

**(This is an English translation from original German version.
In the event of any discrepancy only the German version prevails)**

BYLAWS of the SUPERVISORY BOARD of 4basebio AG

Bylaw 1 General

The duties and responsibilities of the Supervisory Board result from the currently applicable legal provisions, the German Corporate Governance Code and the Company's Articles of Association. These bylaws govern the procedures and internal affairs of the Supervisory Board in the performance of its tasks.

Bylaw 2

Composition / Remuneration / Appointments

(1) The Supervisory Board shall at all times be composed in such a way that its members possess the knowledge, ability and expert experience required and be sufficiently independent to properly complete its tasks.

(2) The composition of the Supervisory Board shall take into account the international activities of the Company and potential conflicts of interest.

(3) As a basic principle, the Supervisory Board shall not have more than one former member of the Management Board.

(4) A member of the Supervisory Board shall not hold more than a total of five Supervisory Board mandates in other publicly listed companies.

(5) Together with the Management Board, the Supervisory Board shall provide for long-term succession planning of the Management Board.

(6) The remuneration for members of the Supervisory Board shall take into account the responsibilities and scope of activity of the members of the Supervisory Board, in addition to the Company's financial situation and performance, the positions of Chairman and Deputy Chairman of the Supervisory Board and positions of Chairman and membership of the committees. The members of the Supervisory Board shall receive both a fixed and a performance-related remuneration.

(7) The remuneration paid by the Company to the members of the Supervisory Board or benefits granted for services provided individually, in particular advisory or agency services, shall be disclosed separately in the Notes to the Consolidated Financial Statements.

Bylaw 3

Chairman and Deputy

(1) Following the Annual General Meeting in which at least one new member has been elected to the Supervisory Board, a Supervisory Board meeting shall be held, which does not need to be specifically convened. In this meeting, in which the previous Chairman of the Supervisory Board or his Deputy –

providing they both left office at the same time, the oldest member in years elected by the Annual General Meeting – takes over the chair, the Supervisory Board members elect a Chairman and a Deputy Chairman. The appointment shall be for the length of time the person elected remains a member of the Supervisory Board.

(2) If the Chairman is indisposed, the Chairman's duties shall be performed by his Deputy and, in the event that the Deputy Chairman is indisposed, by the oldest member of the Supervisory Board in years elected by the Annual General Meeting.

(3) If the Chairman or his Deputy leave office prematurely, then the Supervisory Board is required to appoint a replacement for the remaining term of office of the departing Chairman or Deputy Chairman immediately.

Bylaw 4 Duties of the Chairman

(1) The Chairman shall be the external representative of the Supervisory Board and in its dealings with the Management Board. When representing the Company in external matters, in addition to signing written documents with his name, he shall add the name of the Company and the words "The Chairman of the Supervisory Board". Furthermore, he has duties and rights that are specified in the law, in the Articles of Association and in these Bylaws.

(2) In urgent cases, the Chairman is authorised on a preliminary basis to approve Company transactions that, in accordance with the Articles of Association or the Bylaws of the Management Board, require the approval of the Supervisory Board. The resolution on the approval of the transactions shall be passed in the next meeting of the Supervisory Board.

(3) The Chairman is authorised to submit the declarations of intent required to implement the resolutions passed by the Supervisory Board and to receive any declarations of intent on behalf of the Supervisory Board. If the Chairman is indisposed, this authority shall pass to his Deputy and in the event that the Deputy Chairman is indisposed, to other deputies.

(4) The Chairman maintains regular contact with the Management Board, in particular with the Chairman of the Management Board, and discusses with him the Company's strategy, business performance and risk management system. The Chairman normally keeps the Supervisory Board informed of current developments during the Supervisory Board meetings.

Bylaw 5 Convening Meetings

(1) The Supervisory Board shall convene a meeting at least once every calendar quarter.

(2) In addition to the ordinary meetings of the Supervisory Board, an extraordinary meeting can be arranged by the Chairman of the Supervisory Board at any time at the request of a member of either the Supervisory Board or the Management Board. Furthermore, the provisions of Sec. 110 of the German Stock Corporation Act apply in the currently valid version.

(3) Meetings of the Supervisory Board are convened and coordinated by the Chairman or, if he is indisposed, by his Deputy. The convening of a meeting can take place in writing, by telex, fax, telephone,

verbally, by telegraph or by electronic data transmission (e-mail). Meetings are to be convened with at least 14 days notice. In urgent cases, the Chairman may shorten the period of notice or even arrange ad-hoc meetings or resolutions. The Chairman may cancel or postpone a convened meeting.

(4) As a matter of principle, the items on the agenda are to be included with the invitation. Proposed resolutions are to be sent in good time and such in a manner that a written vote is possible. Any supplements or amendments to the agenda are permissible after the expiry of the period of notice for convening a meeting if none of the members of the Supervisory Board objects.

