

POWER OF ATTORNEY

For the Ordinary General Meeting of the Shareholders of Orphée SA on 28th June 2016, at 12:00 at Orphée Office, Chemin du Champ-des-Filles 19, Plan-les-Ouates, Switzerland, with the following agenda:

1. Election of the Chairman of the Ordinary General Meeting of Shareholders.
2. Election of the Vote Counter of the Ordinary General Meeting of Shareholders.
3. Election of the Secretary of the Ordinary General Meeting of Shareholders
4. Approval of the Agenda
5. Approval of the Minutes of the Ordinary General Meeting of Shareholders held on 7 March 2016
6. Approval of the Annual Report for the Financial Year 2015
7. Discharge of the responsible bodies of Orphée SA
8. Election of the Board of Directors for the current financial year
9. Election of the Chairman of the Board of Directors for the current financial year
10. Approval of the remunerations of the Board of Directors and of executive roles for the financial year 2016.
11. Election of the Remuneration Committee for the current financial year
12. Election of the independent shareholders representative
13. Election of the Auditor for the financial year 2016
14. Election of the Special Auditor for the financial year 2016

I hereby grant a power of attorney to:

The independent shareholders representative Mrs.Monika Koziol (monika.koziol@cormay.pl, tel.:+48 606 378 455)

Or

an attorney-in-fact (details below)

In order to exercise my voting rights. Unless provided otherwise below, the votes are to be exercised according to the proposals by the Board of Directors. The attorney may grant a substitute power of attorney.

DETAILS OF ATTORNAY-IN-FACT

name, first name:

address:

country, ZIP, place:

ID number

DETAILS OF THE SHAREHOLDER:

name, first name:

shareholding:

address:

country, ZIP, place:

ID number

Register's number

VOTING INSTRUCTIONS:**1. Election of Mr. Samuel Halff as the Chairman of the Ordinary General Meeting of Shareholders.**Yes: No: Abstain: **2. Election of Mrs. Monika Koziol as Vote Counter for the Ordinary General Meeting of Shareholders.**Yes: No: Abstain: **3. Election of Mrs. Monika Koziol as the Secretary for the Ordinary General Meeting of Shareholders**Yes: No: Abstain: **4. Approval of the Agenda**Approve: Not approve: Abstain: **5. Approval of the Minutes of the Ordinary General Meeting of Shareholders held on 7 March 2016**Approve: Not approve: Abstain: **6. Approval of the Annual Report for the Financial Year 2015**Yes: No: Abstain: **7. Discharge of the responsible bodies of Orphée SA**

Mr. Janusz Płocica

Yes: No: Abstain:

Mr. Domingo Dominguez

Yes: No: Abstain:

Mr. Wojciech Suchowski

Yes: No: Abstain:

Mr. Krzysztof Rudnik

Yes: No: Abstain:

Mr. Piotr Skrzyński

Yes: No: Abstain: **8. Election of Members of the Board of Directors for the current financial year**

Mr. Janusz Płocica

Yes: No: Abstain:

Mr. Domingo Dominguez

Yes: No: Abstain:

Mr. Wojciech Suchowski

Yes: No: Abstain:

Mr. Krzysztof Rudnik

Yes: No: Abstain:

Mr. Piotr Skrzyński

Yes: No: Abstain:

9. Election of Mr. Janusz Płocica as Chairman of the Board of Directors for the current financial year.

Yes: No: Abstain:

10. Approval of the remunerations of the Board of Directors and of executive roles for the financial year 2016

Fixed remuneration of the Board of Directors: 220 000 CHF

Yes: No: Abstain:

Variable remuneration of the Board of Directors: 40 000 CHF

Yes: No: Abstain:

Fixed remuneration of the executive management: 300 000 CHF

Yes: No: Abstain:

Variable remuneration of the executive management: 30 000 CHF

Yes: No: Abstain:

11. Election of the Remuneration Committee for the current financial year

Mr. Janusz Płocica

Yes: No: Abstain:

Mr. Wojciech Suchowski

Yes: No: Abstain:

12. Election of Mrs. Monika Koziol as the independent shareholders representative.

Yes: No: Abstain:

13. Election of BDO Ltd as the Auditor for the financial year 2016

Yes: No: Abstain:

14. Election of BDO Sp. z o.o. as the special Auditor for the financial year 2016

Yes: No: Abstain:

In case of new proposals from the shareholder

signature: place, date: