

**REVIEW OF THE NECESSITY  
FOR THE EXTENSION OF THE NUMBER OF MEMBERS OF THE BOARD  
FROM 3 TO 5**

In accordance with the provisions of the Corporate Governance Code of the BSE, Chapter A.3, the Board of Administrators of Farmaceutica REMEDIA SA proposes to extend the number of members of the Board of Administrators from 3 to 5, for the duration of the term of office of the current members of the Board of Administrators, starting from 01.02.2022 until 30.04.2023, based on the elections and approval of the Extraordinary General Meeting of Shareholders convened for 27/28.01.2022.

This proposal comes in order to comply with the provisions of the Corporate Governance Code of the Bucharest Stock Exchange, which stipulates that a Board of Administrators should be composed of at least 5 members, as well as to ensure an increased number of independent administrators.

It takes into account the specific context of polarization of the pharmaceutical market by international players and the pandemic situation, in which Farmaceutica REMEDIA SA is facing challenges regarding the development of new business lines, consolidation of wholesale activities, profitability of the retail segment, which requires a rigorous management system to ensure sustainability, resilience and profitability of the company's activity.

A five-member Board of Administrators ensures the implementation of an effective risk management and internal control system and, through the committees established, enables an independent and regular assessment of the effectiveness and safety of the risk management and internal control system and corporate governance practices.

27.12.2021