## Annual General Meeting 2015

 Voting resultsAll figures include absentee votes. Presence of voting rights $=50.83 \%$

| Agenda | Voting Points | Number of shares with valid votes | In \% of share capital | Voting YES | In \% | Voting NO | In \% | Abstention | Result |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 2 | Resolution on the appropriation of the accumulated income of MorphoSys AG for the 2014 financial year | 13,417,910 | 50.70\% | 13,416,596 | 99.99\% | 1,314 | 0.01\% | 32,728 | approved |
| 3 | Resolution on the discharge of the members of the Management Board with respect to the 2014 financial year | 12,932,670 | 48.87\% | 12,928,573 | 99.97\% | 4,097 | 0.03\% | 32,463 | approved |
| 4 | Resolution on the discharge of the members of the Supervisory Board with respect to the 2014 financial year | 13,405,175 | 50.66\% | 13,400,978 | 99.97\% | 4,197 | 0.03\% | 32,463 | approved |
| 5 | Resolution on the appointment of the auditor for the 2015 financial year | 13,418,485 | 50.71\% | 13,417,734 | 99.99\% | 751 | 0.01\% | 32,153 | approved |
| 6 | Resolution on the cancelation of Authorized Capital 2013-I and the creation of new Authorized Capital 2015-I with the option to exclude the pre-emptive rights of shareholders; amendments to the Articles of Association | 13,146,494 | 49.68\% | 11,510,916 | 87.56\% | 1,635,578 | 12.44\% | 304,144 | approved |
| 7 | Resolution on the election of Supervisory Board members |  |  |  |  |  |  |  |  |
| 7a | Dr. Gerald Möller | 13,396,206 | 50.62\% | 12,836,762 | 95.82\% | 559,444 | 4.18\% | 54,432 | approved |
| 7b | Ms. Karin Eastham | 13,395,521 | 50,62\% | 13,266,147 | 99.03\% | 129,374 | 0.97\% | 55,117 | approved |
| 7c | Dr. Marc Cluzel | 13,395,521 | 50.62\% | 13,337,454 | 99.57\% | 58,067 | 0.43\% | 55,117 | approved |
| 7d | Dr. Frank Morich | 13,396,451 | 50.62\% | 13,338,823 | 99.57\% | 57,628 | 0.43\% | 54,187 | approved |
| 7 e | Mr. Klaus Kühn | 13,396,001 | 50.62\% | 13,336,102 | 99.55\% | 59,899 | 0.45\% | 54,637 | approved |
| 7 f | Ms. Wendy S. Johnson | 13,395,856 | 50.62\% | 13,336,719 | 99.56\% | 59,137 | 0.44\% | 54,782 | approved |
| 8 | Resolution on the adjustment in remuneration of the Supervisory Board | 13,417,571 | 50.70\% | 13,406,349 | 99.92\% | 11,222 | 0.08\% | 33,067 | approved |
| 9 | Resolution on the amendments to the Articles of Association |  |  |  |  |  |  |  |  |
| 9a | Section 2 paras. (1) and (2) of the Articles of Association | 13,418,090 | 50.71\% | 13,417,106 | 99.99\% | 984 | 0.01\% | 32,548 | approved |
| 9b | Section 19 para. (1) of the Articles of Association | 13,417,765 | 50.70\% | 13,417,021 | 99.99\% | 744 | 0.01\% | 32,873 | approved |
| 9c | Other amendments in the Articles of Association regarding Section 8 para. (2) sentence 3, Section 16 para. (2) and Section 17 para. <br> (1) of the Articles of Association | 13,417,560 | 50.70\% | 13,417,007 | 99.99\% | 553 | 0.01\% | 33,078 | approved |

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