

Annual General Meeting 2016

Voting results



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 MorphoSys AG's accumulated income for the 2015 financial year	14,305,700	53.91%	14,287,093	99.87%	18,607	0.13%	50,539	approved
3	Resolution on the discharge of Management Board members for the 2015 financial year	13,786,738	51.95%	13,751,727	99.75%	35,011	0.25%	4,114	approved
4	Resolution on the discharge of Supervisory Board members for the 2015 financial year	14,341,295	54.04%	14,303,884	99.74%	37,411	0.26%	1,944	approved
5	Resolution on the appointment of the auditor for the 2016 financial year	14,354,858	54.09%	14,290,044	99.55%	64,814	0.45%	1,381	approved
6	Resolution on the cancelation of Conditional Capital 2003-II; change in the Articles of Association	14,354,360	54.09%	14,340,965	99.91%	13,395	0.09%	1,879	approved
7	Resolution on the creation of a new Conditional Capital 2016-I; authorization of the Management Board to issue convertible bonds and/or bonds with warrants with the option to exclude subscription rights; change in the Articles of Association	14,304,967	53.90%	13,701,282	95.78%	603,685	4.22%	51,272	approved
8	Resolution on the creation of Conditional Capital 2016-II and the authorization to grant subscription rights to members of the Management Board of MorphoSys AG, to members of management bodies of affiliated companies in Germany and abroad as well as to selected executives of MorphoSys AG and of affiliated companies in Germany and abroad (Performance Share Plan 2016); change in the Articles of Association	13,513,61	50.92%	9,763,284	72.25%	3,750,326	27.75%	842,629	rejected
9	Resolution on the creation of Conditional Capital 2016-III and the authorization to grant subscription rights to members of the Management Board of MorphoSys AG, to members of management bodies of affiliated companies in Germany and abroad as well as to selected executives of MorphoSys AG and affiliated companies in Germany and abroad (Stock Option Plan 2016); change in the Articles of Association	13,513,710	50.92%	13,168,163	97.44%	345,547	2.56%	842,529	approved

All figures include absentee votes.
Presence of voting rights = 54.10 %