

**Dear shareholders of PJSC “Bio Med Sklo”**  
**(hereinafter – “the Company”)**

On the basis of the Minutes of the Supervisory Board № 10 as of February 15, 2017, the Board of Directors of PJSC “Bio Med Sklo”, address: 10025, Zhytomyr, Promyslova str., 26, informs on holding of the the Annual General Meeting of Shareholders of PJSC “Bio Med Sklo”.

Annual General Meeting will take place on – **April 20, 2017**.

Beginning is at **12:00 p.m.**

Address - **Ukraine, Zhytomyr, 26, Promyslova str., PJSC “Bio Med Sklo” (hall №2).**

The registration of shareholders and their representatives, who have the right to take part in the Annual General Meeting, will be at **10:45 a.m. (at the same address).**

Time of closing the registration is **11:45 (at the same address).**

Date of composing the list of shareholders, which have the right to take part in the Annual General Meeting, is – **April 13, 2017 (as of 24.00).**

**AGENDA:**

**1. On election of the Counting Commission of the Company. On termination of their powers.**

**Draft decision:**

1. Members of the Counting Commission from among the employees of PJSC "Bio med sklo" in the number of 3 persons as follows: Chairman of the Counting Commission - Fesyuk G.N.; a Counting Commission member - Cherv'yakova A.J., a Counting Commission member- Voevutska Y.V.

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

**2. On approval of the Proceedings of the General Meeting of Shareholders. Establishment of order and procedure of ballots certification.**

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

- decisions on the Agenda are adopted by voting ballots;
- voting is conducted on the basis: one share - one vote (except for cumulative voting);
- provide speakers on Agenda items with - up to 10 minutes;
- provide for discussions on Agenda items – up to 5 minutes;
- ask speakers in writing by submitting briefs to the Head of the General Meeting with indication of the name, first name, middle name of shareholder (his representative). Anonymous statements and questions are not considered;
- consider the Agenda items in order of priority;

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

**Draft decision:** To elect the Head of the Annual General Meeting of the Company - Kulikovskaya Natalia Petrovna, and the Secretary of the Annual General Meeting of the Company - Targonsky Maksim Nikolaevich.

**4. On approval of the Supervisory Board Report for 2016. Taking a decision upon consideration of the Supervisory Board Report.**

**Draft decision:** To approve the Report of the Supervisory Board of the Company for 2016. To evaluate the work of the Supervisory Board for “GOOD”.

**5. On approval of the Audit Commission Report for 2016. Taking a decision upon consideration of the Audit Commission Report.**

**Draft decision:** To approve the Report of the Audit Commission of the Company for 2016. To evaluate the work of the Audit Commission for “GOOD”.

**6. On approval of the Board of Directors Report for 2016. 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 2016. To evaluate the work of the Board of Directors for “GOOD”.

**7. On approval of the Annual Report of the Company for 2016.**

**Draft decision:** To approve the Annual Report of the Company for 2016.

**8. On distribution of losses of the Company for 2016.**

**Draft decision:** To approve losses in the amount of 2 901 thousand hryvnya (Two millions nine hundred one thousand UAH 00 kop.) for 2016.

**9. On change of the Company type from public to private and change of the name of the Company from “Public Joint Stock Company “Bio med sklo” to “Private Joint Stock Company “Bio med sklo”.**

**Draft decision:** In connection with amendments to the Law of Ukraine “On Joint Stock Companies” (entered into force 05.01.2016), to change the type of the Company from public to private and to change the name of the company from “Public Joint Stock Company “Bio med sklo” to “Private Joint Stock Company “Bio med sklo”.

Full name of the Company:

- in Ukrainian: ПРИВАТНЕ АКЦІОНЕРНЕ ТОВАРИСТВО «БІО МЕД СКЛО»;
- in Russian: ЧАСТНОЕ АКЦИОНЕРНОЕ ОБЩЕСТВО «БИО МЕД СТЕКЛО»;
- in English: PRIVATE JOINT STOCK COMPANY «BIO MED SKLO ».

Short name of the Company:

- in Ukrainian: ПрАТ «БІО МЕД СКЛО»;
- in Russian: ЧАО «БИО МЕД СТЕКЛО»;
- in English: PrJSC «BIO MED SKLO».