(5) Copies of written reports from the Management Board to the Supervisory Board shall be circulated to the members of the Supervisory Board, unless the Supervisory Board decides otherwise in an individual case. The documents and draft resolutions required for the preparation of Supervisory Board meetings shall normally be made available to the members of the Supervisory Board by post 14 days ahead of the relevant meeting.

(6) If a member of the Supervisory Board has attended less than half of the meetings of the Supervisory Board in a financial year, this shall be noted in the Supervisory Board's report.

Bylaw 6 Meetings

(1) The meetings of the Supervisory Board shall be conducted by the Chairman or, if he is indisposed, by his Deputy. The Chairman determines the order in which the items on the agenda are to be dealt with and the voting procedure.

(2) The Management Board shall attend the meetings of the Supervisory Board, unless the Supervisory Board decides otherwise. The Chairman may permit guests to take part.

Bylaw 7 Passing Resolutions

(1) Resolutions are normally passed by the Supervisory Board in its meetings. Passing resolutions is also permissible by means of a written, verbal, electronic (e.g. by e-mail), telegraph and fax (circular voting procedure) and telephone vote, and particularly by way of telephone or video conference, if this has been stipulated by the Chairman of the Supervisory Board and no member objects. Resolutions on items of the agenda that were not included with the invitation to convene the meeting or not in compliance with these Bylaws can only be passed if no member objects or the matter is particularly urgent. In such a case, absent members are to be given the opportunity of objecting to the resolution retroactively within a reasonable period of time to be determined by the Chairman; the resolution will only become effective if no absent member objects within the period stipulated, unless the matter is particularly urgent.

(2) Votes submitted by telephone are to be confirmed by the voting member of the Supervisory Board without delay in writing, by telex, fax or telegraph. Resolutions passed outside meetings shall be noted in writing by the Chairman and distributed to all members.

(3) A quorum is present for a meeting of the Supervisory Board when at least half of its members, including the Chairman or his Deputy, participate in the passing of a resolution. A member participates in the passing of a resolution by the Supervisory Board, even if he abstains from voting.

(4) Absent members of the Supervisory Board may participate in the passing of resolutions by having their written votes submitted by other members.

(5) Resolutions are passed by the Supervisory Board, unless the law or Articles of Association determine otherwise, by a simple majority of the votes cast. In the event that a vote results in a tie, each member of the Supervisory Board has the right to demand a new vote on the same item. If this results in another tie, the Chairman has the power to cast the deciding vote.

(6) Written minutes are to be taken of the meetings of the Supervisory Board, which the Chairman is required to sign. The minutes are to indicate the place and date of the meeting, the participants, the items on the agenda, the essential details of the discussions and the resolutions passed by the Supervisory Board. Each member is to be sent a copy of the minutes of meeting signed by the Chairman or, if he is indisposed, by his Deputy. Any member who did not participate in the passing of a resolution or had his vote submitted by another member shall record his vote on the minutes and, if the resolution was not passed in a meeting, also make his consent to the alternative way of passing the resolution known. The resolution on the approval of the minutes shall be passed in the next meeting of the Supervisory Board.

(7) For resolutions passed by the Supervisory Board outside its meetings, paragraph (6) applies accordingly, provided that the way in which the resolutions were passed is indicated in the minutes.

Bylaw 8 Committees

(1) The Supervisory Board shall form committees with specialist expertise based on the specific business activities in which the Company is involved. The committees perform the tasks assigned to them on behalf and as representatives of the entire Supervisory Board on the basis of specific resolutions passed by the Supervisory Board, if permitted by law. The Supervisory Board shall appoint a committee member as chairman of the committee to report to the entire Supervisory Board on the work of the committee on a regular basis. The chairman of the committee may consult members of the Supervisory Board who are not members of the committee for advice.

(2) Minutes shall be taken of the deliberations and resolutions passed by a committee. Copies of the minutes shall be circulated to all members of the respective committee.

(3) The Supervisory Board shall set up an Audit Committee, consisting of three members and the Chairman of which is not the Chairman of the Supervisory Board. The Chairman of the Audit Committee shall be elected by the members of the Committee from among their number. The Audit Committee deals with issues relating to accounting practices and the risk management system, the required independence of the external auditor, issues the audit mandate to the external auditor, determines the focal points of the audit and the fee agreement. Before submitting a proposal for the appointment of an external auditor, the Supervisory Board or the Audit Committees shall obtain a statement from the auditor being considered for appointment as to whether and, if applicable, what professional, financial or other relationships exist between the auditor and its executive bodies and audit staff responsible for performing the audit, on the one hand, and the Company and the members of its executive bodies, on the other hand, that could cast doubt on the auditor's independence. The statement shall also include the extent to which other services had been provided for the Company in the previous year, particularly in terms of consultancy services, or have been contractually agreed on for the current year.

