

POWER OF ATTORNEY

For the Ordinary General Meeting of the Shareholders of Orphée SA on 29 June 2017 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 of the Ordinary General Meeting of Shareholders
- 5. Approval of the Minutes of the Ordinary General Meeting of Shareholders held on 28th June 2016
- 6. Approval of the Annual Report for the financial year 2016
- 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 Director for the current financial year
- 10. Approval of the remunerations of the Board of Directors and of executive managers for the financial year 2017
- 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 2017
- 14. Election of the Special Auditor for the financial year 2017

I hereby grant a power of attorney to:

The independent shareholders representative: Mr. Samuel Halff (Samuel.Halff@lk-k.com, tel.: +41 78 602 08 79)

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 ATTORNEY-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 Mr. Samuel Halff as the Vote Counter for the Ordinary General Meeting of Shareholders**Yes: No: Abstain: **3. Election of Mr. Samuel Halff as the Secretary for the Ordinary General Meeting of Shareholders**Yes: No: Abstain: **4. Approval of the Agenda of the Ordinary General Meeting of Shareholders**Approve: Not approve: Abstain: **5. Approval of the Minutes of the Ordinary General Meeting of Shareholders held on 28 June 2016**Approve: Not approve: Abstain: **6. Approval of the Annual Report for the financial year 2016**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 current financial year**Yes: No: Abstain: **10. Approval of the remunerations of the Board of Directors and of executive managers for the financial year 2017**

Fixed remuneration of the Board of Directors: 240.000 CHF

Yes: No: Abstain:

Variable remuneration of the Board of Directors: 0 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 Mr. Samuel Halff as the independent shareholders representative

Yes: No: Abstain:

13. Election of BDO Ltd as the Auditor for the financial year 2017

Yes: No: Abstain:

14. Election of BDO Sp. z o.o. as the special Auditor for the financial year 2017

Yes: No: Abstain:

In case of new proposals from the shareholder
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Signature: Place, Date: