Alain Mérieux was appointed the Founding Chairman by the Board of Directors, to take effect from August 28, 2017, for a four-year term expiring at the end of the Annual General Meeting called to approve the financial statements for the year ending December 31, 2020. The Annual General Meeting of May 30, 2017 approved the amendment of the bylaws enabling the Board of Directors to "appoint an honorary Founding Chairman, a natural person, selected from among the former Chairpersons of the Company". The Founding Chairman is eligible indefinitely. He is invited to all Board meetings and attends the Board of Directors sessions in an advisory role. He must nevertheless comply with the internal rules of the Board of Directors. His right to

information and communication is identical to that of the members of the Board of Directors.

The four representatives of the Works Council participate in the meetings of the Board of Directors.

Finally, during 2018, one employee-director will be appointed under the conditions defined in the bylaws that will be submitted to the approval of the 2018 Annual General Meeting. In particular, in compliance with the bylaws, the paid director shall be appointed by the Central Works Council, for a four-year term, subject to the approval of amendments to the bylaws at the 2018 Annual General Meeting.

## 4.2.2.1 Description of directorships

The table below presents all of the directorships and positions held in other companies by each of the Company's corporate officers based on the information they have submitted.

#### Alexandre Mérieux

MAIN POSITION WITHIN THE COMPANY: CHAIRMAN AND CHIEF EXECUTIVE OFFICER

## Non-independent director

44 years old Born on 01/15/1974 Son of Alain Mérieux (Founding Chairman) Nationality: French

First appointed on: 04/16/2004 Term expires: 2018

Number of bioMérieux shares held:

60

## Other directorships and positions held at 12/31/2017 (all companies): Within the Group(a):

- Deputy Chief Executive Officer and Vice-President of the Institut Mérieux
- Chairman of Mérieux Développement SAS, Mérieux NutriSciences Corp. (Chairman) (United States)
- Director of IM US Holding (US)
- Manager of SCI ACCRA
- Director of the Christophe and Rodolphe Mérieux Foundation and the Mérieux Foundation

## Outside the Group(a):

- Director of Financière Sénior Mendel SAS (France)

## Directorships and positions that have expired in the past five years Within the Group(a)

Permanent representative of Mérieux NutriSciences Corp (ex-Silliker Group Corp), bioMérieux India Private Ltd. (India), bioMérieux ÚK Ltd. (United Kingdom), bioMérieux Polska sp. z.o.o. (Poland), BTF (Australia), Skiva SAS, bioMérieux Canada, AES Laboratoire Groupe SA (term expired: 2012), AES Chemunex SA (term expired: 2013), bioMérieux Inc. (United States) (term expired: 2014), bioMérieux China Ltd. (China), bioMérieux Shanghai Ltd. (China), Sysmex bioMérieux Ltd (Japan), SGH, Foncière de Montcelard SAS (term expired: 2015)

Outside the Group(a):

N/A

## Other professional activities and past positions:

Management experience and expertise:

- HEC Montréal
- Marketing Director of Silliker in 2003 and 2004
- President of Adriant SAS (term expired in 2008)
- Corporate Vice-President of the Industrial Applications unit of bioMérieux from 2004 to 2011
- Corporate Vice-President of the Microbiology unit and Manufacturing and Supply Operations from 2011 to 2014

(a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).

## **Philippe Archinard**

MAIN POSITION WITHIN THE COMPANY: MEMBER OF THE AUDIT COMMITTEE

#### Non-independent director

58 years old Born on 11/21/1959 Nationality: French

First appointed on: 06/10/2010 Term expires: 2018

Number of bioMérieux shares held: 30

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group<sup>(a)</sup>

- Chairman and Chief Executive Officer of Transgene SA (France listed company)
- Chief Executive Officer of TSGH (France)
- Permanent representative of TSGH, director of ABL Inc. (US)

## Outside the Group<sup>(a)</sup>:

- Director of Erytech Pharma SA (France listed company)
- Director of CPE Lyon Representative of FPUL
- Chairman of BIOASTER (Foundation for scientific cooperation)

# Directorships and positions that have expired in the past five years

## Other professional activities and past positions:

## Management experience and expertise:

- Graduate of Harvard Business School
- Chief Executive Officer of Innogenetics (Belgium) from 2000 to 2004
- Director of the Immunotherapy Department of the Institut Mérieux

(a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).

