

Vice President of the Management Board,

Ec. Ioan NANI



Special Power of Attorney

for representation in the General Meeting of Shareholders of Antibiotice Iași
on 18/19.04.2019

Entity(company) _____, head office in
_____(city)_____, _____ county, _____ street no. __,
registered at the Trade Register Office under _____, fiscal code no.
_____, in capacity of holder of (no.) _____ shares
amounting to _____ % of total shares issued by Antibiotice Iași and recorded in the
Shareholder Register of the Central Depository Bucharest, legally represented by Mr./Ms.
_____ identified by National Identification Number
_____ ID series ____ no _____ which grant me _____ votes (_____ % of
total voting rights) in the General Meeting of the Shareholders on 18/19.04.2019, hereinafter
referred to as the principal, and Mr./Ms.
_____, resident of _____,
street _____ no. __, identified by National Identification Number
_____ ID series ____ no _____ or in their absence, Mr. / Ms.
_____, resident of _____, street
_____ no. __, identified by National Identification Number _____ ID series ____
no _____, appointed as attorney-in-fact.

I, the principal, hereby invest the attorney-in-fact with full powers in exerting the voting
rights in the name and on behalf of the principal (relative to the shares owned and
registered in the Shareholder Register by 05.04.2019 as the reference date), in the OGMS
held at Antibiotice HQ on 18.04.2019, 10:00 am, and, respectively in the second meeting
organized on 19.04.2019 10:00 am, as per the legal provisions of art. 118 Law 31/1990
republished.

No.	Agenda for Ordinary General Meeting of Shareholders	Option		
		for	against	abstention
0	1	2	3	4
1.	Approval of the company's financial statement for the fiscal year 2018, based on the Management Report and Financial Auditor Report.			
2.	Approval of net profit distribution on 2018, setting the gross dividend per share and setting the payment date on 20.09.2019.			
3.	Approval for registering the unsolicited and unclaimed dividends for the financial year 2014 as revenues.			
4.	Approving the income and expenditure budget on 2019.			
5.	Approval of the degree of achieving the objectives and performance criteria on 2018 for the members of the Management Board.			
6.	Approving the discharge of administration for the activity conducted in the fiscal year 2018, based on reports submitted.			
7.	Approving the objectives set in the administration plan for the members of the Management Board for 2019.			
8.	Setting the remuneration of the Management Board's members, according to the provisions of GEO no. 109/2011 on the corporate governance of public enterprises and GD no. 722/2016 for the approval of the Methodological Norms for the application of certain provisions of the Government Emergency Ordinance no.109/2011 on the corporate governance of public enterprises.			
9.	Approval of the following changes in the Management Board: a. Ascertaining the termination of the mandate contract of a non-executive administrator, as a result of the expiry of the term for which it was concluded; b. Appointment of a provisional administrator in accordance with the provisions of art. 64 ¹ of GEO no. 109/2011 on corporate governance of public enterprises. In accordance with Art. 117, para. 6 of the Law no. 31/1990 on trading companies, the list containing information on the name, domicile and professional qualification of the persons proposed for the position of administrator is at the shareholders' disposal and can be consulted and completed by them at the Antibiotice SA headquarters - Investor Relation Department. The deadline for making proposals for candidates for the new member of the Management Board is 08.04.2019.			
10.	Starting the process for selecting a new member of the Management Board, according to the provisions of the art. 64 ⁴ of GEO no. 109/2011 on the corporate governance of public enterprises and art. 4, para. 3 of GD no. 722/2016 for the approval of the Methodological Norms for the application of certain provisions of the GEO no.109/2011 on the corporate governance of public enterprises as well as the empowering of the Management Board to select the new administrator in accordance with the provisions of art. 29, para. 2 of GEO no. 109/2011 on the corporate governance of public enterprises and art. 4, para. 5 of GD no. 722/2016 for the approval of the Methodological Norms for the application of certain provisions of the GEO no.109/2011 on			

	the corporate governance of public enterprises.			
11.	Approving the registration date 03.09.2019 in order to identify the shareholders subject to the effects of the decisions adopted, as per the stipulations of art. 86 paragraph 1 of Law 24/2017 on issuers of financial instruments and market operations, and setting the ex-date 02.09.2019.			

No.	Agenda for Extraordinary General Meeting of Shareholders	Option		
		for	against	abstention
0	1	2	3	4
1.	Approval to extend 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.			
2.	Approval to maintain the guaranties related to the multi-product multi-currency threshold in the amount of 30 million LEI throughout the validity period (one calendar year starting with 26.06.2019) resulting from the extension under point 1 of the Agenda. The guaranties include: <ul style="list-style-type: none"> • <i>Real estate mortgage - 1 rank mortgage</i> as follows: - building enrolled in the land book 133180 - Operculated capsules/Semisynthesis - value: 9,815,837 LEI; - building enrolled in the land book 133185 - Quality Control Building - value: 5,860,299 LEI; - building enrolled in the land book 133211 - Tablet Plant - value: 10,876,681 LEI; • <i>Mortgage - equipment for tablets - Synthesis</i> - value 3,350,500 LEI; • <i>Mortgage on receivables under the contracts concluded with Pharma S.A. and Pharmafarm S.A.;</i> • <i>Mortgage on current cash accounts opened at Exim Bank.</i>			
3.	Issuance by Antibiotice SA of a decision-commitment not to divide itself, not to merge and not to decide on the early dissolution throughout the validity period of the multi-product multi-currency threshold without the prior consent of the Export-Import Bank of Romania - EximBank SA.			
4.	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.			

I hereby authorize my above mentioned attorney-in-fact to vote according to the way he/she was empowered.

I give him/her discretionary power on the issues that haven't been identified and included on the agenda by the date of issuing the hereby Power of Attorney.

Yes ☐

No ☐

I hereby attach a copy of the valid registration certificate.

Drafted today, _____, in three original copies with similar legal power: one for the principal, one for the attorney-in-fact and the third to be **recorded at Antibiotice Registrar's Office by 16.04.2019, 10:00 am.**

Contact phone no. _____

PRINCIPAL (Securities holder),

(Name of the entity acting as principal, in capitals)

(Last name and first name of the attorney-in-fact, in capitals)

(Seal and signature of the attorney-in-fact)

Note: The Power of Attorney shall be duly changed and supplemented if by 29.03.2019, one or several shareholders representing, individually or jointly, at least 5% of the share capital, will put new items on the agenda of the General Meetings [Art. 117¹ - (1), Law 31/1990 republished, with all subsequent changes; Art. 7 (1) a), CNVM Regulations no. 6/2009; Art. 27 - (2), Section 2, Chapter III, Law no. 111/2016 and Art. 17, Chapter IV, Articles of Association].
After filling in and signing the special Power-of-Attorney, an original copy shall be submitted/ sent to Antibiotice headquarters, in a sealed envelope, mentioning the confidential nature of the content, **so that it is recorded at the Antibiotice Registrar's Office by 16.04.2019, 10:00 am at the latest.**