

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

The undersigned \_\_\_\_\_, domiciled in \_\_\_\_\_, street \_\_\_\_\_ no. \_\_\_\_\_, National Identification Number \_\_\_\_\_, Identity Card series \_\_\_\_\_, no. \_\_\_\_\_, in my capacity as holder of (no.) \_\_\_\_\_ shares, accounting for \_\_\_\_\_ % of total shares, recorded in the Shareholder Register of the Central Depository Bucharest that grant me \_\_\_\_\_ votes (\_\_\_\_\_ % of total voting rights) in the General Meetings of the Shareholders held on 18/19.04.2019, hereby appoint Mr./Ms. \_\_\_\_\_, domiciled in \_\_\_\_\_, street \_\_\_\_\_ no. \_\_\_\_\_, National Identification Number \_\_\_\_\_, Identity Card series \_\_\_\_\_ no. \_\_\_\_\_, or in his/her absence, appoint Mr. / Ms. \_\_\_\_\_, domiciled in \_\_\_\_\_, str. \_\_\_\_\_ no. \_\_\_\_\_, National Identification Number \_\_\_\_\_, Identity card series \_\_\_\_\_ no. \_\_\_\_\_, as my lawful representative in the General Meeting of Shareholders held on 18.04.2019, at the headquarters of Antibiotice, valea Lupului street no.1, at 10:00 am or for the second meeting, as per the legal provisions, art. 118 Law 31/1990 republishedă, on 19.04.2019 at 10:00 am, to exert the voting right relative to the shares owned by me and registered in the Shareholder Register, on the reference date 05.04.2019.

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 <sup>1</sup> of GEO no. 109/2011 on corporate governance of public enterprises.															
	<table><tr><td>Nr. crt.</td><td>Name and Surname</td><td>Home Location</td><td>Qualification</td></tr><tr><td colspan="4">Candidate proposed by the majority shareholder Ministry of Health, selected according to the provisions of GEO 109/2011 art. 29:</td></tr><tr><td>1.</td><td>Cristian-Vasile GRASU</td><td>Bucuresti</td><td>Physician</td></tr></table>	Nr. crt.	Name and Surname	Home Location	Qualification	Candidate proposed by the majority shareholder Ministry of Health, selected according to the provisions of GEO 109/2011 art. 29:				1.	Cristian-Vasile GRASU	Bucuresti	Physician			
	Nr. crt.	Name and Surname	Home Location	Qualification												
Candidate proposed by the majority shareholder Ministry of Health, selected according to the provisions of GEO 109/2011 art. 29:																
1.	Cristian-Vasile GRASU	Bucuresti	Physician													
10.	Starting the process for selecting a new member of the Management Board, according to the provisions of the art. 64 <sup>4</sup> 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 Mangement 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"> <li>• <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;</li> <li>• <i>Mortgage - equipment for tablets - Synthesis</i> - value 3,350,500 LEI;</li> <li>• <i>Mortgage on receivables under the contracts concluded with Pharma S.A.;</i></li> <li>• <i>Mortgage on current cash accounts opened at Exim Bank.</i></li> </ul>			
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 treshhold 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 attach a copy of the valid identification card.

Date \_\_\_\_\_

Full name of the securities holder,

\_\_\_\_\_

Signature

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. 117<sup>1</sup> - (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.