

ORDINARY GENERAL SHAREHOLDERS' MEETING, MAY 2019

Card for Attendance, Proxy and Remote Voting for the General Shareholders' Meeting of Oryzon Genomics, S.A. (the "Company") to be held on second call at the Hotel NH Madrid Príncipe de Vergara, located in the street Príncipe de Vergara, 92, 28006 Madrid, on May 13, 2019, at 11 am, in the event that, because the quorum required has not been reached, such meeting cannot take place on first call, which

s also called at the same place and ti	me for May 10, 2019).							
The Shareholders may also delegate that and on the Company's website (http://nthib.z/			c me	ans o	or atte	end by r	emot	te means as provided on the back if this o	arc
ATTENDANCE									
Shareholders who wish to attend perso	nally to the Genera	l Meeting							
	personally to the C	Seneral M		ng sh	all sig	n this co	ard in	n the space provided below and show it	the
Signature of the attending shareholde	er		C	ORYZ	ON G	ENOMIC	:S, S.	Α.	
Inon.	2019	_	T	he Se	ecret	ary			
				Jame	and	shareho	lder	number:	
L						shares:	, iuci	noniber.	
DELEGATION									
Shareholders who wish to delegate									
The shareholder to whom this card has	O	' '							
(Fill only one of the following boxes and, if appropri the indicated space).	ate, designate the person	to whom the	e proxy	y is grai	nted. Ir	n order for	the pro	oxy to be valid, the shareholder granting the proxy sha	l sig
1. 🗆 The Chairman.									
2. 🗆								ID n.º:	
shall be deemed that the specific instr	s fill with a cross the uction is to vote in f	avour of t						ne event any of the boxes is not complete the Board of Directors.	d, i
Voting instructions to the proposals of t		<u>rs</u>	1	1				7	
	Item of the Agenda	1 2	3	4	5	6 7	8*		
	In favour Against]	
	Abstention							_	
	Blank	1		,				」 .	
	(*) Item Eight of the age								
·	Meeting, and the sh	nareholde				_		y of the proposals that, included or not in c instruction in this regard, the proxy shal	
Proposals on items not foreseen in the									
Unless specified by filling box NO belo the proxy also extends to items not for NO			nder	stood	d that	t the sho	ireho	older gives the specific instruction to abst	ain
If the proxy extends to said delegation	, the specific instruc	tion is to	vote	agaiı	nst, u	nless oth	erwis	se specified as follows:	
	•							·	
A conflict of interest will exist where ite exercise of a civil liability action agains								neral Meeting and refer to the removal or is a director of the Company.	the
Signature of the shareholder			S	igna	ure c	of the pe	rson	attending by proxy	
Inon	2019	-	lı	n			on	2019	
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			•	'			J, J.F	· =•	

Name and shareholder number: Number of shares:

The Secretary



REMOTE VOTING

Shareholders who wish to cast a remote vote regarding the proposals of the agenda

If, prior to the celebration of the General Meeting, the shareholder in favour of which this card is issued wishes to cast a remote vote in relation to the proposals of the agenda of this General Meeting, it shall fill with a cross the relevant box, according to the way of his vote. It is not possible the remote vote for possible proposals not foreseen in the agenda. If, in relation to any of the items of the agenda, the shareholders do not fill any box provided for such purposes, it shall be deemed that votes in favour of the resolution proposed by the Board of Directors. In any event, in addition to the provisions set forth in the Law, in the By-laws and in the General Meeting Regulations, the rules set forth in the call of the General Meeting and on the website of the Company (http://www.oryzon.com) must be met.

Vote to the proposals of the Board of Directors

Item of the Agenda	1	2	3	4	5	6	7	8*
In favour								
Against								
Abstention								
Blank								

^(*) Item Eight of the agenda is an informative item and does not require vote.

The shareholder casting his vote from a distance shall be considered present for the purposes of constituting the General Meeting.

Signature of the shareholder casting a remote vote			ORYZON GENOMICS, S.A.				
In	on	2019	The Secretary				
L			Name and shareholder number:				
			Number of shares:				

RIGHT TO ATTEND

All shareholders may attend the General Meeting regardless of the number of shares they hold providing that such stake is entered in their names in the accounting records of the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (lberclear) five days prior to the date indicated for it to be held. Shareholders who wish to personally attend the General Meeting should have the corresponding attendance and proxy card issued by the corresponding lberclear participant (or, otherwise, the certificate issued by the lberclear participant as corresponds in which case, or other document that accredits them as shareholders, in accordance with the law) and identify themselves to the staff in charge of shareholder registration.

SHAREHOLDERS WHO WISH TO DELEGATE ITS VOTE BY MEANS OF THIS CARD

If the shareholder does not intend to attend the meeting may grant a proxy to any other natural or legal person. For such purposes, it must fulfil the delegation on the front of this card and sign it where appropriate. The person representing the shareholder in the General Meeting shall also sign the delegation. The delegation may be delivered to the Company or sent by postal correspondence (or, as indicated below, by electronic means) in accordance with the provisions of the By-laws and the General Meeting Regulations. Likewise, the rules set forth in the call of the General Meeting and on the website of the Company (http://www.oryzon.com) must be met.

