

## **OMEGA PHARMA**

Public limited company making or having made a public appeal on savings  
Venecoweg 26, 9810 NAZARETH  
VAT BE 0431.676.229 CDE Ghent

The board of directors is honored to invite the holders of shares and bonds to attend the annual general meeting, which will be held at the offices of the company at 9810 Nazareth, Venecoweg 26 on Tuesday 22 April 2014 at 11 a.m. with the following agenda, containing motions to vote.

### **Agenda of the annual general meeting**

1. Reading, deliberating and commenting of the annual report of the board of directors and the auditor's report on the annual accounts for the financial year 2013.

2. Communication on the consolidated accounts and the consolidated reports.

3. Discussion and approval of the annual accounts closed on 31 December 2013.

*Motion to vote:* Approval of the annual accounts closed on 31 December 2013.

4. Allocation of the result of the financial year closed on 31 December 2013.

*Motion to vote:* Approval of the allocation of the result as included in the annual accounts.

5. Granting discharge to the members of the board of directors and the auditor.

*Motion to vote:* By separate vote, granting full discharge to the directors and auditor who were active during the financial year 2013 for the tasks executed by them during the course of the financial year.

6. Reappointment of auditor.

*Motion to vote:* Due to the expiry of its mandate, reappointment of PricewaterhouseCoopers Auditors BV CVBA, represented by Peter Opsomer BV BVBA, with as permanent representative Mr. Peter Opsomer, auditor, as auditor for a period of 3 years, up to and including the annual meeting that will approve the annual accounts closed on December 31st 2016.

7. Remuneration of auditor.

*Motion to vote:* Establishment of the auditor's remuneration for executing its mandate at EUR 130,049 per annum (statutory and consolidated).

### **Conditions of admission**

Shareholders must inform the board of directors at the latest by 15 April 2014 at midnight of their intention to attend the general meeting.

Holders of bonds who wish to attend the general meeting, must submit a certificate which indicates the unavailability of their bonds until the general meeting and drawn up by the certified account holder or liquidation institutions to ING Belgium, Belfius Bank, KBC Bank or BNP Paribas Fortis, at the latest on 15 April 2014 at midnight.

The participants are invited to be present on 22 April 2014 from 10:15 a.m. in order to allow the smooth settlement of the registration formalities.

As from 4 April 2014, shareholders and bondholders may consult the documents which are required by law to be made available to them, at the aforementioned office of the company on working-days and during normal business hours. The 2013 annual report is available at [www.omega-pharma.be](http://www.omega-pharma.be).

The board of directors