

**Catalis S.E.**  
**Amsterdam, the Netherlands**  
**Notice to attend the**  
**Annual General Meeting of Shareholders**

Shareholders of Catalis SE (the "Company") are hereby invited to attend the Annual General Meeting of Shareholders of the Company ("AGM"). The meeting will take place on Friday July 4, 2014 at 13:00 hour (CET) at the Company's main office at Laan van Diepenvoorde 3, 35582 LA Waalre, The Netherlands and will be held in the English language.

The agenda for the meeting is as follows:

**AGENDA**

1. Opening
2. Report of the Board of Directors in respect of the financial year 2013
3. Remuneration in respect of the financial year 2013
4. Adoption of the annual accounts for the financial year 2013 (voting item)
5. Allocation of the result for the financial year 2013
6. Discharge of the Executive Directors with respect to the performance of their duties during the financial year 2013 (voting item)
7. Discharge of the Non-Executive Directors with respect to the performance of their duties during the financial year 2013 (voting item)
8. Appointment of Mr. Brett Morris as Executive Director and determination of remuneration (voting item)
9. Appointment of Mr. Peter Biewald as Non-Executive Director and determination of remuneration (voting item)
10. Appointment of Mr. Nick Winks as Non-Executive Director and determination of remuneration (voting item)
11. Proposal to authorize the Board of Directors to acquire shares in the capital of the Company (voting item)
12. Appointment of BDO LLP, Amsterdam, The Netherlands as auditors for the financial year 2014 (voting item)
13. Miscellaneous
14. Closing

All information and documents in connection with the Annual General Meeting can be obtained free of charge at the Company's office address, Laan van Diepenvoorde 3, 35582 LA Waalre, the Netherlands and on the Company's website ([www.catalisgroup.com](http://www.catalisgroup.com)).

### Admittance to the AGM and voting rights

The Record Date for the 2014 AGM is Friday June 6, 2014. This is the date on which one has to be registered as a shareholder in order to exercise meeting and voting rights at the AGM. The shares will not be blocked until the date of the AGM. On shares registered after June 6, 2014, the holder cannot exercise meeting rights or voting rights at the AGM.

Shareholders who wish to attend the meeting are requested via their bank or broker to lodge with VEM Aktienbank AG, Prannerstr. 8, 80333 Munich, Germany a confirmation that their shares are registered in their name on the Record Date, being Monday June 9, 2014.

The written confirmation must be received by VEM Aktienbank AG not later than June 6, 2014, by 18:00 hours. Shareholders will receive a certificate of registration (certificate of deposit) together with the certificate of deposit number by email or post. Shareholders will be admitted to the meeting on presentation of their certificate of deposit number, which serves as identification on registration.

Shareholders having notified their attendance with VEM Aktienbank AG, as mentioned above, have several options to vote without attending the meeting. A shareholder can appoint a proxy to represent him at the AGM or can give a voting instruction to the Company Representative, Mr. Peter Biewald, of Catalis SE. A voting instruction shall be sent to the following address: Catalis SE, Mr. Biewald, Laan van Diepenvoorde 3, 35582 LA Waalre, the Netherlands. Forms for the authorization of and giving instructions to the proxy are available on Catalis SE's website at <http://www.catalisgroup.com/index.php?id=153>. On request they will be sent in text form to any person entitled to vote.

### Registration of attendance

Following registration, shareholders or their proxies can only exercise their meeting/voting rights at the AGM if they register in person directly prior to the AGM. This attendance registration will take place at the entrance of the meeting room as from 12.00 a.m. until the start of the AGM at 1.00 p.m. Shareholders or their proxies must provide evidence of their identity by way of valid identification papers. Proxies must also provide proof of their authorization in writing.

At the day of this announcement the company has issued 6,2423,33 shares. One vote is attached to each share, so the total number of voting rights is 6,242,333.

**Catalis SE - The Board of Directors  
Waalre, 22 May 2014**