

Catalis SE, Amsterdam, the Netherlands
Notice to attend the
Extraordinary General Meeting of Shareholders

Shareholders of Catalis SE (the "Company") are hereby invited to attend the Extraordinary General Meeting of Shareholders of the Company ("EGM"). The meeting will take place on Tuesday, January 31, 2017, at 11:00 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. Appointment of Grant Thornton Accountants en Adviseurs B.V. as auditors for the financial year 2016 (voting item)**
- 3. Conversion of Catalis bearer shares into registered shares (voting item)**

Catalis board proposes to convert the current existing bearer shares into registered shares. A registered share is registered in the name of the shareholder and Catalis SE will maintain a register of shares with the name, date of birth and address of the shareholder as well as the number of shares held.

A registered share facilitates more direct communication between the company and its shareholders. The shareholders can be informed more quickly and accurately by the Company. The options to communicate via electronic communication media, in particular with respect to the Annual General Meeting, are simplified. For Catalis SE, running the share register will enable the company to know its shareholders and shareholder structure better, and will be able to address all registered shareholders directly.

If the EGM approves this proposal, the Articles of Association will require amendment as outlined in resolution 4.

In this meeting the procedure on how bearer shares can be converted will be discussed and also from when the shareholder's rights will be suspended if bearer share certificates are not surrendered within a certain time period.

- 4. Adjustment of Catalis' articles of association reflecting topic 3, the conversion of Catalis bearer into registered shares (voting item)**

If the EGM approves the conversion from bearer into registered shares the company's Articles of Association will be amended.

- 5. Closing**

All information and documents in connection with the Extraordinary 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).

Admittance to the EGM and voting rights

The Record Date for the EGM is January 10, 2017. This is the date on which one has to be registered as a shareholder in order to exercise meeting and voting rights at the EGM. The shares will not be blocked until the date of the EGM. On shares registered after January 10, 2017, the holder cannot exercise meeting rights or voting rights at the EGM.

Shareholders who wish to attend the meeting are requested via their bank or broker to lodge with
Catalis S.E.
c/o Computershare Operations Center
80249 München

by fax under +49 89 30903-74675 or by mail to: anmeldestelle@computershare.de,
a confirmation that their shares are registered in their name on the Record Date, being January 24, 2017.

The written confirmation must be received by Computershare Operations Center not later than January 24, 2017, 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 Computershare Operations Center as mentioned above, have several options to vote without attending the meeting. A shareholder can appoint a proxy to represent him at the EGM 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 9, 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 EGM if they register in person directly prior to the EGM. This attendance registration will take place at the entrance of the meeting room as from 10.00 a.m. until the start of the EGM at 11.00 a.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 700,332 shares. One vote is attached to each share, so the total number of voting rights is 700,332.

**Catalis SE - The Board of Directors
Waalre, 15 December 2016**