



bioMérieux S.A.

Société anonyme au capital de 12 029 370 euros
Siège social : 69280 Marcy l'Etoile
673 620 399 RCS LYON

**DESCRIPTION OF THE NEW SHARE BUYBACK PROGRAM PURSUANT TO ARTICLE 241-1 TO ARTICLE 241-6
OF THE AMF GENERAL REGULATIONS**

**Implementation of the share buyback program authorized
by the Annual General Meeting on May 23, 2019**

- Issuer : bioMérieux S.A. / ISIN : FR 0013280286 (compartment A).
- Relevant securities: ordinary shares;
- Maximum stake proposed to the Annual Shareholders' Meeting of May 23, 2019: 2019% of the number of shares making up the Company's share capital (at any time, as this percentage applies to a share capital adjusted according to the transactions affecting it); as of May 23, 2019, these 10% of capital represent 11 836 shares ;
- Maximum buyback percentage of shares purchased by the Company to be held and subsequently delivered as payment or in exchange as part of a merger, spin-off or contribution: 5%;
- Maximum unit purchase price: the unit purchase price must not exceed €150 per share (excluding acquisition costs);
- Total cost of program: the maximum theoretical cost of implementing this program is €1,775,418,300 (maximum theoretical amount not taking into account the shares owned by the Company). However, the Board could adjust the aforementioned purchase price in the event of a change in the share's par value, of an increase in capital through the capitalisation of reserves and granting of free shares, of share splits or consolidation, of capital redemption or reduction, of the distribution of reserves or other assets, or of any other transactions affecting equity, in order to take into account the incidence of such transactions on the share value.
- Objectives of the share buy back program :
 - maintaining a buoyant secondary market or a liquid market in the bioMérieux shares through an independent investment service provider, operating under a liquidity agreement that complies with market practice as approved by the AMF;
 - ensuring the hedging of stock option plans and/or share grant or purchase plans (or similar) for Group employees and/or corporate officers as well as of any granting or sale of shares under the Group's Employee Savings Plan (or similar plan providing comparable economic benefits), Company profit-sharing schemes and/or any other granting of shares to Group employees and/or corporate officers;
 - reducing the Company's share capital by cancelling shares within legal limits;

- hold shares purchased and swapped again at a later date or expansion investments or be paid out as part of any external expansion operations;
- implementing any market practice that is accepted or is to be accepted by market authorities.

The shareholders resolve that the acquisition, sale and transfer of the Company's shares may be carried out by any means, in part through the use of derivatives, whether on the stock market or over the counter, excluding the sale of put options save in the case of exchanges in accordance with applicable regulations. No restriction applies to the portion of buybacks carried out through block trades, which may account for the entire program. Shares held for purposes that are no longer compatible with the Company's strategy may be disposed of subject to the approval of the Board of Directors and provided that the financial markets are informed thereof.

- Term of the program : from the date of the « description of the program » and until the end of the Annual General Meeting called to approve the financial statements for the year ending 31 December 2019, subject to the limit of an eighteen-month period from the Annual Shareholders' Meeting on May 23, 2019, until November 23, 2020.

Breakdown per objective of shares held by the Company as of May 21, 2019

At May 21, 2019, the Company's share capital is made up of 118,361,220 shares. At this date, the Company held 559 621 shares :

- of which 17 334 shares under the liquidity agreement with ODDO BHF. The Company effectively entered into a liquidity agreement with ODDO BHF. The agreement, which is compliant with market practice as approved by the AMF, took effect on July 2, 2018. The shares purchased by ODDO BHF were acquired exclusively to maintain a liquid market in the Company's shares through market-making transactions carried out by an independent investment service provider under a liquidity agreement that complies with the AMAFI Code of Ethics approved by the AMF;

- of which 542,287 shares under an agency agreement entered into with the Natixis companies and Société Générale with the sole objective of delivering shares upon the exercise of rights in connection with free share grants to employees of the Company or companies within the Group.

The purchase, sale and transfer of the aforementioned securities was carried out to meet two of the program's objectives approved by the Annual Shareholders' Meetings of May 30, 2017 and May 17, 2018, i.e. maintaining a liquid market in the Company's shares through market-making transactions carried out by an independent investment service provider under a liquidity agreement that complies with the AMAFI Code of Ethics, approved by the AMF and delivering shares upon the exercise of rights in connection with free share grants to employees of the Company or companies within the Group. The Company has not cancelled any shares in the last 24 months and acquired no shares prior to April 16, 2014, date on which the new share buyback program under the new regulation from the European Market Abuse Directive entered into force.

The Company has not used derivatives as part of this share buyback program and there have been no open positions to buy or sell derivatives at the date this buyback program description was published.