

## CURRENT REPORT

Report date: **31.03.2025**

Name of issuing company: **Antibiotice SA**

Headquarters: **Iași, str. Valea Lupului nr. 1, zip code 707410**

**<https://www.antibiotice.ro>**

E-mail: **[relatiicuinvestitorii@antibiotice.ro](mailto:relatiicuinvestitorii@antibiotice.ro)**

Telephone/fax no. : **+40232 209 000 / +40372 065 633**

Unique registration code in the Trade Register Office: **RO1973096**

No. in the Trade Register: **J1991000285223**

Subscribed and paid-up capital: **67,133,804 LEI**

The regulated market trading on which the securities are issued: **Bucharest Stock Exchange**

Number of shares: **671,338,040**

Number of votes: **671,338,040**

Main characteristics of the securities issued by the company: **nominative shares, nominal value: 0.10 lei**

### Important event to be reported:

Based on the requests of the shareholders of **Infinity Capital Investments SA**, the owner of 13,0301% of the share capital of Antibiotice and the **Ministry of Health**, the owner of 53,0173% of the share capital of Antibiotice, the Management Board of Antibiotice S.A. which met on **31.03.2025**, decided to complete the agenda of the **Ordinary General Meeting convened for 15/16.04.2025**, at 10<sup>00</sup>, at the headquarters of the company in Iași, str. Valea Lupului nr. 1, with the following items:

1. Election of the Management Board members of ANTIBIOTICE S.A., for a 4-year term, starting with April 15, 2025, by the cumulative voting method.
2. Pursuant to art. 29<sup>1</sup> para. 6 of GEO no. 109/2011 on the corporate governance of public enterprises, the termination of the mandates of the interim administrators has to be ascertained starting with 15.04.2025. Pursuant to art. 29<sup>1</sup> para. 7 of GEO no. 109/2011 on the corporate governance of public enterprises, the termination of the mandate of the General Director has to be ascertained, starting with 22.04.2025.
3. Empowerment of Mr. Ioan NANI with full rights and powers to represent and operationally manage Antibiotice S.A. and to conclude and execute, within the limits of the law, any legal acts and deeds on its behalf from 22.04.2025 until the date on which the General Meeting of Shareholders will appoint the members of the Management Board selected according to the procedure established by GEO no. 109/2011 on the corporate governance of public enterprises. The authorized person may partially delegate his or her duties and right of representation to employees of the company.
4. Approval of the representation contract between Antibiotice S.A. and Mr. Ioan NANI.

Thus the supplemented agenda for the Ordinary General Meeting of Shareholders is as follows:

1. Approval of the Management Report for the financial year 2024.
2. Presentation of the Statutory Auditor's Report on the 2024 financial statements.
3. Presentation of the Independent Auditor's Limited Assurance Report on Sustainability Reporting for the financial year 2024.
4. Approval of the financial statements for the financial year 2024 based on the Management Report and Statutory Auditor's Reports.
5. Approval of the distribution of 2024 net profit, setting the gross dividend per share and setting the payment period starting with 08.10.2025.
6. Approval for recording as income the unclaimed and uncollected dividends related to the financial year 2020.
7. Approval of the discharge of the administrators, for the activity carried out in the financial year 2024, based on the reports presented.
8. Approval of the 2024 Remuneration Report.
9. Approval of the Remuneration Policy.
10. Approval of the date of 26.09.2025 as the registration date for identifying the shareholders on whom the effects of the adopted decisions will be reflected, in accordance with the art. 87 of Law 24/2017 on issuers of financial instruments and market operations, and setting the date of 25.09.2025 as ex-date.
11. Pursuant to art. 29<sup>1</sup> para. 6 of GEO no. 109/2011 on the corporate governance of public enterprises, the termination of the mandates of the interim administrators has to be ascertained starting with 15.04.2025. Pursuant to art. 29<sup>1</sup> para. 7 of GEO no. 109/2011 on the corporate governance of public enterprises, the termination of the mandate of the General Director has to be ascertained, starting with 22.04.2025.
12. Empowerment of Mr. Ioan NANI with full rights and powers to represent and operationally manage Antibiotice S.A. and to conclude and execute, within the limits of the law, any legal acts and deeds on its behalf from 22.04.2025 until the date on which the General Meeting of Shareholders will appoint the members of the Management Board selected according to the procedure established by GEO no. 109/2011 on the corporate governance of public enterprises. The authorized person may partially delegate his or her duties and right of representation to employees of the company.
13. Election of the Management Board members of ANTIBIOTICE S.A., for a 4-year term, starting with April 15, 2025, by the cumulative voting method.
14. Approval of the representation contract between Antibiotice S.A. and Mr. Ioan NANI.

The shareholders registered at the reference date can exercise their right to attend and vote at general meetings directly, by mail or by a representative with special or general power of Attorney, according to the article 105 para. 7, of Law 24/2017 on issuers of financial instruments and market operations. The access of shareholders is allowed based on the identity card, special or general Power of Attorney, Special Attorney authenticated or mandate, for the legal representatives.