**10. On termination of powers of the Head and the Members of the Board of PJSC “Bio med sklo”.**

**Draft decision:** To terminate the powers of the Head and the Members of the Board of PJSC "Bio med sklo", namely:

Head of the Board – Zharkov L.A.

Member of the Board, Deputy Head – Korzun T.V.

Member of the Board – Boyko M.M.

Member of the Board – Chegeyda O.M.

Member of the Board – Martyniuk S.M.

**11. On election of new Members of the Board of PrJSC “Bio med sklo”.**

**Draft decision:** (by cumulative voiting)

**12. On election of a new Head of the Board of PrJSC “Bio med sklo”.**

**Draft decision:** To elect the Head of the Board of PrJSC “Bio med sklo” for a term stipulated by the Charter – Zharkov Ludwig Anatoliyovych.

**13. On election of a new Deputy Head of the Board of PrJSC “Bio med sklo”.**

**Draft decision:** To elect the Deputy Head of the Board of PrJSC “Bio med sklo” for a term stipulated by the Charter – a member of the Board Korzun Tetiana Vasylivna.

**14. On termination of powers of the Members of the Supervisory Board of PJSC “Bio med sklo”.**

**Draft decision:** To terminate powers of all the Members of the Supervisory Board (3 persons) of PJSC "Bio med sklo", namely: Konstantinos Kavvouras, Kyriakos Voulgarakis, Anastasios Pouloupoulos.

**15. On election of new Members of the Supervisory Board of PrJSC “Bio med sklo”.**

**Draft decision:** (by cumulative voiting)

**16. On termination of powers of the Head and the Member of the Audit Commission of PJSC "Bio med sklo".**

**Draft decision:** To terminate powers of the Head and the Member of the Audit Commission of PJSC "Bio med sklo", namely:

1. Head of the Audit Commission – Polivanchuk S.V.
2. Member of the Audit Commission – Ivanuyk O.V.

**17. On election of the Head and the Member of the Audit Commission of PrJSC "Bio med sklo".**

*Draft decision:* (by cumulative voting)

**18. Confirmation of powers of the earlier elected persons in positions of the Head and Members of the Supervisory Board, the Head and Members of the Board, the Head and Members of the Audit Commission of the Company after the state registration of the new wording of the Company's Charter.**

*Draft decision:* Earlier elected by the present General Meeting persons in positions of the Head and Members of the Supervisory Board, the Head and Members of the Board, the Head and Members of the Audit Commission of PrJSC "Bio med sklo" shall start their powers upon state registration of the Charter. Before the state registration of the Charter, powers of the Head and Members of the Supervisory Board, and the Head and Members of the Board, the Head and Members of the Audit Commission will fulfil the Head and Members of the Supervisory Board, the Head and Members of the Board, the Head and Members of the Audit Commission of Public Joint Stock Company "Bio med sklo".

**19. On approval of terms and conditions of civil contracts to be concluded with the Head and Members of the Supervisory Board of PrJSC "Bio med sklo", determination of their remuneration, election of the person who will be authorized to sign the above civil contracts.**

*Draft decision:* 1. Approve terms and conditions of free civil contracts to be concluded with the Head and Members of the Supervisory Board of PrJSC "Bio med sklo". 2. Provide the Head of PrJSC "Bio med sklo" Zharkov Ludwig Anatolyevich with authority to sign civil contracts with the Head and Members of the Supervisory Board on behalf of the Company, after the state registration of the Charter.

**20. On approval of terms and conditions of civil contracts to be concluded with the Head and Members of the Audit Commission of PrJSC "Bio med sklo", determination of their remuneration, election of the person who will be authorized to sign the above civil contracts.**

*Draft decision:* 1. Approve terms and conditions of free civil contracts to be concluded with the Head and Members of the Audit Commission of PrJSC "Bio med sklo". 2. Provide the Head of PrJSC "Bio med sklo" Zharkov Ludwig Anatolyevich with authority to sign civil contracts with the Head and Members of the Supervisory Board on behalf of the Company, after the state registration of the Charter.

**21. 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 empower the Head of the Annual General Meeting of the Company - Kulikovskaya Natalia Petrovna, and the Secretary of the Annual General Meeting of the Company - Targonsky Maksim Nikolaevich. 4. To authorize the Head of the Board of PrJSC "Bio med sklo" Zharkov Ludwig Anatolyevich to organize the state registration of the Company's Charter in a new wording, to take all necessary actions associated with the state registration of amendments to the Charter or to issue a power of attorney to other persons to perform representative functions during the state registration of the new wording of the Company's Charter.

