

CURRENT REPORT

Report date: **23.04.2025**

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

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:

CONVENING NOTICE OF THE ORDINARY AND EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS

Taking into account the provisions of art. 117 of Law no. 31/1990, as well as art. 16 of the company's Articles of Association, correlated with those of art. 186 of ASF Regulation no. 5/2018, The Antibiotice's Management Board, gathered in session held on 22.04.2025, convenes the **Ordinary General Meeting of Shareholders** on 26.05.2025, at 10:00 a.m. and the **Extraordinary General Meeting of Shareholders** at 12:00 a.m., at the company's headquarters in Iași, 1 Valea Lupului St., at the request of the significant shareholder Infinity Capital Investments SA, the holder of 13.0301% of the Antibiotice's share capital, with the following agenda:

1. Ordinary General Meeting of Shareholders

1. Election of the Management Board members of ANTIBIOTICE S.A. for a 4-year term, by the cumulative voting method.
2. Approval to include the following clause in the mandate contracts concluded by the company with the company's administrators and directors: *"If an administrator or director who has concluded a mandate contract with the company is dismissed without just cause, the administrator or director who has concluded a mandate contract with the company is entitled to the payment of damages in the amount of 6 fixed gross monthly allowances."*

II. Extraordinary General Meeting of Shareholders

1. Approval for amending and completing the Company's Articles of Association.

- Amending the Article 35 as follows:
"Art. 35 Revocation of Administrators - Administrators may be revoked at any time by the Ordinary General Meeting of Shareholders. In case the revocation occurs without just cause, the revoked administrator is entitled to the payment of damages in the amount of 6 fixed gross monthly allowances."
The current form of the Article 35 is:
"Art. 35 Revocation of administrators - Administrators may be revoked at any time by the Ordinary General Meeting of Shareholders. In case the revocation occurs without just cause, the administrator is entitled to the payment of damages."
- Approval for supplementing the Article 49 - *Remuneration of directors* with a new paragraph:
"In case a director is dismissed without just cause, the dismissed director is entitled to the payment of damages in the amount of 6 fixed gross monthly allowances."

The shareholders registered at the reference date can exercise their right to attend and vote at general meeting 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 power of 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 **24.05.2025, 10⁰⁰ a.m.**

In accordance with the art. 105 para. (23³) of Law no. 24/2017 on the issuers of financial instruments and market operations and by applying the provisions of para. (23¹), 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 **24.04.2025**, the special or general power of attorney, the mail voting form, the draft resolutions, as well as the materials and documents which will be the subject of deliberations will be available both in Romanian and English at the company's headquarters (Investor Relations - phone number: +40372.065.570/+40372.065.572/+40372.065.583, fax: +40372.065.633, e-mail: relatiicuinvestitorii@antibiotice.ro) and on our company website ([www.antibiotice.ro/en/investors/financial-information/archive-of-the-general-meeting-of-shareholders/OGMS & EGMS 26/27.05.2025](http://www.antibiotice.ro/en/investors/financial-information/archive-of-the-general-meeting-of-shareholders/OGMS%20&%20EGMS%2026/27.05.2025)).

Until **24.05.2025, 10⁰⁰ a.m.**, the special or general power of attorney shall be submitted in original form, either in English or Romanian language, accompanied by 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 FSA Regulation no. 5/2018 on issuers of financial instruments and market operations).

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

- a) to introduce new items on the agenda of the General Meetings of Shareholders accompanied by a justification or by draft resolutions proposed for approval by the General Meetings of Shareholders;
- b) to submit draft resolutions for new items included or proposed to be added on the agenda of the General Meetings 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 20.05.2025.

The company's shareholders can ask questions regarding the items on the agenda of the General Meetings until **26.05.2025, 10⁰⁰ a.m.**, at the e-mail address: 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 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 4¹ of Law no. 297/2004).

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

At these General Meetings of Shareholders, all the shareholders registered in the Shareholders Register by the end of **15.05.2025**, established as reference date are entitled to attend and vote.

If the statutory quorum is not met for the validity of the deliberations at the first call, the General Meetings shall be rescheduled for **27.05.2025**, at 10⁰⁰ a.m. respectively at 12⁰⁰ a.m. at the same address and with the same agenda.

President of the Management Board,
Ioan NANI, Economist