

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 July 02, 2009 at 12:00 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 2008;
3. Adoption of the annual accounts for the financial year 2008;
4. Distribution of the result for the financial year 2008;
5. Discharge of the Executive Members of the Board with respect to the performance of their duties during the financial year 2008;
6. Discharge of the Non-Executive Members of the Board with respect to the performance of their duties during the financial year 2008;
7. The honorable discharge of mr. Klaus Nordhoff as Executive Member of the Board of the Company, as of 30th of June 2009, granting him acquittal and discharge for the management conducted for the first six months of the financial year 2009;
8. Proposal to appoint mr. Klaus Nordhoff, who has declared to accept this appointment, as Non-Executive Director to the Board of the Company as of 01st July 2009;
9. 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;
10. 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;
11. 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;
12. Proposal to authorize the Board of Management to acquire for valuable consideration shares in the Company for a period of 18 months as of July 02, 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. 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;



13. Appointment of Mazars Paardekooper Hoffman N.V., as auditors for the financial year 2009;
14. The applicability of the Dutch Corporate Governance Code;
15. Miscellaneous;
16. Closing.

Beginning today a complete agenda as well as the annual accounts for the fiscal year 2008 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 June 25, 2009. The confirmation must be received by Bankhaus Gebr. Martin AG not later than June 26, 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

Executive Director
Jeremy Lewis

Eindhoven, June 16, 2009