**22. On approval of the Regulation on the General Meeting of Shareholders of PrJSC "Bio med sklo", the Regulation on Informational Policy of PrJSC "Bio med sklo", the Regulation on the Supervisory Board of PrJSC "Bio med sklo", the Regulation on the Audit Commission (the Auditor) of PrJSC "Bio med sklo", the Regulation on the Executive Body – the Board of PrJSC "Bio med sklo" and the Corporate Governance Code of PrJSC "Bio med sklo" in the new wording. To empower persons to sign the above-mentioned Regulations.**

*Draft decision:* 1. To approve and bring into force starting from the date of the 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", the Regulation on Informational Policy of Private Joint Stock Company "Bio med sklo", the Regulation on the Supervisory Board of Private Joint Stock Company "Bio med sklo", the Regulation on the Audit Commission (the Auditor) of Private Joint Stock Company "Bio med sklo", the Regulation on the Executive Body – the Board of Private Joint Stock Company "Bio med sklo" and the Corporate Governance Code of Private Joint Stock Company "Bio med sklo". 2. To empower the Head of the Annual General Meeting of the Company - Kulikovskaya Natalia Petrovna, and the Secretary of the Annual General Meeting of the Company - Targonsky Maksim Nikolaevich for signing the Regulation on the General Meeting of Shareholders of Private Joint Stock Company "Bio med sklo", the Regulation on Informational Policy of Private Joint Stock Company "Bio med sklo", the Regulation on the Supervisory Board of Private Joint Stock Company "Bio med sklo", the Regulation on the Audit Commission (the Auditor) of Private Joint Stock Company "Bio med sklo", the Regulation on the Executive Body – the Board of Private Joint Stock Company "Bio med sklo" and the Corporate Governance Code of Private Joint Stock Company "Bio med sklo".

**23. On preliminary consent to commit significant transactions which may be committed by the Company during the period from 20 April 2017 to 19 April 2018 (inclusive), indicating the nature of such transactions and their total marginal cost, if the market value of property, works or services, which may be subject of such transactions, is more than 25 percent but less than 50 percent of the assets value of the Company according to the annual financial statements of the Company for 2016.**

*Draft decision:* 1. To grant a pre-approval for commitment (conclusion) of any significant transactions related to the business activities of the Company, stipulated by the current legislation of Ukraine, the maximum total value of which is less than 50 percent of assets value of the Company according to the annual financial statements of the Company for 2016, within one year from the date of this decision, i.e. in the period from 20 April 2017 to 19 April 2018 (inclusive). 2. To authorize the Head of the Board of the Company to enter (commit) and to sign such significant transactions.

**24. On preliminary consent to commit significant transactions which may be committed by the Company during the period from 20 April 2017 to 19 April 2018 (inclusive), indicating the nature of such transactions and their total marginal cost, 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 2016.**

*Draft decision:* 1. To grant a pre-approval for commitment (conclusion) of any significant transactions 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 2016, within one year from the date of this decision, i.e. in the period from 20 April 2017 to 19 April 2018 (inclusive). 2. To authorize the Head of the Board of the Company to enter (commit) and to sign such significant transactions.

**25. On approval of terms and conditions of evaluation and redemption of shares from shareholders who voted "against" the decision on change of the type of the Company from public to private and/or granting preliminary consent for commitment of significant transactions.**

*Draft decision:* 1. To approve following terms and conditions of evaluation and redemption of shares from shareholders of PJSC "Bio med sklo" who have registered to attend the General Meeting of Shareholders and voted "against" the decision on change of the type of the Company from public to private and/or granting preliminary consent for commitment of significant transactions:

a) In the period from 21.04.2017 to 20.05.2017 (inclusive) the shareholders, who wish to exercise their right to mandatory redemption by PJSC "Bio med sklo" of their shares, must submit written request to the Company to buy back shares. Requests of shareholders to buy back shares and to conclude the shares sale-purchase agreement shall be submitted and made during working days from 9.00 to 16.00 (break from 12.00-13.00) under the address: Zhytomyr, 26, Promyslova str., on the reception of the Company. Sending of written requests for redemption of shares by means of postal services is not applicable. At the end of the above period, acceptance of written requests for redemption of shares from shareholders will be stopped.

