

BIOTON S.A. ("**Company**"), hereby submits the reading of the resolutions of the Extraordinary General Meeting of the Company which was held on 22.02.2016:

**to item 4 of the agenda**

**RESOLUTION NO. 1  
of the Extraordinary General Meeting  
of BIOTON Spółka Akcyjna  
of 22<sup>nd</sup> February 2016**

*on approval of the agenda of the Meeting*

"The Extraordinary General Meeting adopts the following agenda:

1. Opening of the Meeting,
2. Election of the chairman of the Meeting (in case the chairman is not appointed by the Managing 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 Meeting,
5. Adopting a resolution on covering the costs of convening and holding the Meeting,
6. Adopting a resolution on the change of the Statute of the Company by deleting individual rights,
7. Adopting a resolution on the change of the Statute of the Company by deleting restrictions in exercising the voting right,
8. Adopting resolutions on changes in the composition of the Supervisory Board of the Company,
9. Close of the Meeting."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 42,923,220 shares, out of which valid votes were cast, which constituted 49.99% of the share capital of the Company, out of which 42,923,220 votes were cast in open ballot, where:

- 35,395,011 votes were "for",
- 5,151,852 votes were "against",
- 2,376,357 votes were "abstained".

**to item 5 of the agenda**

**RESOLUTION NO. 2  
of the Extraordinary General Meeting  
of BIOTON Spółka Akcyjna  
of 22<sup>nd</sup> February 2016**

*on covering the costs of convening and holding the Meeting*

"The Extraordinary General Meeting has decided that the costs of convening and holding the today's Meeting shall be covered by the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,874,514 shares, out of which valid votes were cast, which constituted 55.76% of the share capital of the Company, out of which 47,874,514 votes were cast in open ballot, where:

- 44,644,729 votes were "for",
- 0 votes were "against",
- 3,229,785 votes were "abstained".

**to item 6 of the agenda**

**RESOLUTION NO. 3  
of the Extraordinary General Meeting  
of BIOTON Spółka Akcyjna  
of 22<sup>nd</sup> February 2016**

*on the change of the Statute of the Company by deleting individual rights*

"Acting pursuant to Art. 430 of the Code of Commercial Companies, the Extraordinary General Meeting of BIOTON S.A. ("**Company**") has agreed as follows:

**§ 1**

The Statute of the Company are amended in such manner that:

1. § 14 paragraph 2 of the Statute is deleted;
2. § 14 paragraph 3 of the Statute is amended in such manner that it shall read as follows:  
*"Members of the Managing Board are appointed and dismissed by the Supervisory Board."*
3. § 17 paragraph 2 of the Statute is amended in such manner that it shall read as follows:  
*"The Supervisory Board is appointed in the following way:*
  - 1) *one member of the Supervisory Board is appointed and dismissed by the Institute of Biotechnology and Antibiotics,*
  - 2) *other members of the Supervisory Board are appointed and dismissed by the General Meeting."*
4. § 17 paragraph 3 of the Statute is amended in such manner that it shall read as follows:

*“Individual rights, referred to hereinabove in paragraph 2 item 1) shall be executed by way of presenting a written statement to the Company notifying of appointment or dismissal of a Member of the Supervisory Board.”*

5. § 18 paragraph 4 of the Statute is deleted;
6. § 19 of the Statute is amended in such manner that it shall read as follows:

**“§ 19**

*“The Chairman and two Vice Chairmen of the Supervisory Board are appointed by the Supervisory Board from among its members.”*

7. § 26 paragraph 3 item 1) of the Statute is deleted;
8. § 30 paragraph 1 and 2 of the Statute is deleted;
9. § 30 paragraph 3 of the Statute is amended in such manner that it shall read as follows:

*“The individual right granted to the Institute of Biotechnology and Antibiotics referred to under § 17 paragraph 2 item 1), shall expire in case the Institute of Biotechnology and Antibiotics ceases to hold shares constituting at least 5% (five percent) of the share capital.”*

10. § 30 paragraph 4 of the Statute is amended in such manner that it shall read as follows:

*“The individual right referred to under § 17 paragraph 2 item 1), granted to the Institute of Biotechnology and Antibiotics, shall expire also in case the shareholder acquires (acting on his own behalf and account) and registers at the General Meeting shares constituting at least 75% (seventy five percent) of the overall number of shares in the share capital of the Company, provided that all shares in the quantity exceeding 10% of the overall number of shares in the share capital of the Company have been acquired by such shareholder:*

- a) by way of invitation to subscription for sale of all shares of the Company announced in accordance with the regulations of the Act on Public Offering from the shareholders who are not related to such shareholder in a manner specified under art. 87 paragraph 1 item 2-6 of the Act on Public Offering, or*
- b) in the initial public offering (as defined in the Act on public offering).”*

11. § 30 paragraph 6 and 7 of the Statute is deleted.

**§ 2**

The Supervisory Board of the Company is hereby authorized to determine the uniform text of the Statute taking into account the changes resulting from the provisions hereof.”