The original vote by mail form together with a copy of the identity card for the individual shareholders or any document certifying the capacity of legal representative for the corporate shareholders or statement of accounts shall be sent to the company headquarters until **13.04.2025, 10:00 am**;

In accordance with the art. 105 para. (23<sup>3</sup>) of Law no. 24/2017 on the issuers of financial instruments and market operations and by applying the provisions of para. (23<sup>1</sup>), the "abstention" position adopted by a shareholder regarding the items on the agenda of the General Meeting of Shareholders does not represent an expressed vote.

Starting with **14.03.2025**, the special or general powers of attorney, the mail voting form in Romanian and in English, the decisions draft, as well as the materials and documents which will be the subject of deliberations can be obtained from the company's headquarters (Investor Relations - phone number: +40372.065.570/+40372.065.583, fax:+40372.065.633, e-mail: [relatiicuinvestitorii@antibiotice.ro](mailto:relatiicuinvestitorii@antibiotice.ro)) and on our company website ([www.antibiotice.ro/Investitors/Shareholders Information/OGMS 15/16.04.2025](http://www.antibiotice.ro/Investitors/Shareholders Information/OGMS 15/16.04.2025)).

Until **13.04.2025, 10 am**, the special or general powers of attorney in English and Romanian shall be submitted in original form, together with a copy of the identity card or registration certificate of the shareholder represented, at the company's headquarters or sent via e-mail, with extended electronic signature. In the event that a shareholder mandates a credit institution which provides custody services, to attend and vote in the general meetings, only the original special power of attorney is needed accompanied by an original affidavit issued by the credit institution (according to the article 207 of the ASF Regulations no. 5/2018 on issuers of financial instruments and market operations).

One or more shareholders representing, individually or together, at least 5% of the share capital has/have the right:

a) to introduce items on the agenda of the General Meeting of Shareholders, provided that each item is accompanied by a justification or by a draft resolution proposed to be adopted by the General Meeting of Shareholders;

b) to present draft resolutions for the items included or proposed to be included on the agenda of the General Meeting of Shareholders.

The rights specified under the letters a and b can only be exercised in writing, the formulated proposals to be sent by courier services or by electronic means. Shareholders can exercise the rights specified under the letters a and b within 15 days from the date of publication of the Convening Notice in the Official Gazette of Romania.

In cases where the exercise of the right provided for in letter a) determines the modification of the agenda of the General Meeting already communicated to the shareholders, the company will make available a revised agenda, using the same procedure as that used for the previous agenda, before the reference date of the general meeting of shareholders, so that to allow the other shareholders to appoint a representative or, if applicable, to vote by mail.

The list containing information on the name, place of residence and professional qualification of the persons proposed for the position of administrator is published on the company's website at the shareholders' disposal, and can be consulted and completed by them. The deadline for receiving proposals of candidates for the positions of administrators is 10.04.2025.

The company's shareholders can ask questions regarding the items on the agenda of the General Meeting until 15.04.2025, 10:00 a.m, at the address: [relatiicuinvestitorii@antibiotice.ro](mailto:relatiicuinvestitorii@antibiotice.ro).

In all the above cases, with the exception of the special or general power of attorney granted by a shareholder to a credit institution which provides custody services, the legal entity shareholders prove their legal representative status, with the legal representative's identity card together with an ascertaining certificate issued by the Trade register, or any other document issued by a competent authority in the State where the shareholder is legally registered, which certifies the capacity of legal representative. The documents will be presented in original or in copy conforming to the original. The ascertaining certificate or the equivalent document attesting the legal representative capacity of the legal entity shareholder will be issued no later than 30 days before the date of publication of the Convening Notice of the General Meeting of Shareholders. These documents certifying the capacity of legal representative drawn up in a foreign language, other than English, will be accompanied by a translation in Romanian or in English made by an authorized translator, without being legalized or apostilled [Art. 194 of Regulation 5/2018 on issuers of financial instruments and market operations).

In accordance with Art. 198 and art. 199 of Regulation 5/2018 on issuers of financial instruments and market operations, in the case of shareholders who ask questions or make proposals to complete the agenda, they can attest their identity also by submitting the account statement which proves the shareholder status as well as the number of shares held, issued by the central depository or, as the case may be, by the indirect participants who provide custody services (according to art. 146 paragraph 4<sup>1</sup> of Law no. 297/2004).

More detailed information on shareholders' rights can be accessed on the company's website ([www.antibiotice.ro](http://www.antibiotice.ro)).

In case of non-fulfillment of the statutory quorum for the validity of the deliberations at the first convocation, the Ordinary Meeting shall be rescheduled for the date of 16.04.2025, at 10:00 a.m., at the same address and with the same agenda.

At this General Meeting of Shareholders, all the shareholders registered in the Shareholder Register by the end of 04.04.2025, established as reference date are entitled to attend and vote.

President of the Management Board,  
Ionut-Sebastian IAVOR