## Jean-Luc Belingard

MAIN POSITION WITHIN THE COMPANY: CHAIRMAN OF THE STRATEGY COMMITTEE

MEMBER OF THE HUMAN RESOURCES, APPOINTMENT AND COMPENSATION COMMITTEE

#### Non-independent director

69 years old Born on 10/28/1948 Nationality: French

First appointed on: 09/15/2006 Term expires: 2018

Number of bioMérieux shares held:

150

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group (a)

- Director of Institut Mérieux (France), Transgene SA (France - listed company), ABL Inc. (United States) Outside the Group(a):

- Director of Stallergenes Greer (UK - listed company), Pierre Fabre SA (France), LabCorp of America (US – listed company), Lupin (India – listed company)

## Directorships and positions that have expired in the past five years

Within the Group (a)

Director of AES Laboratoire Groupe SA (term expired: 2012), AES Chemunex SA (term expired: 2013)

Outside the Group(a):

N/A

## Other professional activities and past positions:

Management experience and expertise:

- HEC Paris
- MBA Cornell University (US)
- CEO of Roche Diagnostic and Member of the Executive Committee of Roche Group (1990 to 1999)
- Member of the Management Board and CEO of bioMérieux-Pierre Fabre from 1999 to 2001
- Chairman and Chief Executive Officer of lpsen (2001 to 2010)
- Chairman and Chief Executive Officer of bioMérieux (2011-2017)
- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).

#### Harold Boël

MAIN POSITION WITHIN THE COMPANY: CHAIRMAN OF THE AUDIT COMMITTEE

## Independent director(b)

53 years old Born on 08/27/1964 Nationality: Belgian

First appointed on: 05/30/2012 Term expires: 2020

Number of bioMérieux shares held: 150

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group(a):

- Director of Mérieux NutriSciences Corporation (US)

## Outside the Group(a):

- Deputy director of Sofina SA (Belgium - listed company), Société de Participations Industrielles (Belgium), Domanoy (Belgium), SODAVI (Belgium),

## Directorships and positions that have expired in the past five years Within the Group(a):

N/A

Outside the Group(a):

Member of the Supervisory Board of Eurazeo (France – listed company) (term expired: September 2017)

Director of Caledonia Investment plc (UK – listed company (term expired: May 2017)), Suez Environnement (France – listed company (term expired: 2016)), Henex (term expired: 2014), Electrabel (term expired: 2014), François Charles Oberthur Fiduciaires (term expired: 2012)

## Other professional activities and past positions:

## Management experience and expertise:

- Bachelor degree in Chemistry from Brown University (US) and diploma in Materials Science Engineering from Ecole polytechnique fédérale de Lausanne
- Various managerial positions in the steel industry within the Corus Group
- Chief Executive Officer of Sofina (Belgium)
- listed company)
- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).
- (b) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.





## **Philippe Gillet**

MAIN POSITION WITHIN THE COMPANY: MEMBER OF THE STRATEGY COMMITTEE

## Independent director(b)

60 years old Born on 01/26/58 Nationality: French

First appointed on: 05/28/2014 Term expires: 2018

Number of bioMérieux shares held: 132

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group(a).

N/A

Outside the Group(a):

- Director of Berger, Van Berchem & Cie SA (Switzerland)

## Directorships and positions that have expired in the past five years

## Other professional activities and past positions:

## Management experience and expertise:

- Chief Innovation Officer of SICPA
- Vice-President for academic affairs (Provost) of the Federal Institute of Technology in Lausanne (Switzerland), from 2010 to 2016
- PhD in Geophysics and Geochemistry and a Doctorate in Earth Science (Ecole Normale Supérieure de Paris)
- Director of Ecole Normale Supérieure de Lyon (2003-2007)
- Secretary in the French Ministry of Research and Higher Education (2007-2010)

## Other directorships and positions:

- Chairman of the Scientific Council of the lle de France Region
- Chairman of the Scientific Council of the
- President of the "International Risk Governance Council" Foundation (Switzerland)
- Member of the Executive Committee of the BNP Paribas Foundation
- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).
- (b) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.

