

## Projects of decisions are on questions included in an order-paper

### List of issues with the draft decisions to be put to the vote (draft agenda of the Annual General Meeting of Shareholders of the Company):

**1. On election of the Head and members of the Counting Commission of the Annual General Meeting of Shareholders of the Company. On termination of their powers.**

Draft decision: 1. Members of the Counting Commission from among the employees of PrJSC "Bio med sklo" in the number of 3 persons as follows: the Chairman of the Counting Commission – Varchuk I.V.; a Counting Commission member – Duda I.L., a Counting Commission member – Karapet B.V.

2. Powers of members of the Counting Commission shall terminate at the end of the Annual General Meeting of Shareholders of the Company.

**2. On election of the Head and the Secretary of the Annual General Meeting of Shareholders of the Company.**

Draft decision: To elect the Head of the Annual General Meeting of Shareholders of the Company - Kulykivska Nataliya Petrivna, and the Secretary of the Annual General Meeting of Shareholders of the Company - Targonsky Maksym Mykolaevych.

**3. On approval of the order (procedure) of holding of the General Meeting of Shareholders of the Company.**

Draft decision: To approve the following Procedure of the General Meeting of Shareholders of the Company:

- time for speakers on Agenda items - up to 20 minutes;
- time for participants in debates and discussions on Agenda items – up to 3 minutes;
- time for answers to questions, references - up to 3 minutes;
- for the speeches at the Annual General Meeting of Shareholders of the Company, the word may be given only to the shareholders or their authorized representatives, members and/or representatives of the supervisory board, the executive body, the audit committee, the Head and Secretary of the Annual General Meeting of Shareholders, the chairman and members of the registration and counting commissions;
- all questions, requests on the Agenda of the Annual General Meeting of Shareholders of the Company, and entries for the provision of the word on the Agenda items, shall be submitted exclusively in writing to the Head and Secretary of the Annual General Meeting of Shareholders of the Company through the members of the Counting Commission present in the hall, until the beginning of consideration of the relevant Agenda item, indicating the surname and name of the shareholder or his representative and certified by their signature;
- voting on the Agenda of the Annual General Meeting of Shareholders of the Company is conducted solely with the use of ballot papers;
- fixation by technical means (photo, video and audio recordings) is allowed at this Meeting during holding them or consideration of separate issues;
- from all other procedures and issues that arise during the conduct of this Annual General Meeting of Shareholders of the Company, be guided by the norms of the current legislation of Ukraine, the Charter of the Company, and/or internal regulations.

**4. On approval of the Supervisory Board Report for 2017 and approval of the measures on the results of its consideration. Taking a decision upon consideration of the Supervisory Board Report.**

Draft decision: To approve the Report of the Supervisory Board of the Company for 2017 without comments and additional measures. To evaluate the work of the Supervisory Board for “GOOD”.

**5. On approval of the Audit Commission Report for 2017. Taking a decision upon consideration of the Audit Commission Report.**

Draft decision: To approve the Report of the Audit Commission of the Company for 2017 without comments. To evaluate the work of the Audit Commission for “GOOD”.

**6. On approval of the Board of Directors Report for 2017. Taking a decision upon consideration of the Board of Directors Report.**

Draft decision: To approve the Report of the Board of Directors of the Company for 2017 without comments and additional measures. To evaluate the work of the Board of Directors for “GOOD”.

**7. On approval of the conclusions of the external audit on the results of financial and economic activity of PrJSC "BIO MED SKLO" in 2017 and approval of measures on the results of its consideration.**

Draft decision: To approve the conclusions of the independent auditor of the Company on the results of financial and economic activity of PrJSC "BIO MED SKLO" in 2017 without comments and additional measures.

**8. On approval of the Annual Report of the Company for 2017.**

Draft decision: To approve the Annual Report and the balance sheet of the Company for 2017.

**9. On distribution of profits and losses of the Company for 2017.**

Draft decision: To approve losses in the amount of 14 104 thousand hryvnia (fourteen million one hundred and four thousand hrn. 00 kop.) for 2017.

