

BIOORGANIC RESEARCH AND SERVICES, S.A.

Ordinary General Shareholders' Meeting 2016

The Board of Directors of BIOORGANIC RESEARCH AND SERVICES, S.A. (the “**Company**”) has resolved to call the shareholders to the Ordinary General Shareholders’ Meeting to be held on 30 June 2016 at 12:30 p.m., on first call, in Jerez de la Frontera (Cádiz), Parque Tecnológico Agroindustrial, Avenida de la Innovación, 1, edificio Singular (located just 200 meters from the Company’s registered office) and, if necessary, on the following day at the same time and place on second and last call (most certainly, the General Meeting will be held on first call), to consider and resolve upon the following

Agenda

- One.-** Examination and, if appropriate, approval of the annual accounts of Bioorganic Research and Services, S.A. and its Consolidated Group, all with respect to the financial year ended 31 December 2015.
- Two.-** Approval, if appropriate, of the Board of Directors’ management and performance for financial year ended 31 December 2015.
- Three.-** Examination and, if appropriate, approval of the application of results obtained during financial year ended 31 December 2015.
- Four.-** Nomination or re-election of the external auditor of the Company.
- Five.-** Amendment of the following articles of the Company’s Articles of Association:
- Five A.** Article 21 (*Remuneración de los Administradores*), in order to permitting that directors may be remunerated by means of shares’ delivery.
- Five B.** Article 31 (*Solicitud de Exclusión de Negociación en el Mercado Alternativo Bursátil*), in order to adapt such article to the new regulations of the Spanish Alternative Stock Market (*Mercado Alternativo Bursátil*).
- Six.-** Approval of a share capital increase for an amount of twenty two thousand eight hundred fifty seven euros and fifteen cents (€22,857.15), by means of the issuance of four hundred fifty seven thousand one hundred forty three (457,143) new ordinary shares of the Company with a nominal value of five cents (€0.05) and an issuance premium of three euros and forty five cents (€3.45) per share, of the same class and series as those currently in circulation, for their subscription by Inveready Innvierte Biotech II, S.C.R., S.A., whose disbursement will take place by offsetting credits.
- Seven.-** Delegation to the Board of Directors of the power to increase the Company’s share capital in the terms of article 297.1b) of the Spanish Capital Companies Law.
- Eight.-** Delegation to the Board of Directors of the power to issue fixed income securities, preferred interests or debt instruments of a similar nature (including promissory notes and warrants), simple, convertible and/or exchangeable for Company’s shares. Setting of the criteria for determining the bases and types of conversion and/or exchange and delegation to the Board of Directors of the power to increase the Company’s share capital for the required amount.
- Nine.-** Authorization to the Board of Directors for the direct and indirect acquisition of its own shares within the legal limits and requirements.

This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

Ten.- Suggestions and questions.

Eleven.- Necessary authorizations.

Twelve.- Approval of the minutes of the meeting.

At the General Shareholders' Meeting, the shareholders will receive a report on the amendments to the Rules and Regulations of the Board of Directors approved since the holding of the last General Shareholders' Meeting.

Shareholders have the right to request in writing, prior to the General Shareholders' Meeting or verbally during the same, all the information or clarifications that they may deem necessary regarding the matters on the agenda.

For the purposes of article 272 of the Spanish Capital Companies Law, from the date of this notice of call to the General Meeting shareholders have the right to examine the documents which are submitted to the General Meeting for its approval at the Company's registered office, and to immediately and freely obtain them. This documents are also available at the Company's corporate website <http://www.bionaturis.es>.

Shareholders have also the right to be represented at the General Meeting by another person, whether a shareholder or not. Shareholders may obtain the necessary information for the exercise of that right by directly addressing the Company or by consulting the Company's corporate website <http://www.bionaturis.es>.

In any case, shareholders attending the General Meeting will have to submit the assistance card issued for this purposes by the corresponding bank.

Shareholders may obtain more information by consulting the Company's corporate webiste <http://www.bionaturis.es>.

Finally, it is noted that shareholders representing at least 1% of the Company's share capital may request the presence of a notary public to draw up the minutes of the General Meeting.

In Jerez de la Frontera (Cádiz), on 26 May 2016.- Mr. Augusto Piñel Rubio, Secretary non-Director of the Board of Directors.