#### Marie-Hélène Habert

MAIN POSITION WITHIN THE COMPANY: MEMBER OF THE HUMAN RESOURCES, APPOINTMENT AND COMPENSATION COMMITTEE

## Independent director(b)

52 years old Born on 04/04/1965 Nationality: French

First appointed on: 05/30/2012 Term expires: 2020

Number of bioMérieux shares held:

57

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group(a):

N/A

## Outside the Group(a):

- Director of Communication and Patronage of Dassault Group
- Director of Dassault Aviation SA<sup>(c)</sup>, Dassault Systèmes SA<sup>(c)</sup> and Artcurial
- Vice-President of the Serge Dassault Foundation
- Permanent representative of GIMD on the Supervisory Board of Immobilière Dassault SA<sup>(c)</sup>
- Manager of H Investissements SARL and HDH (non-trading company)
- Member of the Supervisory Board of Groupe Industriel Marcel Dassault SAS<sup>(c)</sup>

## Directorships and positions that have expired in the past five years

Within the Group<sup>(a)</sup>

N/A

Outside the Group(a):

Director of Dassault Développement SA<sup>(c)</sup> (term expired: 2014)

## Other professional activities and past positions:

## Management experience and expertise:

- Graduate of Université de Paris II (business law), post-graduate diploma in Business law and Taxation from Université de Paris I/La Sorbonne and post-graduate diploma in marketing from IEP Paris

- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).
- (b) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.
- (c) Companies controlled by GIMD within the meaning of article L.233-16 of the French Commercial Code.

## Agnès Lemarchand

### MAIN POSITION WITHIN THE COMPANY: MEMBER OF THE AUDIT COMMITTEE

#### Independent director(b) Other directorships and positions held at 12/31/2017 (all companies) Other professional activities and past positions: Within the Group(a): 63 years old Management experience and expertise: N/A Born on 12/29/1954 Nationality: French - Graduate of the National Chemical — Outside the Group(a): Engineering Institute in Paris (ENSCP) and Director of Saint-Gobain (listed company) and Solvay SA (Belgium - listed Massachusetts Institute of Technology (US) company) First appointed on: 05/28/2014 and holds an MBA from INSEAD - President of Orchad SAS Chief Executive Officer of the French Term expires: 2018 Organic Industry (Industrie Biologique Française – IBF) from 1986 to 1991 Directorships and positions that have expired in the past five years Number of bioMérieux Within the Group(a): Chief Executive Officer of Prodical shares held: N/A (Ciments Français Group) from 1991 to 1996 150 Outside the Group(a): Strategy Director of Lafarge's specialty Member of the Supervisory Board of CGG (listed company – term expired: materials division from 1997 to 1999 October 2017) Chair and Chief Executive Officer of Member of the Supervisory Board of Areva (listed company – term expired: Lafarge's limestone division from 1999 to 2004 January 2015) Member of the Supervisory Board of Vivescia Industries (SCA), representing Varied entrepreneurial experience Bpifrance Participations (term expired: 12/31/2015) including in management buy-out transactions Executive Chairman of Steetley Dolomite Limited (term expired: 2014) - Member of the Economic, Social and Environmental Committee, working in the economic division (term expired: 2014) - Member of the Supervisory Board of Mersen (listed company - term expired: 2013).

- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).
- (b) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.

### Michele Palladino

## MAIN POSITION WITHIN THE COMPANY: MEMBER OF THE STRATEGY COMMITTEE

Independent director <sup>(a)</sup> 77 years old Born on 06/13/1940 Nationality: Italian First appointed on: 07/6/2004 Term expires: 2018 Number of bioMérieux shares held: 6,000	Other directorships and positions held at 12/31/2017 (all companies) N/A  Directorships and positions that have expired in the past five years President and Managing Partner of Michele Palladino & C SAS (term expired: 2010)	Other professional activities and past positions:  Management experience and expertise:  — Chief Executive Officer of bioMérieux until 1993
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(a) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.

