

**Proposals for approval by  
Ordinary General Meetings of Shareholders**

The General Meeting of Shareholders of Antibiotice S.A. Iasi, a trading company established and operating according to the Romanian law, registered at the Trade Register Office Iasi attached to the Court of Iasi, under the no. J22/285/1991, unique registration code RO1973096, headquartered in 1 Valea Lupului St., Iasi, Romania, having subscribed and paid-up capital in the amount of 67,133,804 LEI divided in 671,338,040 ordinary registered shares, with a nominal value of 0.10 lei each,

*convened* by the announcement published in the Official Gazette of Romania, Part IV, no. 1324 and in Evenimentul no. 10033 dated 15.03.2024 and supplemented by the announcement published in the Official Gazette of Romania, Part IV, no. 1625 and in Evenimentul Newspaper no. 10048 dated 02.04.2024,

*according to* the provisions of Law no. 31/1990 on trading companies, republished, with the subsequent amendments and completions, Law no. 24/2017 on issuers of financial instruments and market operations, republished, Financial Supervisory Authority (ASF) Regulation no. 5/2018 on issuers of financial instruments and market operations, with the subsequent amendments and completions, Government Emergency Ordinance no. 109/2011 on corporate governance of public enterprises and provisions of the company's Articles of Association,

*reunited* on 16.04.2024 at 12 AM for an Ordinary Meeting at Antibiotice headquarters, for the first /second call, gathering shareholders that represent \_\_\_\_\_% of the share capital, respectively \_\_\_\_% of the total no. of voting rights, statutory and legally constituted,

*following the debates,*

**DECIDE:**

Decision no. 1: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the Management Report at 31.12.2023.

Decision no. 2: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the submission of the Statutory Auditor's Report.

Decision no. 3: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the financial statements for the financial year 2023 based on the Management Report and the Financial Auditor's Report.

Decision no. 4: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the distribution of net profit for 2023, fixing of the gross dividend per share and setting the date of 11.10.2024 as the date for starting the payment.

Decision no. 5: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the registration of the unsolicited and unclaimed dividends for the financial year 2019 as revenues.

Decision no. 6: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the degree in which the non-executive administrators achieved the performance indicators for 2023.

Decision no. 7: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the degree in which the executive administrator/general director achieved the performance indicators for 2023.

Decision no. 8: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the discharge from administration of the administrators for the activity carried out in the financial year 2023, based on the submitted reports.

Decision no. 9: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the acknowledgement that the mandate contracts of the Management Board members ceased as a result of completing the term for which they were concluded.

Decision no. 10: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the renewal of the mandate of executive administrator of the General Director for a 4-year period, between 19.04.2024 - 19.04.2028, according to the Approval Report no. 22189/04.12.2023 of the Public Tutelary Authority, the Ministry of Health issued pursuant to art. 28 para. 8 of GEO no. 109/2011 on the corporate governance of public enterprises, as a result of carrying out the procedure established by art. 25 of Annex no. 1 of GD no. 639/2023 for the approval of the methodological norms for applying GEO no. 109/2011 on the corporate governance of public enterprises.

**Decision no. 11:** - *an item on the agenda become devoid of purpose as a result of completing the Convening Notice with the item 11<sup>1</sup> requested by the significant shareholder Infinity Capital Investments S.A. (art. 40<sup>1</sup> para. 12 of GEO 109/2011 "In the case of companies whose shares are listed on a regulated market, the provisions of the legislation specific to the capital market are applicable." Art. 166 of the Regulation no. 5/2018 of ASF "Art. 166. - In the situation where a significant shareholder requests, under the conditions of art. 92 para. (3) and (5) from Law no. 24/2017, the introduction of an item on the agenda of a General Meeting of Shareholders on the election of members of the Management Board by applying the cumulative voting method, the Management Board is obliged to introduce that item on the agenda, in compliance with art. 92 para. (6) from the same law. "The election of the members of the Management Board based on this method is mandatory, as a result of the respective request of the significant shareholder."*

**Decision no. 11<sup>1</sup>:** GMS approves the election by the cumulative vote method, for a 4-year term starting on 19.04.2024, of the following Management Board members:

1. the candidate ..... with the ” for” vote of a number of .... cumulative votes
2. the candidate ..... with the ” for” vote of a number of .... cumulative votes
3. the candidate ..... with the ” for” vote of a number of .... cumulative votes

4. the candidate ..... with the "for" vote of a number of .... cumulative votes
6. the candidate ..... with the "for" vote of a number of .... cumulative votes
7. the candidate ..... with the "for" vote of a number of .... cumulative votes

The following members of the Management Board are considered revoked: ..... They were not reconfirmed as a result of applying the cumulative voting method, their mandate consequently ending on 18.04.2024, according to the provisions of article 167 para. 3 of the ASF Regulation no. 5/2018.

**Decision no. 12:** With the "for" votes of the shareholders representing \_\_\_\_\_% of the total votes cast, GMS approves the setting of the performance indicators for non-executive administrators.

**Decision no. 13:** With the "for" votes of the shareholders representing \_\_\_\_\_% of the total votes cast, GMS approves the setting of the performance indicators for the executive administrator.

**Decision no. 14:** With the "for" votes of the shareholders representing \_\_\_\_\_% of the total votes cast, GMS approves the mandate contract of the executive administrator/general director.

**Decision no. 15:** With the "for" votes of the shareholders representing \_\_\_\_\_% of the total votes cast, GMS approves the mandate contracts of the non-executive administrators.

**Decision no. 15<sup>1</sup>:** Based on "for" votes representing .....% out of the total votes expressed, GMS approves as the mandate contracts concluded by the company with the administrators and directors of the company to be supplemented with the following clause: "If the administrator or director who has concluded a mandate contract with the company is revoked without just cause, the administrator or director who has concluded a mandate contract with the company is entitled to the payment of damages-interests in the amount of 2 fixed monthly allowances."

**Decision no. 16:** Based on "for" votes representing .....% out of the total votes expressed, GMS approves the addenda to the mandate contracts for the non-executive administrators, including the key performance indicators for 2024.

**Decision no. 17:** Based on "for" votes representing .....% out of the total votes expressed, GMS approves the addenda to the mandate contract for the executive administrator/ general director, including the key performance indicators for 2024.

**Decision no. 18:** Based on "for" votes representing .....% out of the total votes expressed, GMS approves the *Business Plan "The Future Together"* - the management component of the Management Plan for the period 2024-2028.

**Decision no. 19:** Based on "for" votes representing .....% out of the total votes expressed, GMS approves the remuneration report for 2023.

**Decision no. 20:** Based on "for" votes representing .....% out of the total votes expressed, GMS approves the remunerations for the Management Board members according to the mandate contract.

Decision no. 21: Based on “for” votes representing .....% out of the total votes expressed, GMS approves the date of 24.09.2024 as the registration date for identifying the shareholders on whom the effects of the adopted decisions are reflected, in accordance with the provisions of art. 87 of Law 24/2017 on issuers of financial instruments and market operations, and setting the date of 23.09.2024 as the ex-date.

This decision shall be signed today 16.04.2024 at the company's headquarters, in two original copies.

President of the Management Board,  
***Lucian TIMOFTICIUC***