The Supervisory Board shall reach an agreement with the auditor that the Chairman of either the Supervisory Board or Audit Committee is to be notified immediately of any circumstances occurring

during the performance of the audit that could possibly constitute grounds for disqualification or partiality if they are not eliminated.

The Supervisory Board shall make arrangements with the auditor that it be advised immediately of any findings or events of importance for the tasks of the Supervisory Board arising in the course of the audit. It shall also make arrangements with the auditor that it be advised immediately and that a note be included in the auditor's report if, during the performance of the audit, the auditor becomes aware of facts that show a misstatement with respect to the Declaration of Compliance with the German Corporate Governance Code issued by the Management Board and Supervisory Board.

(4) The Supervisory Board shall set up a Nomination and Remuneration Committee, consisting of three members. The Nomination and Remuneration Committee has the following tasks:

- (a) it shall make recommendations to the Supervisory Board on suitable candidates for the election as member of the Supervisory Board by the Shareholders' Meeting.
- (b) it discusses and proposes upon any restructuring measures (lay off of employees)
- (c) it shall propose:
 - the decisions by the Supervisory Board's plenary meetings regarding the system of Management Board compensation, including the implementation of this system in the Management Board contracts,
 - the definition of the targets for variable Management Board compensation,
 - the stock option plans for the Management Board,
 - the determination and review of the appropriateness of the total compensation of individual Management Board members,
 - the approval of the annual Compensation Report and
 - the regular review by the Supervisory Board's plenary meetings of the system of Management Board compensation.
- (d) it shall decide upon the approval of the stock option plan for the employees prepared by the MB.

The Chairman of the Nomination and Remuneration Committee shall be elected by the members of the Committee from among their number.

(5) In all other respects, the provisions of the bylaws for the Supervisory Board regarding the convening, form and recording of meetings and decisions and regarding quorums and voting procedures and all other regulations shall apply analogously to the proceedings of all Supervisory Board committees.

Bylaw 9 Annual Audit

Before submitting a proposal for the appointment of an external auditor to the Annual General Meeting, the Supervisory Board or the Audit Committees shall obtain a statement from the auditor being considered for appointment as to whether and, if applicable, what professional, financial or other relationships exist between the auditor and its executive bodies and audit staff responsible for performing the audit, on the

one hand, and the Company and the members of its executive bodies, on the other hand, that could cast doubt on the auditor's independence.

Bylaw 10 Confidentiality Obligation

- (1) The members of the Supervisory Board are required to treat as confidential vis-à-vis third parties any facts come to their knowledge in the performance of their duties as Supervisory Board members. This obligation shall remain in force after their retirement from office. The confidentiality obligation applies in particular to the submission of votes, the details of a debate, the opinions and personal statements expressed by individual members of the Supervisory Board.
- (2) If a member of the Supervisory Board wishes to pass on information to third parties and it cannot be ruled out with certainty that this information is confidential or relates to Company secrets, he shall notify the Chairman of the Supervisory Board in advance and give him the opportunity to comment.
- (3) In its report to the Annual General Meeting, the Supervisory Board shall include information on any conflicts of interest that have arisen and how they were dealt with.
- (4) When they leave office, members of the Supervisory Board are required to hand over to the Company any documents in their possession that relate to Company matters that have not been disclosed to the general public, including duplicates and copies.

Bylaw 11 Conflicts of Interest

- (1) Members of the Supervisory Board have an obligation to act in the Company's interests and in any decisions they take shall neither pursue their own personal interests nor exploit business opportunities for their own benefit.
- (2) Each member of the Supervisory Board shall disclose to the Chairman of the Supervisory Board conflicts of interest, in particular any that may arise as a result of working in an advisory capacity, as a member of an executive body or any other activities involving customers, suppliers, lenders, competitors or other business partners. The Chairman of the Supervisory Board shall disclose any conflicts of interest of his own to the Supervisory Board.
- (3) Consultancy and any other service and work contracts concluded by a member of the Supervisory Boards with the Company require the approval of the Supervisory Board.
- (4) Material conflicts of interest and any that are not merely of a temporary nature relating to the person of a member of the Supervisory Board shall result in the termination of his mandate, e.g. through resignation.

Bylaw 12 Efficiency Review

The Supervisory Board shall review the efficiency of its activities once a year. The key focus of the efficiency review, besides the qualitative criteria to be specified by the Supervisory Board, is on the procedures used in the Supervisory Board meetings and the flow of information between the committees and the plenary sessions, in addition to the timely supply of sufficient information to the Supervisory Board.

To this end, the Supervisory Board shall specify the information and reporting obligations to be met by the Management Board.

Bylaw 13 Miscellaneous

The reappointment of a member prior to one year before the end of the appointment period with a simultaneous termination of the current appointment shall only take place under special circumstances.

The Supervisory Board approved these Bylaws in its meeting on 25 January 2007 and section 8 was amended on its meeting on 24 March 2014.

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Chairwoman of the Supervisory Board of
SYGNIS AG