**10. On abolishing of the decisions of the Extraordinary General Meeting of Shareholders held on September 5, 2017, related to the increase of the Authorized capital of the Company by private placement of additional shares of the existing nominal value at the expense of additional contributions.**

Draft decision: To abolish the decisions taken by the Extraordinary General Meeting of Shareholders, which took place on September 5, 2017, namely:

- on the issue No. 4 "On increase of the Authorized capital of the Company by private placement of additional shares of the existing nominal value at the expense of additional contributions";
- on the issue No. 5 "On private placement of ordinary registered shares of the Company (with an indication of the list of persons who are participants of such placement) and approval of the decision on private placement of shares";
- on the issue No. 6 "On determination of the authorized body of the Company, which is empowered to perform certain actions related to the decision on increase of the Authorized capital and on placement of shares of the Company";
- on the issue No. 7 "On determination of authorized persons of the Company, which are empowered to perform certain actions related to placement of shares of the Company".

**11. On amending the Charter by presenting it in a new wording. Approval of the Company's Charter in a new wording and empowering authorized persons to sign and to register the Charter of PrJSC "Bio med sklo" in a new wording.**

Draft decision: 1. To amend the Charter of the Company by presenting it in a new wording. 2. To approve the Company's Charter in a new wording. 3. To authorize the Head of the Board of PrJSC "Bio med sklo" Zharkov Ludwig Anatolyevich to sign the Charter in a new wording, to conduct state registration of the Company's Charter in a new wording, to take all necessary actions related to the state registration of changes to the Charter in accordance with the procedure established by the legislation or to issue a power of attorney to other persons to perform representative functions during the state registration of a new wording of the Company's Charter.

**12. On approval of the Regulation on the General Meeting of Shareholders of PrJSC "Bio med sklo", the Regulation on the Supervisory Board of PrJSC "Bio med sklo", in a new wording. To empower persons to sign the above-mentioned Regulations.**

Draft decision: 1. To approve and to bring into force starting from the date of state registration of the Charter of Private Joint Stock Company "Bio med sklo": the Regulation on the General Meeting of Shareholders of Private Joint Stock Company "Bio med sklo" and the Regulation on the Supervisory Board of Private Joint Stock Company "Bio med sklo". 2. To empower the Head of the Annual General Meeting of Shareholders of the Company - Kulykivska Nataliya Petrivna, and the Secretary of the Annual General Meeting of Shareholders of the Company - Targonsky Maksym Mykolaevych, for signing the Regulation on the General Meeting of Shareholders of Private Joint Stock Company "Bio med sklo" and the Regulation on the Supervisory Board of Private Joint Stock Company "Bio med sklo".

**13. On providing prior consent to commit significant transactions which may be undertaken by the Company from April 24, 2018 to April 23, 2019 (inclusive), indicating the nature of these transactions and their marginal aggregate value, if the market value of property, works or services, which may be subject of such transactions, exceeds 25 percent but less than 50 percent of the Company's assets value according to the annual financial statements of the Company for 2017.**

Draft decision: 1. To grant prior consent to commit any significant transactions (including but not limited to: sale-purchase agreements, supply agreements, works performance, rendering of services, rent and other, as well as supplements and additional agreements hereto) related to the business activities of the Company, stipulated by the current legislation of Ukraine, the maximum total value of which is more than 25 percent, but less than 50 percent of assets value of the Company according to the annual financial statements of the Company for 2017, within one year from the date of this decision taken, i.e. in the period from April 24, 2018 to April 23, 2019 (inclusive). 2. To authorize the Head of the Board of the Company to enter (commit) and to sign such significant transactions.

**14. On providing prior consent to commit significant transactions which may be undertaken by the Company from April 24, 2018 to April 23, 2019 (inclusive), indicating the nature of these transactions and their marginal aggregate value, if the market value of property, works or services, which may be subject of such transactions, is 50 percent and/or more of the assets value of the Company according to the annual financial statements of the Company for 2017.**

Draft decision: 1. To grant prior consent to commit any significant transactions (including but not limited to: sale-purchase agreements, supply agreements, works performance, rendering of services, rent and other, as well as supplements and additional agreements hereto) related to the business activities of the Company, stipulated by the current legislation of Ukraine, the maximum total value of which is 50 percent and/or more of assets value of the Company according to the annual financial statements of the Company for 2017, within one year from the date of this decision taken, i.e. in the period from April 24, 2018 to April 23, 2019 (inclusive). 2. To authorize the Head of the Board of the Company to enter (commit) and to sign such significant transactions.