

The Management Board of Mabion

S.A. "theCompany" hereby announces that on 22 March 2018 the Company has raised financing in the amount of PLN 174,8 million that was structured as a sale by the Company's shareholder Twiti Investments Ltd. "the Shareholder" in a private placement of 1,920,772 ordinary bearer shares "the Placement" and re-investment of the proceeds of such sale by the Shareholder into the Company was made through a loan from the Shareholder to the Company "the Shareholder Loan" executed on 22 March 2018. Shareholder Loan will be repayable by way of contractual set-off of mutual claims between: i) the Company against the Shareholder for the subscription and payment for the same number of newly issued ordinary bearer shares as the number of shares sold in the Placement, which will be issued by the Company at the same issue price as the price obtained from the sale of shares in the Placement and ii) the Shareholder against the Company regarding the repayment of the Shareholder Loan "Shareholder Loan Conversion". The price per share of the shares sold in the Placement was 91,00 PLN per share. The Placement was structured as a sale of 1,920,772 existing ordinary bearer shares which represent 16% in the share capital in the Company and 14,37% of votes in the Company "the Existing Shares", admitted to trading at the Warsaw Stock Exchange "the WSE" by the Shareholder to a limited number of selected institutional investors "the Investors", including in the United States pursuant to a private placement exemption under Section 4(a)(2) of the U.S. Securities Act of 1933, as amended "the Securities Act" and outside the United States in reliance on the safe harbor provided by Regulation S under the Securities Act. The Placement was concluded in a way that does not constitute the public offering within the meaning of the art. 3 sec. 1 of the Polish Act on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies dated July 29, 2005 unified text Journal of Laws of 2016 item 1639, as amended. The Existing Shares sale will be made by conducting block trade transactions on the WSE expected on 23 March 2018 with the settlement of these transaction and closing of the Placement expected on 27 March 2018.

The Placement

included primarily institutional investors specialized in healthcare and life sciences from the US reinforcing and diversifying the Company' shareholder base. New Investors who will invest in the Company and join its shareholding structure include the European Bank for Reconstruction and Development "the EBRD", which invested PLN 61.4 million, and PFR Life Science sp. z o.o. "the PFR Life Science", which invested PLN 38.3 million.

The Company intends to use the net proceeds from the Shareholder Loan to cover the cost of expansion of production capacity in Konstantynów Łódzki, and costs and obligations related to the development and commercialization of Mabion CD20.

The Company will convene an Extraordinary General Meeting to be held on 18 April 2018 _the "EGM" _ and will place on its agenda a resolution to increase the Company's share capital by issuing 1,920,772 new ordinary bearer shares of nominal value PLN 0.10 _the "New Shares" _ to be offered exclusively to the Shareholder in a form of a private subscription within the meaning of Article 431 §2_1_ of the Commercial Companies Code _the "Resolution on Capital Increase"_. The issue price for the New Shares will be equal to the selling price of the Existing Shares sold to the Investors by the Shareholder.

The Company intends to repay the Shareholder Loan by means of the Shareholder Loan Conversion by 30 June 2018. If by that time the Company does not obtain shareholder approval for the issuance of the New Shares at the EGM, the Company will be required to repay to the Shareholder the aggregate proceeds from the Placement transferred to the Company, provided however that the amount of the EBRD investment cannot be repaid until the earlier of: _i_ the date on which EBRD ceases to be a shareholder in the Company; and _ii_ the date on which the Shareholder Loan Conversion is completed.

Additionally, according to the framework agreements signed with PFR Life Science and EBRD as long as each PFR Life Science or EBRD hold shares that represent more than 1% of the share capital of the Company, EBRD upon consultation with PFR Life Science will have the right to nominate, a joint candidate to the Supervisory Board of the Company who will meet the independence criteria set forth in the Annex II to the Commission's Recommendation of 15 February 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the _supervisory_ board. Both PFR Life Science and EBRD agreed to exercise their respective voting rights in the Existing Shares acquired in the Placement in favor of adopting the Resolution on Capital Increase. Based on the framework agreement with EBRD the Company will be obliged to comply with certain best practices adopted by EBRD including environmental and social performance as well as compliance

with anti-fraud policies.

In connection with the Placement, the Company and the Shareholder entered into a Placement Agent Agreement, dated 22 March 2018 _the "PAA" _ with Guggenheim Securities, LLC _the "Placement Agent"_. Based on the PAA, the Company has authorized the Placement Agent to solicit US Investors for the purchase of the Existing Shares in connection with the Placement. The PAA contains certain conditions to the obligations of the parties customary for transactions of this nature. The Company was advised by Bank Zachodni WBK S.A. - Dom Maklerski BZ WBK in terms of the structuring and settlement coordination of the Placement.

Under the PAA, the Company was also obliged to furnish to the Placement Agent, letters, pursuant to which certain major shareholders of the Company including the Shareholder, Mr. Maciej Wieczorek, Mr. Robert Aleksandrowicz, Glatton sp. z o.o., Celon Pharma S.A. and Polfarmex S.A. agreed vote in favour of the Resolution on Capital Increase and not to directly or indirectly offer, sell, assign, transfer, pledge, contract to sell, or otherwise dispose any of the Company's shares or securities convertible into or exercisable or exchangeable for the Company's shares for a period of 90 days from the date of the purchase agreements, without the prior consent of the Placement Agent, subject to certain customary exceptions. The Company and President of the Management Board Mr. Artur Chabowski agreed to similar lock-up provisions.

At the same time, the Management Board informs that on 23 March 2017, in connection with the lapse of one year period from the date of entry in the entrepreneurs' register of the changes to the Company's statute made by the resolution of the Extraordinary General Meeting No. 5/II/2017 of 16 February 2017, the authorization for the Management Board to increase the Company's share capital within the authorized capital referred to in § 9a of the Company's statute expires.