

**Proposals for approval
within the Ordinary and Extraordinary General Meetings of Shareholders**

The Ordinary and Extraordinary General Meeting of Shareholders of Antibiotice, a trading society established and operating according to the Romanian law, registered at the Trade Register Office Iasi, no. J22/285/1991, registration code RO1973096, headquarters in strada Valea Lupului no. 1, Iasi, Romania, whose subscribed and paid-up capital is divided in 67,133,804 nominative shares with a value of 0.10 lei each,

convened by the announcement published in the Official Monitor of Romania, Part IV, no. _____ and in Evenimentul no. 8211 dated 19.03.2018,

in accordance with the provisions of Law no. 31/1990 on companies, republished, as subsequently amended and supplemented, Law no.24 / 2017 and CNVM regulations, the Regulation of the National Securities Commission no. 1/2006 on Issuers and Operations with Transferable Securities, modified by the introduction of the provisions of the ASF Regulation no. 13/2014, the Regulation of the National Securities Commission no. 6/2009 regarding the exercise of certain rights of the shareholders in the general meetings of the companies, Measures no. 26 / 20.12.2012, Law no. 111/2016 for the approval of Government Emergency Ordinance no. 109/2011 on Corporate Governance of Public Enterprises and the Articles of Association

reunited on 26/27.04.2018, at 10 AM for an Ordinary Meeting and at 12 AM for an Extraordinary Meeting at Antibiotice headquarters, for the second reunion, gathering shareholders that represent _____ % of the share capital, respectively 100% of the total no. of voting rights

DECIDE:

I. Ordinary General Meeting of Shareholders

Decision no.1: Based on a vote representing% of the share capital and % of total votes cast, the company's financial statements for 2017 are approved, based on the Management Report and the Financial Auditor's Report.

IFRS

· SALES REVENUE	lei	336,904,666
· GROSS PROFIT	lei	35,361,430
· NET PROFIT	lei	33,558,354

Decision no. 2: Based on a vote representing% of the share capital and % of total votes cast, the net profit distribution on 2017 is approved, setting the gross dividend worth of 0,0265585855 lei/share and 14.09.2018 as the first payment date.

Net profit to distribute	33,558,354 lei
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Legal reserve	0
Other profit margins provided by the law	15,732,585
Dividends of which	
- Dividends due to main shareholder	9,450,737
- Dividends due to natural and legal persons	8,375,032

Decision no. 3: Based on a vote representing.....% of the share capital and.....% out of the total votes expressed, the registering the unsolicited and unclaimed dividends for the financial year 2013 as revenues is approved.

Decision no. 4: Based on a vote representing.....% of the share capital and.....% out of the total votes expressed, are approved the degree of achieving the objectives and performance criteria on 2017 for the members of the Management Board.

Decision no. 5: Based on a vote representing.....% of the share capital and.....% out of the total votes expressed, are approved the discharge of administration for the activity conducted in the fiscal year 2017, based on reports submitted.

Decision no. 6: Based on a vote representing.....% of the share capital and% out of the total votes expressed are approved the objectives set in the administration plan for the members of the Management Board for 2018.

Decision no. 7: Based on a vote representing.....% of the share capital and% out of the total votes expressed, are approved the remuneration for the members of the Management Board as per Law no. 111/2016 for the approval of the GEO no. 109/2011 on corporate governance of public enterprises.

Decision no. 8: a. Based on a vote representing% of the share capital and % of total votes cast, the termination of the contract of Ms. Adela-Petrinia NEAGOE is approved;

b. Based on a vote representing% of the share capital and % of total votes cast, the appointment of Mr Dan-Octavian Alexandrescu in capacity of interim administrator of the Management Board in accordance with article 64¹ from GEO 109/2011 is approved.

Decision no. 9: Based on a vote representing.....% of the share capital and% out of the total votes expressed, there is approval on the date of **31.08.2018**, in order to identify the shareholders subject to the effects of the decisions adopted, as per the stipulations of art. 238 paragraph 1 of Law 297/2004 regarding the capital market, amended by provisions L10/2015 and setting the ex-date **30.08.2018**.

