

Explanations with regard to agenda item 1 of the agenda

Presentation of the adopted annual financial statements as of 31 December 2016, the approved consolidated financial statements as of 31 December 2016, the management report for the financial year 2016, the Group's management report for the financial year 2016, the report of the Supervisory Board for the financial year 2016 and the explanatory report of the Executive Management Board on the statements pursuant to Section 289 (4) and Section 315 (4) of the German Commercial Code

On 21 March 2017, the Supervisory Board approved the annual financial statements prepared by the Executive Management Board and the consolidated financial statements prepared by the Executive Management Board. The annual financial statements have therefore been adopted pursuant to Section 172 Sentence 1 of the German Stock Corporation Act (AktG). The Annual General Meeting has to have access to the annual financial statements, the management report, the consolidated financial statements, the Group management report, the report of the Supervisory Board and the report of the Executive Management Board on the statements pursuant to Sections 289 (4) and 315 (4) of the German Commercial Code. No resolution will be passed on this item of the Agenda.

The aforementioned documents can be found on the website at www.medigene.com/investors-media/annual-general-meeting/2017 and downloaded as required. and will be available for inspection by shareholders at the premises of Medigene AG, Lochhamer Straße 11, 82152 Planegg/Martinsried, Germany, from the date of convening the Annual General Meeting onwards and at the Annual General Meeting. On request, a copy of the above documents will be provided to every shareholder free of charge.

Planegg/Martinsried, April 2017

The Executive Management Board