

Translation from Romanian**Biofarm output number: 177/24.04.2024**

CURRENT REPORT
According to F.S.A. Regulations no. 5/2018
Report date: 24.04.2024

Name of the commercial company: BIOFARM S.A.

Registered office: Bucharest, no. 99 Logofatul Tautu Street, 3rd City District

Telephone no.: 021/301.06.87

Fax no.: 021/316.52.48

Website: www.biofarm.ro

Tax registration number: RO 341563

Order no. with the Trade Register: J40/199/1991

Fully paid-up share capital: 98.537.535 lei

The market on which company securities are traded – Bucharest Stock Exchange, BIO symbol

Important event to report:

Biofarm S.A. informs that on 24.04.2024, at 12.00 o'clock p.m., the Ordinary General Meeting of Shareholders of Biofarm S.A. took place, convened in compliance with the Companies Law 31/1990 Republished, Law 297/2004 on the capital market, Law 24/2017 on issuers of financial instruments and market operations, Republished, F.S.A. Regulation No. 5/2018 on issuers of financial instruments and market operations, at the office of Biofarm S.A. from no. 99 Logofatul Tautu Street, 3rd City District, Bucharest.

The Ordinary General Meeting of Shareholders is at the first convening.

The convening was published in the Official Gazette of Romania Part IV No. 1448/22.03.2024 and in the newspaper << Jurnalul National >> No. 1613 (8925) of 22.03.2024.

At the Meeting, shareholders registered in the Shareholders' Register attended on the **reference date 15.04.2024**.

From the total of 985,375,350 issued shares, at the Meeting, 870,372,691 shares were present and represented, representing 88.32905055 % from the total of issued shares.

The Ordinary General Meeting of Shareholders is statutory and legally constituted.

The Ordinary General Meeting of Shareholders of the Company Biofarm S.A. decides as follows:

1. The election, based on Art. 129 of the Companies Law 31/1990, Republished, of a secretariat for the Ordinary General Meeting of Shareholders composed of Mrs ION Zoia Mihaela (shareholder of Biofarm S.A. Company) – secretary, Mr CONSTANTIN Valentin Daniel – technical secretary and Mrs STANCIU Roxana Maria – technical secretary, is approved unanimously.

2. The individual financial statements for the year concluded on 31 December 2023 drafted in compliance with IFRS adopted by the European Union, based on the reports presented by the Board of Directors and by the financial auditor are approved unanimously.

The main indicators for 2023 are:

Total incomes: lei 310,104,006

Total expenses: lei 233,091,108

Turnover: lei 280,288,775

Operating result: lei 76,829,545

Gross profit: lei 83,711,318

Net profit: lei 77,012,898

Total equities: lei 434,411,126

Revaluation reserves: lei 10,622,423

Reserves: lei 23,350,438

Reported result: lei 225,061,798

Total assets: lei 493,813,612



- 3.** The discharge from administration for the period 01.01.2023 – 31.12.2023 is approved unanimously.
- 4.** The Remuneration Report for the leaders of Biofarm S.A. for the year 2023¹ is approved unanimously.
- 5.** The distribution of the net profit made in 2023 and of the gross dividend of lei 0.031/share are approved with majority of votes.
The net profit realized in 2023 is distributed as follows:
Dividends: lei 30,546,636
Retained earnings: lei 46,466,262
- 6.** The distribution of dividends starting with the date of 06.09.2024, which is the payment date - in compliance with the provisions of Art. 87 (2) of Law No. 24/2017 Republished and of Art. 178 (2) from the F.S.A. Regulation No. 5/2018 is approved with majority of votes, and the bearing by shareholders of distribution expenses, as well as establishing the deadline for keeping the dividends at the shareholders' disposal, are approved unanimously.
- 7.** The empowerment of the Board of Directors for choosing the payment agent and establishing the dividends distribution procedure, in compliance with the legal provisions in force is approved unanimously.
- 8.** The income and expenses budget for the year of 2024 is approved unanimously.
- 9.** The limits of additional remuneration of the members of the Board of Directors and of the General Manager is approved as follows:
 - a)** A net budget of maximum 1% from the profit before tax to reward the members of the Board of Directors related to the fulfilment of the 2024 budget, as well as the approval of the delegation to B.D. of the competence to allocate the amounts, are approved with majority of votes;
 - b)** A net bonus for the General Manager in the amount of up to EUR 65,000 for meeting the net 2024 profit target (versus 2024 budget), as well as a net bonus of 2% of the amount by which the annual gross profit exceeds the budgeted 2024 gross profit, are approved with majority of votes. The delegation to the Board of Directors of the competence to establish the amount of the bonuses within the established limits is approved with majority of votes.
- 10.** The management and investment program for the year 2024 is approved unanimously.
- 11.** The empowerment of the Board of Directors to identify new opportunities for Company development through the acquisition of local pharmaceutical companies or local brands that would lead to an increase in market share and to the development of the Biofarm products portfolio and/or pharmaceutical companies/international brands for company development at international level, is approved unanimously.
- 12.** The appointment of the external auditor, namely the DELOITTE Audit S.R.L. company and fixing the duration of his contract for a period of 1 (one) year, due to the expiration of the contract of the external financial auditor, are approved unanimously.
- 13.** The date of 21.08.2024 is approved unanimously as the registration date in compliance with the provisions of Art. 87 (1) of Law No. 24/2017 Republished.
- 14.** The date of 20.08.2024 is approved unanimously as the ex date in compliance with the provisions of Art. 176 (1) from the F.S.A. Regulation No. 5/2018 and Art. 2 (2) letter I from the F.S.A. Regulation No. 5/2018.
- 15.** The mandating of Mr. Andrei Hrebenciuc – Chairman of the Board of Directors of Biofarm S.A. for signing all the documents issued following the Ordinary General Meeting of Shareholders is approved unanimously.

CHAIRMAN OF THE BOARD OF DIRECTORS
HREBENCIUC Andrei

¹ *The opinion of shareholders within the general meeting on the remuneration report, resulted following the vote, has a **consultative character**, according to Art. 107 para. (6) of Law No. 24/2017, Republished.*

