

Catalis S.E.
Eindhoven, The Netherlands
Annual General Meeting of Shareholders

Shareholders of Catalis S.E. (the "Company") are hereby invited to attend the Annual General Meeting of Shareholders of the Company. The meeting will take place on March 27, 2009 at 09.00 hours at Hotel Eindhoven, Aalsterweg 322, 5644 RL Eindhoven, The Netherlands.

The agenda for the meeting is as follows:

1. Opening;
2. Report of the Board of Management in respect of the financial year 2007;
3. Adoption of the annual accounts for the financial year 2007;
4. Distribution of the result for the financial year 2007;
5. Discharge of the Executive Members of the Board with respect to the performance of their duties during the financial year 2007;
6. Discharge of the Non-Executive Members of the Board with respect to the performance of their duties during the financial year 2007;
7. Proposal to appoint mr. Jeremy Lewis, who has declared to accept this appointment, as Executive Director to the Board of the Company;
8. Proposal to increase the authorized capital of the Company up to € 17.500.000,- (175.000.000 shares with a nominal value of € 0,10) according to an amendment of the articles of association of the Company as mentioned under 14;
9. Proposal to appoint the Board of Management as the authorized corporate body to issue shares or rights to shares in the Company for a period of 5 years as of March 27, 2009. It is proposed that the amount of shares to be issued is at the Board's discretion provided that the total number of outstanding shares after issuance will not exceed 175.000.000;
10. Proposal to appoint the Board of Management as the authorized corporate body to restrict or to exclude the pre-emption right accruing to shareholders for a period of 5 years, as of March 27, 2009 in case of the issue of shares or rights to shares;
11. Proposal to authorize the Board of Management to distribute shares in the capital of the company's subsidiaries as interim dividend or as chargeable to the capital reserves of the Company and to approve such distributions as far as such distributions at the expense of the capital reserves of the company occurred in the past;
12. Proposal to authorize the Board of Management to cancel, wholly or in part, the distributable reserves of the company by converting such reserves into shares and distribute these shares to the shareholders at the same ratio as the pre-emptive right of the shareholders;

13. Proposal to give approval (Article 2:94 Dutch Civil Code) to the Board of Management for all acts in law concerning the payment on the shares to be issued;
14. Proposal to amend the articles of the Company;
15. Proposal to authorize the Board of Management to acquire for valuable consideration shares in the Company for a period of 18 months as of March 27, 2009. 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 (after amendment of the articles of association a maximum of 50%). 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;
16. Appointment of Mazars Paardekooper Hoffman N.V., as auditors for the financial year 2008;
17. The applicability of the Dutch Corporate Governance Code;
18. Miscellaneous;
19. Closing.

Beginning today a complete agenda as well as the annual accounts for the fiscal year 2007 and a draft of the proposed new articles of association will be made available at the office of the Company, Geldropseweg 26-28, 5611 SJ Eindhoven as well as at Bankhaus Gebr. Martin AG, Kirchstrasse 35, 73033 Göppingen until the end of the Annual General Meeting of Shareholders.

Shareholders who wish to attend the meeting are requested via their bank or broker to lodge with Bankhaus Gebr. Martin AG, Kirchstrasse 35, 73033 Göppingen, a confirmation that their shares are registered in their name on the registration date. The Board of Management has set the registration date as March 20, 2009. The confirmation must be received by Bankhaus Gebr. Martin AG not later than March 23, 2009, by 12:00 hours. You will receive a certificate of registration (certificate of deposit) together with your certificate of deposit number by email or post. You will be admitted to the meeting on presentation of your certificate of deposit number, which serves as identification on registration.

Catalis S.E.

Executive Director
Klaus Nordhoff

Eindhoven, March 11, 2009