Voting on the above resolution was participated by the Shareholders of the Company who hold in total 49,075,072 shares, out of which valid votes were cast, which constituted 57.15% of the share capital of the Company, out of which 49,075,072 votes were cast in open ballot, where:

- 49,075,072 votes were "for",
- 0 votes were "against",
- 0 votes were "abstained".

**to item 8 of the agenda**

**RESOLUTION NO. 5  
of the Extraordinary General Meeting  
of BIOTON Spółka Akcyjna  
of 22<sup>nd</sup> February 2016**

*on the dismissal of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting dismisses Mr Keith Mellors from the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,883,964 shares, out of which valid votes were cast, which constituted 55.77% of the share capital of the Company, out of which 47,883,964 votes were cast in secret ballot, where:

- 32,549,886 votes were "for",
- 11,548,564 votes were "against",
- 3,785,514 votes were "abstained".

**RESOLUTION NO. 6  
of the Extraordinary General Meeting  
of BIOTON Spółka Akcyjna  
of 22<sup>nd</sup> February 2016**

*on the dismissal of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting dismisses Mr Artur Gabor from the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,874,514 shares, out of which valid votes were cast, which constituted 55.76% of the share capital of the Company, out of which 47,874,514 votes were cast in secret ballot, where:

- 32,549,886 votes were "for",
- 235,410 votes were "against",
- 15,089,218 votes were "abstained".

**RESOLUTION NO. 7  
of the Extraordinary General Meeting  
of BIOTON Spółka Akcyjna  
of 22<sup>nd</sup> February 2016**

*on the dismissal of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting dismisses Mr Jacek Ślotała from the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,874,514 shares, out of which valid votes were cast, which constituted

55.76% of the share capital of the Company, out of which 47,874,514 votes were cast in secret ballot, where:

- 32,549,886 votes were "for",
- 11,539,114 votes were "against",
- 3,785,514 votes were "abstained".

**RESOLUTION NO. 8**  
**of the Extraordinary General Meeting**  
**of BIOTON Spółka Akcyjna**  
**of 22<sup>nd</sup> February 2016**

*on the dismissal of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting dismisses Ms. Xue (Carrie) Xiang from the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,874,514 shares, out of which valid votes were cast, which constituted 55.76% of the share capital of the Company, out of which 47,874,514 votes were cast in secret ballot, where:

- 32,549,886 votes were "for",
- 235,410 votes were "against",
- 15,089,218 votes were "abstained".

**RESOLUTION NO. 9**  
**of the Extraordinary General Meeting**  
**of BIOTON Spółka Akcyjna**  
**of 22<sup>nd</sup> February 2016**

*on appointment of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting appoints Mr Maciej Typiński to be a Member of the Supervisory Board of the Company meeting the requirements specified in § 18 paragraph 1 item 2) - 4) of the Company's Statute)."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,883,964 shares, out of which valid votes were cast, which constituted 55.77% of the share capital of the Company, out of which 47,883,964 votes were cast in secret ballot, where:

- 35,395,011 votes were "for",
- 11,548,564 votes were "against",
- 940,389 votes were "abstained".

**RESOLUTION NO. 11**  
**of the Extraordinary General Meeting**  
**of BIOTON Spółka Akcyjna**  
**of 22<sup>nd</sup> February 2016**

*on appointment of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting appoints Mr Jubo Liu to be a Member of the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,883,964 shares, out of which valid votes were cast, which constituted 55.77% of the share capital of the Company, out of which 47,883,964 votes were cast in secret ballot, where:

- 35,413,103 votes were "for",
- 235,410 votes were "against",
- 12,235,451 votes were "abstained".

**RESOLUTION NO. 12**  
**of the Extraordinary General Meeting**  
**of BIOTON Spółka Akcyjna**  
**of 22<sup>nd</sup> February 2016**

*on appointment of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting appoints Mr Yanming Wang to be a Member of the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,883,964 shares, out of which valid votes were cast, which constituted 55.77% of the share capital of the Company, out of which 47,883,964 votes were cast in secret ballot, where:

- 35,413,103 votes were "for",
- 244,860 votes were "against",
- 12,226,001 votes were "abstained".

**RESOLUTION NO. 13**  
**of the Extraordinary General Meeting**  
**of BIOTON Spółka Akcyjna**  
**of 22<sup>nd</sup> February 2016**

*on appointment of a member of the Supervisory Board of the Company*

"The Extraordinary General Meeting appoints Mr Hang Lin to be a Member of the Supervisory Board of the Company."

Voting on the above resolution was participated by the Shareholders of the Company who hold the total of 47,883,964 shares, out of which valid votes were cast, which constituted 55.77% of the share capital of the Company, out of which 47,883,964 votes were cast in secret ballot, where:

- 35,422,553 votes were "for",
- 235,410 votes were "against",
- 12,226,001 votes were "abstained".