## Marie-Paule Kieny

MAIN POSITION WITHIN THE COMPANY: MEMBER OF THE STRATEGY COMMITTEE			
Independent director <sup>(b)</sup> 62 years old Born on 04/24/1955 Nationality: French First appointed on: 08/28/2017 Term expires: 2021 Number of bioMérieux shares held: 180	Other directorships and positions held at 12/31/2017 (all companies) Within the Group(a): N/A Outside the Group(a): N/A  Directorships and positions that have expired in the past five years Within the Group(a): N/A Outside the Group(a): N/A	Other professional activities and past positions:  Management experience and expertise:  — Assistant Director General of the WHO from 2010 to 2017  — High Performance Boards training at IMD, Lausanne, Switzerland, in 2016  Other directorships and positions:  — Chair of the Board of the Foundation Drugs for Neglected Diseases Initiative, Geneva, Switzerland (since July 2017)  — Chair of the Board of the Medicines Patent Pool Foundation Geneva, Switzerland (since	

- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).
- (b) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.



September 2017)

Board member of the Human Vaccine

### **Fanny Letier**

MAIN POSITION WITHIN THE COMPANY: CHAIR OF THE HUMAN RESOURCES, APPOINTMENT AND COMPENSATION COMMITTEE

## Independent director(b)

38 years old Born on 03/15/1979 Nationality: French

First appointed on: 05/30/2017 Term expires: 2021

Number of bioMérieux shares held: 30

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group(a).

N/A

Outside the Group(a):

- Director of Nexans (listed company)

## Directorships and positions that have expired in the past five years Within the Group(a):

N/A

Outside the Group(a):

N/A

## Other professional activities and past positions:

## Management experience and expertise:

- Graduate of Sciences Politiques Paris, the ENA and the Institut français des administrateurs (IFA)
- Civilian director at the French Treasury Department (Ministry of Finance) from 2004 to 2012
- Secretary General of the Inter-Ministry Committee on Industrial Restructuring (CIRI) from 2009 to 2012,
- Deputy director of the office of the Minister of Industrial Recovery from 2012
- Director then Executive Director of the French Regional Investment funds of Bpifrance since 2013

#### Other directorships and positions

- Director of Alliance Industrie du Futur
- Director of Fabrique de l'Industrie
- Director of Pacte PME
- (a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).
- (b) Independent director, as defined in the Board of Directors' internal rules, as set out in section 4.2.2.3.

In the same manner, the information regarding Alain Mérieux, Founding Chairman, non-director, is listed below.

### Alain Mérieux

MAIN POSITION WITHIN THE COMPANY: FOUNDING CHAIRMAN

### 79 years old

Born on 07/10/1938 Father of Alexandre Mérieux (director and Chairman and Chief Executive Officer) Nationality: French

First appointed on: 07/10/1986

End of term of office as director: 08/28/2017

Number of bioMérieux shares held: 870

## Other directorships and positions held at 12/31/2017 (all companies) Within the Group(a).

- Chairman of Compagnie Mérieux Alliance SAS
- Chairman of Institut Mérieux
- Director of Transgene SA (France listed company), ABL Inc. (United States), bioMérieux Italia SpÁ (Italy)
- Chairman and director of the Mérieux Foundation
- Director and Honorary Chairman of the Christophe and Rodolphe Mérieux Foundation

## Outside the Group(a):

- Director of Compagnie Plastic Omnium SA (France listed company), CIC Lyonnaise de Banque (France)
- Director of the Pierre Fabre Foundation

## Directorships and positions that have expired in the past five years

Within the Group(a):

Mérieux NutriSciences Corp. (United States)

Outside the Group<sup>(a)</sup>:

Synergie Lyon Cancer (cancer centre), the Centaure Foundation, the Edmus Foundation (term expired: 2012), Ecole vétérinaire de Lyon (term expired: 2013), President of BIOASTER Technology Research Institute (term expired: 2014), Association LyonBioPôle, Chairman of the Université de Lyon Foundation (term expired: 2015)

## Other professional activities and past positions:

### Management experience and expertise:

- Graduate of Harvard Business School
- PhD in Pharmacy (former intern of the Hospices Civils de Lyon)
- Chairman and Chief Executive Officer of the Company (1965 to 2010)
- Senior executive for more than 50 years

(a) Company controlled by Compagnie Mérieux Alliance SAS within the meaning of article L.233-16 of the French Commercial Code (Code de commerce).

The members of the Board of Directors can be contacted at the Company's registered office in Marcy l'Etoile, France (Rhône).