

Catalis SE
Amsterdam, The Netherlands
Minutes of the
Annual General Meeting of Shareholders August 2017

On this day, August 31st of the year 2017 the Annual General Meeting of Shareholders of Catalis SE (the 'Company') was held at the Company's main office at Laan van Diepenvoorde 3, 5582 LA Waalre, the Netherlands.

Present were:

1. Peter Biewald
2. Arthur de Cooker, notary;

1. Opening.

After having opened the meeting at approximately 11.00 hours, Mr. Peter Biewald was appointed chairman of the meeting, who invited Mr. Arthur de Cooker, notary to the company in the Netherlands, to take the minutes of this meeting.

The chairman concluded that:

- 282,727 shares were represented at this meeting representing approximately 40.38% of the total capital;
- the Board of Directors was represented at the meeting;
- according to Dutch law and the articles of association of the Company, the invitation to attend the Annual General Meeting of Shareholders was procedurally correct and legally effective.

2. Report of the Board of Directors in respect of the financial year 2016.

There was no discussion on this item.

This item is not a voting item.

3. Remuneration in respect of the financial year 2016.

There was no discussion on this item.

This item is not a voting item.

4. *Adoption of the annual accounts for the financial year 2016.*

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

5. *Allocation of the result for the financial year 2016.*

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

6. *Discharge of the Executive Directors with respect to the performance of their duties during the financial year 2016.*

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

7. *Discharge of the Non-Executive Directors with respect to the performance of their duties during the financial year 2016.*

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

8. *Re- Appointment of the Executive Director and CEO, Dominic Wheatley (voting item)*

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

9. *Re-Appointment of the Non-Executive Directors Nigel Hammond, Tom Chaloner, Nick Winks and Peter Biewald (Chairman) for another term of three years (voting items)*

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

10. Appointment of Grand Thornton Accountants, Amsterdam, The Netherlands, as auditors for the financial year 2017.

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

11. Extension of the exercise date of share options in the name of Leo Capital 1LLP to coincide with the repayment date of a Convertible Loan Note in the name of Leo Capital 1 LLP (voting item).

The proposal was adopted with:

- in favour: 282,727 votes;
- against: 0 votes.

12. Miscellaneous

No further subjects were discussed

13. Closing

The chairman closed the meeting at approximately 11.30 hours

Waalre, August 31, 2017

Peter Biewald
(Chairman of the meeting)

Arthur de Cooker
(minutes)