

Catalis SE
Amsterdam, The Netherlands
Minutes of the
Extraordinary General Meeting of Shareholders October 2017

On this day, October 5th of the year 2017 the Extraordinary 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 10.30 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 37.94% 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. Authorisation for the introduction of 80,000 B Ordinary Shares (voting item)

Authorisation for the introduction of 80,000 B Ordinary Shares (Growth Shares), and issuance and allocation of up to 80,000 Growth Shares to various executives as decided by the Board. The Growth Shares will be subject to certain milestones and thresholds being attained in accordance with the terms and conditions of the Growth Share plan. The Articles of Association will require amendment as outlined in resolution 3.

The proposal was adopted with:

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

3. Adjustment of Catalis' Articles of Association reflecting topic 2, the introduction of Catalis B Ordinary Shares (voting item)

- a) If the EGM approves the introduction of B Ordinary Shares the company's Articles of Association will be amended to determine how and when B Ordinary Shares will be issued and allocated.

- b) Authorisation for each employee of de Cooker Notariaat to sign this deed of amendment

These proposals were adopted with:

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

4. Miscellaneous

No further subjects were discussed

5. Closing

The chairman closed the meeting at approximately 11.00 hours

Waalre, October 5, 2017

Peter Biewald
(Chairman of the meeting)

Arthur de Cooker
(minutes)