the Extraordinary General Meeting of the Company has decided as follows:

§ 1

It is hereby granted acceptance and approval of the disposal of Company assets related to manufacturing and distribution of antibiotics to Zakłady Farmaceutyczne Polpharma Spółka Akcyjna, under the terms and conditions as agreed with the purchaser in the agreement on sales of assets of 1 March 2010, including in particular:

- a) assets, both tangible and intangible, used for manufacturing and distribution of antibiotics, in particular the real properties and fixed assets located in Duchnice and permissions for admission to trading medicinal products;
- b) rights and obligations under the agreements related to manufacturing and distribution of antibiotics;
- c) pharmaceutical raw materials used for manufacturing of antibiotics and dosage forms.

Liabilities and receivables related to manufacturing and distribution of antibiotics shall not be subject to disposal.

§2

Moreover, the Managing Board of the Company is hereby granted permission to submit an offer for selling the laboratory to Zakłady Farmaceutyczne Polpharma S.A.

§ 3

The resolution enters into force on the date of its adoption.

Voting on the Resolution No. 4 was participated by the Stockholders of the Company who own in total 1,905,775,431 stocks, out of which valid votes were cast, which constituted 36.02 % of the initial capital of the Company, out of which 1,904,475,431 votes were cast in secret ballot, where:

- 1,885,710,328 votes were „for”,
- 20,065,103 votes were „against”,
- 0 votes were abstained.