II. Extraordinary General Meeting of Shareholders

Decision no. 1: Based on a vote representing.....% of the share capital and% out of the total votes expressed, the extension by 12 months the validity period of the multicurrency multiproduct credit amounting to 30 million RON borrowed by Antibiotice from the Export Import Bank of Romania- Eximbank, is approved.

Decision no. 2: Based on a vote representing.....% of the share capital and% out of the total votes expressed, it is approved to maintain the guarantees relative to the multicurrency multiproduct amounting to 30 million RON throughout the entire term of validity resulting from 1 on the Agenda.

Decision no. 3: Based on a vote representing.....% of the share capital and% out of the total votes expressed, it is approved to issue a decision-commitment of Antibiotice not to divide itself, not to merge and decide the anticipated dissolution throughout the entire validity period of the multicurrency multi-product without prior consent of Eximbank SA.

Decision no. 4: Based on a vote representing.....% of the share capital and% out of the total votes expressed, the empowering the General Manager Mr. Ioan NANI and Financial Director Ms. Paula COMAN to sign on behalf of the company all documents related to the credit facility extension and changes, under paragraphs 1 and 2 of the agenda, as well as documents related to obligations assumed by the company in accordance with paragraphs 3 of the agenda is approved.

Decision no. 5: Based on a vote representing.....% of the share capital and% out of the total votes expressed, the contracting of a long-term investment facility (10 years) amounting to EUR 15,406,300 from UniCredit Bank is approved.

Decision no. 6: Based on the shareholders' vote representing% of the share capital and% of the total votes cast, the guarantee of the loan for investment in the amount of 15,406,300 EUR contracted at UniCredit Bank is approved:

- The mortgage, the legal mortgage of the financier, the prohibitions of alienation, striking, rental, dismantling, addition, demolition, restructuring, arrangement and construction, as well as the mortgage on the present and future rents on the land consisting of 5,075 sq m and C1 building with a 421 sq m built-up area, with a surface of 1,263 sq m, built from the ground floor of 351,44 sq m, 1st floor of 354,16 sq m and 2nd floor of 347,745 sq m. Cadastral identification for land, real estate registration no.133207, real estate registration no. 133207 - C1, land book 133207 of the administrative-territorial unit Iasi, immovable property owned by Antibiotice S.A., as well as on the future constructions, which will be built under the Construction Authorization no. 674 / 11.08.2016 issued by the Town Hall of Iasi as it is clarified by the Communication no. 36970 / 16.04.2018 issued by Iasi City Hall, according to art. 2380 in the Civil Code, in land book no. 133207 of the administrative-territorial unit Iasi,
- Mortgage on receivables arising from contracts / orders / invoices concluded / to be concluded and issued / to be issued by Antibiotice S.A. in relation with PharmaFarm SA and Fildas Trading SRL;
- Movable mortgage on movable assets, present and future assets that have been / are / will be purchased in order to achieve the investment objectives for which the credit will be contracted.
- Mortgage on the accounts opened by Antibiotice at UniCredit Bank SA.

Decision no. 7: Based on a vote representing.....% of the share capital and% out of the total votes expressed, approved the empowering the General Manager Ioan NANI and Mrs. Paula-Luminita COMAN as Economic Director to sign on behalf of the company all the documents/credit agreements and their accessories necessary and related to the contracting and implementation of the investment credit facility, according to the points 1 and 2.

Decision no. 8: Based on a vote representing.....% of the share capital and% out of the total votes expressed, approved the setting the company's representative office in the Republic of Moldova, at the following address: Chişinău, 252/2, 259/3 Grenoble Street, Republic of Moldova.

Decision no. 9: Based on a vote representing.....% of the share capital and% out of the total votes expressed, there is approval on the date of **31.08.2018**, in order to identify the shareholders subject to the effects of the decisions adopted, as per the stipulations of art. 238 paragraph 1 of Law 297/2004 regarding the capital market, amended by provisions L10/2015 and setting the ex-date **30.08.2018**.

These decisions shall be signed today 26/27.04.2018 at the company's headquarters, in 2 original copies.

President of the Management Board,
Legal counselor Ionut Sebastian IAVOR