

Catalis SE
Amsterdam, The Netherlands
Official Report of the
Annual General Meeting of Shareholders August 2013

On this day, 13 August of the year 2013 the Annual General Meeting of Shareholders of Catalis SE (the 'Company') was held at the company's main office at Geldropseweg 26-28, 5611 SJ Eindhoven , the Netherlands.

Present were:

1. Peter Biewald, acting as an attorney in writing for the Board of Directors (Executive Directors and Non-Executive Directors) and the registered shareholders;
2. Arthur de Cooker, notary, VDB Notarissen;

According to Dutch law and the articles of the company the invitation to attend the Annual General Meeting of Shareholders of Catalis SE was published electronically on the website of the company in due form and time 42 days before the shareholders' meeting. Therefore the invitation was carried out legally effective. Chairman of the meeting was Peter Biewald, who invited Mr. Arthur de Cooker, notary to the company in the Netherlands, to draft the minutes of this meeting.

1. Opening.

After having opened the meeting at approximately 11.00 a.m., the chairman concluded that 200,000 shares were represented at this meeting representing approximately 3.2 % of total the capital. The presence was calculated on 6,242,333 shares issued.

2. Report of the Board of Management in respect of the financial year 2012.

Regarding the report of the Board of Management for the fiscal year 2012, none of the attending or represented shareholders had any questions or remarks.

3. Adoption of the annual accounts for the financial year 2012.

The annual accounts for the fiscal year 2012 were adopted unanimously (all affirming votes).

4. Distribution of the result for the financial year 2012.

The general meeting decided unanimously (all affirming votes) not to distribute dividends and to add the result for the fiscal year 2012 to the general reserves of the company.

5. *Discharge of the Executive Members of the Board with respect to the performance of their duties during the financial year 2012.*

Executive Members of the Management Board abstained from this vote. The resolution to discharge the Executive Members of the Board was adopted unanimously (all affirming votes) by the remaining votes.

6. *Discharge of the Non-Executive Members of the Board with respect to the performance of their duties during the financial year 2012.*

Non-Executive Members of the Board abstained from this vote. The resolution to discharge the Non-Executive Members of the Board was adopted unanimously (all affirming votes) by the remaining votes.

7. *Proposal to authorize the Board of Management to acquire for valuable consideration shares in the Company for a period of 18 months as of 14 August 2013.*

The number of shares to be acquired shall be limited by the maximum percentage of shares the Company may hold in its capital at any moment. This acquisition may take place by all kinds of agreements, including on a Stock Exchange. The price per share may not be less than the par value and not more than 110% of the Stock Exchange Price. For purpose of the foregoing the Stock Exchange Price will be the average of the closing price on the Frankfurt Stock Exchange of the last five days on which business was done, preceding the date of acquisition.

This proposal was adopted unanimously (all affirming votes).

8. *Appointment of BDO LLP, Amsterdam, The Netherlands auditors for the financial year 2013.*

This proposal was adopted unanimously (all affirming votes).

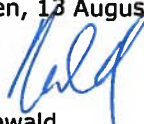
9. *Miscellaneous.*


No further subjects were discussed.

10. Closing.

The chairman closed the meeting at approximately 11:10.

Eindhoven, 13 August 2013


Peter Biewald
(Chairman of the meeting)


Arthur de Cooker
(minutes)

