Antibiotice
Știință și suflet

Draft Resolutions of
the Ordinary General Meeting of Shareholders

The Ordinary General Meeting of Shareholders of Antibiotice S.A., 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. **J1991000285223**, 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. 9055/13.11.2026 and in Evenimentul no. 10841 dated on 13.11.2026, (and republished in the Official Gazette of Romania, Part IV, no. ……/……. and in Evenimentul no. …… dated on ……)

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, FSA 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 17.12.2026 at 10 AM for an Ordinary Meeting at Antibiotice headquarters, for the first reunion/second reunion, gathering shareholders representing ……% of the share capital, respectively ……% of the total no. of voting rights, statutory and legally constituted,

following the debates,

DECIDES:

Resolution no.1: With the "for"/"against" votes of the shareholders representing ...% of the total votes cast, the Ordinary General Meeting of Shareholders approves/does not approve the contracting of a domestic non-recourse factoring facility from BANCA TRANSILVANIA S.A., in a maximum amount of RON 250,000,000, for an initial period of up to 24 months; the assignment to Banca Transilvania of all present and future receivables arising from all existing and future commercial relationships between Antibiotice S.A. and the following debtors: ALLIANCE HEALTHCARE ROMANIA SRL – Tax Identification Number (CUI): 8955860, FILDAS TRADING SRL – CUI: 4851409, DR.MAX SRL – CUI: 9378655, PHARMA SA – CUI: 13591928, FARMEXIM SA – CUI: 335278; the establishment of security interests in favour of Banca Transilvania S.A., namely a movable mortgage over all present and future collections from the aforementioned debtors, as well as over the balances of the current accounts and subaccounts opened by Antibiotice S.A. with Banca Transilvania S.A., with registration in the National Register of Movable Property Publicity (RNPM); and the authorisation of the General Director/Interim General Director of Antibiotice S.A., or any other person designated by the General Director/Interim General Director, to negotiate, agree upon and sign the credit documentation.

Resolution no.2: With the "for"/"against" votes of the shareholders representing ...% of the total votes cast, the Ordinary General Meeting of Shareholders approves/does not approve the revision of the key performance indicators set out in the Company's Administration Plan, in order to align them with the Revised Revenue and Expenditure Budget approved by the Ordinary General Meeting of Shareholders at its meeting held on 29 October 2026.

Resolution no.3: With the "for"/"against" votes of the shareholders representing ...% of the total votes cast, the Ordinary General Meeting of Shareholders approves/does not approve the signing of the addenda to the mandate agreements of the Company's Board members, incorporating the revised key performance indicators.

Resolution no.4: With the "for"/"against" votes of the shareholders representing ...% of the total votes cast, the Ordinary General Meeting of Shareholders approves/does not approve the acknowledgement of the termination of Mr. Ioan NANI's mandate as Executive Director, effective as of 4 December 2026, following his resignation from the mandate, pursuant to Article 8.3(b) of Mandate Agreement No. 2723P/15.04.2025.

Resolution no.5: With the "for"/"against" votes of the shareholders representing ...% of the total votes cast, the Ordinary General Meeting of Shareholders approves/does not approve the appointment of an interim member of the Administration Board for a five-month term, namely from 17 December 2026 to 16 May 2027, pursuant to Article 29(9) and (14) and Article 29^1 of Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises. If the selection and nomination procedure for the permanent member of the Administration Board is completed before the expiry of the term for which the interim member was appointed, the permanent member shall be appointed without delay by the General Meeting of Shareholders, and the mandate of the interim member shall terminate.

Resolution no.6: With the "for"/"against" votes of the shareholders representing ...% of the total votes cast, the Ordinary General Meeting of Shareholders approves/does not approve the initiation of the selection procedure for a permanent member of the Administration Board, with a term of office until 15 April 2029, pursuant to Article 29 of Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises, Article 24 of Annex No. 1 to Government Decision No. 639/2023, and other relevant applicable legislation.

These decisions shall be signed today 17.12.2026.

President of the Management Board,
Ionuț-Sebastian IAVOR