b) Request for redemption shall be executed in accordance with the Part 3 Art. 69 Paragraph 3 of the Law of Ukraine "On Joint Stock Companies" with the mandatory provision of appropriate supplements, contact phone number and bank details of the shareholder (number of current, personal or card account, full name of bank, MFO) for transfer of money for shares. Payments for the shares in cash are not permitted.

c) Redemption of shares shall be made on the basis of the shares sale-purchase agreement at a price equals to the market value of shares of the Company that is determined by the Independent Evaluator - Limited Liability Company "Asset EKSPERTAYZ" (Certificate of the Evaluator of Ukraine № 439/15 dd 25.05.2015). The Reviewer of the Evaluator regarding the made evaluation of the market value of shares of the Company - LLC "VERITAS PROPERTY MANAGEMENT" (Certificate of the Evaluator of Ukraine № 960/15 dd 11.12.2015).

2. To authorize the Head of the Board of the Company to enter (sign) these shares sale-purchase agreements with the shareholders who voted "against" the decision on change of the type of the Company from public to private and/or granting preliminary consent for commitment of significant transactions and who submitted written request to the Company for redemption of their shares, as well as all necessary documents for the above transactions.

Web site, which contains information regarding the draft decisions on the draft Agenda, is [www.biomedsklo.com.ua](http://www.biomedsklo.com.ua).

Starting from the date of distribution of the notification on holding of the General Shareholders Meeting and till the date of the Meeting itself, the Company gives the right to its shareholders to review documents necessary for making decisions concerning the Agenda of the General Meeting in the building of PJSC "Bio med sklo", address: 10025, Zhytomyr, 26 Promyslova str., hall №1, daily (except Saturday and Sunday) from 09:00 AM till 16:00 PM (lunch time from 12:30 PM till 13:00 PM), and at the day of the Meeting – also at the place of its conduction. Person responsible for the order and access to documents is the Head of the Board of the Company Zharkov Ludwig Anatolyevich.

Regarding questions of the Agenda and organization of the General Meeting, please contact to the Corporate Secretary of PJSC "Bio med sklo" Kulikovskaya Natalia (044 498 65 03/02) or to the address: Zhytomyr, 26 Promyslova str., office of the Corporate Secretary.

To take part in the General Meeting, shareholders must have identification document (passport), and representatives of shareholders must have their passports and powers of attorney duly legalized according to the Law of Ukraine.

**Dear Shareholders, please pay attention that all securities holders of PJSC "Bio med sklo" were obliged to apply to the selected by Issuer depository institution and to enter into the agreement on servicing of a securities account on its own behalf, or to transfer rights to the securities to your account opened in another depository institution.**

**If the owner of the securities has not concluded an agreement on servicing of a securities account, then in respect of such the owner the following limitations arise: its securities are not counted in determining the quorum and while voting in the bodies of the issuer.**

Cancellation of such restrictions is made by the depository institution within one working day after the conclusion of the agreement on servicing of a securities account by the owner.

**Depository institution address for the conclusion of the servicing agreement for shareholders of PJSC "Bio med sklo" - Kviv, 6 Garmatna Str., LLC "Depository Company "Favorit", tel. : (044) 458-05-45.**

#### The main indicators of financial and economic activity of enterprise

(thousands UAH)

Name of indicator	Period	
	Reporting year, 2016	Previous year, 2015
Assets totally	395855	265935
Fixed assets	279165	186990
Long-term investments	-	-
Inventory stocks	19913	21810
Total receivable	89532	48289
Cash and cash equivalents	6855	8481
Undistributed profit	-168133	-166424
Equity capital	98353	10071
Authorized capital	96431	96431
Long-term liabilities	214377	20533
Current Liabilities	83126	235331
Net profit (losses)	-2901	-60577
Average annual quantity of shares (psc)	964314360	964314360
Quantity of the own shares, acquired during the period	-	-
The total amount of money spent on repurchase of own shares during the period	-	-
Ending headcount of staff (persons)	163	135

#### Supervisory Board of PJSC "Bio med sklo"

The Notification on holding the Annual General Shareholders Meeting of PJSC "Bio med sklo" was published in the "Bulletin of the National Securities and Stock Market Commission" № 51(2556) dated 16.03.2016.