

**DECISION NO. 83 of October 25<sup>th</sup> 2022  
of the Extraordinary General Meeting of Shareholders**

**Farmaceutica REMEDIA S.A.  
J20/700/1991, CUI RO 2115198**

Adopted today, 25.10.2022 at the secondary headquarters of the company from BUCHAREST, B-dul Metalurgiei no. 78, sector 4.

The Extraordinary General Meeting of Shareholders was convened following the Decision of the Board of Administration no. 382/20.09.2022. The convening notice was published in the Official Gazette of Romania part IV no. 4014 of 22.09.2022.

Following the debate of the items on the agenda, the Extraordinary General Meeting of Shareholders decides, with the vote of the shareholders present and represented holding a number of 80.496.947 voting shares, representing 84,3069% of the total number of voting shares in the share capital of Farmaceutica REMEDIA SA (total voting shares 95.480.820 representing 100% of the share capital of Farmaceutica REMEDIA S.A.), the following:

**Art. 1.** With a total of 80.496.947 votes expressed, representing 84,3069% of the share capital, of which 80.496.947 votes IN FAVOR, no votes AGAINST and no ABSTENTIONS, all votes being valid, the EGMS decides:

Approval of the acquisition by the Company of its own shares, through a public purchase offer, in compliance with the applicable legal provisions and meeting the following main characteristics:

- Purpose of the program: the Company will repurchase shares for distribution free of charge to employees and members of the Company's management and affiliated legal entities under a Stock Option Plan, in compliance with applicable law, for the purpose of retaining them and rewarding them for their work;
- Maximum number of shares that may be repurchased: a maximum of 2.864.425 shares, representing 3% of the Company's share capital;
- Minimum price per share: 0,3 lei;
- Maximum price per share: 0,9 lei;
- Maximum pecuniary value: RON 2.577.982,50;
- Duration: maximum 18 months from the date of publication of the decision in the Official Gazette of Romania, Part IV;
- Payment for the acquired shares will be made from the sources provided for by law.

The acquisition of shares under the repurchase program will be carried out by means of a public offer on the basis of a Public Offer Document, approved by the Financial Supervisory Authority and carried out through an Intermediary.

**Art. 2.** With a total of 80.496.947 votes expressed, representing 84,3069% of the share capital, of which 80.496.947 votes IN FAVOR, no votes AGAINST and no ABSTENTIONS, all votes being valid, the EGMS decides:

Approval of the empowerment of the Board of Administrators of the Company with the right of representation and/or substitution for the adoption of measures to carry out all the necessary steps and formalities for the purchase of its own shares through a public tender offer.

**Art. 3.** With a total of 80.496.947 votes expressed, representing 84,3069% of the share capital, of which 80.496.947 votes IN FAVOR, no votes AGAINST and no ABSTENTIONS, all votes being valid, the EGMS decides:

Approval of the empowerment of the Board of Administrators of the Company with the right of representation and/or substitution to carry out the decision, within the legal and statutory limits, by going through all the steps and formalities for the implementation of the "Stock Option Plan" program, such as, but not limited to: identification of the allocation criteria, determination of the number of shares to be effectively distributed to each beneficiary, the period for exercising the rights, identification of the beneficiaries, preparation and publication of the information documents in accordance with the law.

**Art. 4.** With a total of 80.496.947 votes expressed, representing 84,3069% of the share capital, of which 80.496.947 votes IN FAVOR, no votes AGAINST and no ABSTENTIONS, all votes being valid, the EGMS decides:

Approval of the date of **15.11.2022 as the registration date**, in compliance with the provisions of Art. 87 (1) of Law No. 24/2017.

**Art. 5.** With a total of 80.496.947 votes expressed, representing 84,3069% of the share capital, of which 80.496.947 votes IN FAVOR, no votes AGAINST and no ABSTENTIONS, all votes being valid, the EGMS decides:

Approval of the date of **14.11.2022 as ex-date**, in compliance with the provisions of Art. 176 (1) from the FSA Regulation No. 5/2018 and Art. 2 (2) letter I from the FSA Regulation No. 5/2018.

**Art. 6.** With a total of 80.496.947 votes expressed, representing 84,3069% of the share capital, of which 80.496.947 votes IN FAVOR, no votes AGAINST and no ABSTENTIONS, all votes being valid, the EGMS decides:

The empowerment of "TARUS" – Valentin Norbert TARUS e.U., the President of the Board of Administrators, represented by Mr. Valentin-Norbert TARUS, for signing all the documents issued following the Extraordinary General Meeting of Shareholders.

The President of the Extraordinary General Meeting of the Shareholders

The Secretary of the Extraordinary General Meeting of the Shareholders