

BIOPETROL INDUSTRIES AG, Baar

75217

Invitation to the 7th Ordinary Shareholders Meeting  
Friday, May 18, 2012, 11 a.m.  
at the offices of Theater Casino Zug, Artherstrasse 2–4, CH-6300 Zug

Agenda and Proposals of the Board of Directors

**1 Taking note of the Reports of the Auditors. Approval of the Annual Report 2011, the Financial Statements 2011 and the Consolidated Financial Statements 2011**  
The Board of Directors proposes to approve the Annual Report 2011, the Financial Statements 2011 and the Consolidated Financial Statements 2011.

**2 Appropriation of the balance result**  
The Board of Directors proposes to fully compensate the loss of the year of CHF 2 269 187.– with available legal reserves in the same amount.

Balance Legal reserve as at January 1, 2011	CHF	46 780 687
Appropriation Loss for the year 2011	CHF	2 269 187
Balance Legal reserve as at December 31, 2011	CHF	44 511 500

**3 Discharge of the Board of Directors and the CEO/CFO**  
The Board of Directors proposes that the members of the Board of Directors and Maarten Roelfs, CEO & CFO, be granted discharge for the business year 2011.

4 Elections

**4.1 Election of a new Member of the Board of Directors**  
The Board of Directors proposes to elect Mr. Andreas Hubmann as new Member of the Board of Directors for a term of one year.

**4.2 Resignations/Re-Election of two Members of the Board of Directors**  
The Board of Directors announces that Steven Kalmin and Johannes Smits have resigned as directors and that Richard James Marshall has decided not to stand for an additional term.

In order to align the term of office of all directors, the Board of Directors proposes to re-elect Mr. Ernest Mostert and Mr. Roland Pechtold as Members of the Board of Directors for a term of one year.

**4.3 Election of Auditors**  
The Board of Directors proposes to re-elect Deloitte AG, Zurich, as Auditors for the term of office of one year.

**Documentation**  
The Business Report 2011 (including Annual Report, Financial Statements and Consolidated Financial Statements, as well as Reports of the Auditors) is available on internet: [www.biopetrol-ind.com](http://www.biopetrol-ind.com). From April 26, 2012, the Business Report is also available for inspection by the Shareholders at the offices of BIOPETROL INDUSTRIES AG, Baarermattstrasse 3, CH-6340 Baar. In addition, each Shareholder may request that a Business Report 2011 be sent to her/him at her/his address (e-mail: [agm2012@biopetrol-ind.com](mailto:agm2012@biopetrol-ind.com) or fax: +41 (0)41 720 17 18).

**Admission Cards**  
Shareholders who would like to attend the Shareholders Meeting can order their admission card at any time until May 4, 2012, at the latest, from the Company by means of submission of a confirmation of deposit including blocking note (Depotbescheinigung mit Sperrvermerk) from their bank. Admissions cards ordered after May 4, 2012 can be collected by the Shareholders on May 18, 2012 from the admission office after the doors to the Shareholders Meeting have been opened. The shares have to be deposited and blocked until the close of the Shareholders Meeting.

**Representation**  
Shareholders who do not attend the Shareholders Meeting in person are asked to fill in and sign the Power of Attorney on the admission card, and to give it to their representative.

**Proxies of Deposited Shares**  
Proxies of Deposited Shares in the sense of Article 689d CO (bank and finance institutions subject to the Federal Law relating to banks and professional asset managers) are asked to inform the Company about the number of shares represented by them in a timely manner, however no later than by May 18, 2012 on the occasion of the admission to the Shareholders Meeting.

Baar, April 26, 2012The Board of Directors