SHAREHOLDERS WHO WISH TO CAST A REMOTE VOTE PRIOR TO THE EGENERAL MEETING BY MEANS OF THIS CARD

If the shareholder does not intend to assist nor to delegate its right to attend may cast a remote vote on the items of the agenda. For such purposes, it must fulfil the space regarding remote voting above and sign it where indicated. The shareholder casting a remote vote shall be deemed as present for the purpose of the quorum of the General Shareholders' Meeting. Said vote may be delivered to the Company or sent by postal correspondence or, as indicated below, by electronic means in accordance with the provisions of the By-laws and the General Meeting Regulations. Likewise, the rules set forth in the call of the General Meeting and on the website of the Company (http://www.oryzon.com) must be met. In the event both delegation and remote voting sections are signed, remote voting section shall prevail and the delegation shall have no effect.

DELEGATION AND REMOTE VOTING BY ELECTRONIC MEANS PRIOR TO THE GENERAL MEETING

Shareholders may also delegate their representation, as well as vote regarding the items of the agenda, by electronic means in accordance with the provisions of the By-laws and the General Meeting Regulations. For such purposes, the rules set forth in the call of the General Meeting and on the website of the Company (http://www.oryzon.com) must be met.



AGENDA

In accordance with the provisions of section 186 of the Spanish Companies Act, the agenda of the Shareholders' General Meeting of Oryzon Genomics, S.A. to be held on second call at the Hotel NH Madrid Príncipe de Vergara, located in the street Príncipe de Vergara, 92, 28006 Madrid, on May 13, 2019, at 11 am, in the event that, because the quorum required has not been reached, such meeting cannot take place on first call, which is also called at the same place and time for May 10, 2019.

- 1st.- Examination and approval of the annual accounts (balance sheet, profit and loss statement, statement of changes in net equity, cash flow statement and annual account) and management report of the Company for the financial year ending at 31 December 2018.
- 2nd.- Application of results obtained for the financial year closed at 31 December 2018.
- 3rd.- Examination and approval of the management carried out by the Board of Directors for the financial year 2018.
- 4th.- Establishment of the maximum annual remuneration to be received by all directors of the Company.
- **5th.-** Delegation to the Board of Directors of the power to increase the share capital in the terms of article 297.1.b) of the Spanish Capital Companies Act. Delegation for the exclusion of the pre-emptive subscription right in accordance with the provisions of article 506 of the Spanish Capital Companies Act.
- **6th.-** Delegation of the Board of Directors of the power to issue fixed-income securities, preferred shares or instruments of a similar nature (including promissory notes or warrants), simple, convertible and/or redeemable into Company shares. Setting of the criteria for determining the bases and types of the conversion and/or swap and attribution to the Board of Directors of the powers to increase capital by the necessary amount, as well as to exclude the pre-emptive subscription right of shareholders and holders of convertible securities, rendering the previous delegation of the Ordinary General Shareholders' Meeting dated 4 April 2018 null and void
- **7th.-** Delegation of powers to formulate, rectify, register, interpret, implement and execute the resolutions adopted by the General Meeting and powers to formalize the deposit of the annual accounts.

ITEM SUBMITTED TO CONSULTATIVE VOTING

8th.- Annual Report on the remuneration of Company directors for financial year 2018.

DATA PROTECTION

Any data of a personal nature that shareholders may send to the Company, or that are furnished to the Company by bank institutions, Securities Companies and/or Agencies in which such shareholders deposit their shares (such as identification data and bank details), by means of the entity legally authorized to maintain the record of the book entries, "Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A." (Iberclear), will be processed to manage the development, compliance and control of existing shareholder relations as well as the call, holding and dissemination of the General Meeting.

The legal basis for the processing of data is the performance and control of the relationship between the Company and its shareholders, as well as compliance with any legal obligations to which the Company is subject. The data provided will be kept for as long as is necessary to ensure compliance with the legal obligations incumbent on the Company.

Shareholders will be responsible for reporting and obtaining the consent of any proxy they may designate, if this exists, and they guarantee that they are entitled to provide the personal data of the representative they appoint for the Company, responding in the event that this is not the case.

The data may be notified to the Notary who will attend the General Meeting, as well as to any third parties recognized with the right of information envisaged by Law, or accessible to the public insofar as they appear in documentation available on the Company website or are stated in the General Meeting.

The Company also informs you that, by attending the General Meeting, you accept and consent, without time limit, non-exclusively and free of charge, that your name, voice, image and/or person may be captured, fixed and reproduced in any analogue and/or digital medium for reproduction, distribution and public communication through the Company's website, with the purpose of having the General Meeting recorded or retransmitted live for those shareholders who are unable to attend.

Under the terms established in the data protection regulations in force at any given time, shareholders may exercise their rights of access, rectification, deletion, opposition, right to request the limitation of the processing of their personal data, the right to portability and the right to lodge a complaint with a supervisory authority. To do so, please write to Carlos Manuel Buesa Arjol, in Madrid, Carrera de San Jerónimo, 15, 2ª planta, 28014.

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