

SPECIAL DELEGATION - EGMS March 6th/7th 2024
Requested by the Board of Administrators of
Trading company Farmaceutica REMEDIA S.A.

Name of the Shareholder: _____

Identification in the Shareholders' Register of Farmaceutica REMEDIA S.A.:

ID: (PIN or CIF - Fiscal Identification Number) _____

ID2: (Personal ID or Trade Registry No.) _____

ADDRESS: _____

CITY: _____

COUNTY: _____

COUNTRY: _____

Fiscal Identification No.: _____

SHAREHOLDER OF: _____

Legally represented by _____, as _____

Identified with ID series _____, no. _____ and PIN _____

On the reference date, holder of a number of _____ shares,

I hereby delegate Mr. / Mrs. _____,

PIN _____

Identified with ID series _____, no. _____, domiciled in _____

As my representative in the Extraordinary General Meeting of the Shareholders on **March 6th 2024, 12.00 o'clock** at the headquarters of the company in Bucharest, Metalurgiei Blvd, no. 78, 4th City District, postal code 041836, or on the date when the second meeting will take place on **March 7th 2024**, at the same place and time, to exercise the voting right corresponding to my holdings registered in the **Shareholders' Register kept in the Central Depository on the reference date**, as follows:

The agenda / Issues subjected to a vote in the **Extraordinary General Meeting** of Shareholders

1. Approval of the extension for another 12 months of the period of use and validity of the credit facility granted to the Company by Banca Transilvania in the form of a Global Operating Ceiling in the amount of 90.000.000 lei, with the approval of the establishment / maintenance of guarantees (receivables, stocks, real estate, blank promissory notes/guarantees) up to the limit requested by the bank, exceeding the limit of 20% of the total fixed assets, less receivables.

In favour _____ Opposed _____ Abstained _____

2. Empowerment of Mrs. Elena Codrean, member of the Board of Administrators of Farmaceutica REMEDIA SA to sign the credit contract(s) and any additional documents to the contract(s), as well as the mortgage and/or real estate contracts with the selected bank and any other documents required by the bank/banks/notary, necessary for the conclusion and execution of the credit contract(s).

In favour _____ Opposed _____ Abstained _____

3. Empowerment of the Board of Administrators to issue Decisions pursuant to Articles 1 and 2 of this notice, to detail the operations for the extension of the credit facility granted to the Company

by Banca Transilvania in the form of a Global Operating Ceiling, as well as the constitution/maintenance of the related guarantees and the granting of mandates for the signature of all documents issued following the Extraordinary General Meeting of Shareholders.

In favour _____ Opposed _____ Abstained _____

4. Approval of the transfer by the Company to Farmaceutica REMEDIA Distribution & Logistics SRL, with registered office in Deva, Bd. Nicolae Bălcescu nr. 2, unique registration code 3572074 and number in the Trade Register J20/504/2012, of the activities related to a number of 22 work points ("Pharmacies"), pharmacies, local distribution offices and drugstores, based on the Board of Administrators' justification note presented on the company's website <https://corporate.remedia.ro/relatii-cu-investitorii/shareholder-information/adunarea-general-a-actionarilor/>, for a minimum price of 550.000 lei

In favour _____ Opposed _____ Abstained _____

5. Approval of the empowerment of the Board of Administrators to negotiate the terms and conditions and conclude the contract for the transfer of the activity of the Pharmacies defined in paragraph 4.

In favour _____ Opposed _____ Abstained _____

6. Empowerment of Ms. Elena Codrean, member of the Board of Administrators of Farmaceutica REMEDIA SA to sign, at the notary's office, the contract for the transfer of the pharmacies activity and all the documents necessary for the completion of the transaction.

In favour _____ Opposed _____ Abstained _____

7. 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 as well as rewarding the performance and results obtained through the activity carried out;
- Maximum number of shares that may be repurchased: a maximum of 954.808 shares, representing 1% of the Company's share capital;
- Minimum price per share: 0,4 lei;
- Maximum price per share: 0,95 lei;
- Maximum pecuniary value: RON 907.067,60;
- 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.

In favour _____ Opposed _____ Abstained _____

8. 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.

In favour _____ Opposed _____ Abstained _____

9. 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.

In favour _____ Opposed _____ Abstained _____

10. Approval of the date of **26.03.2024 as the registration date**, in compliance with the provisions of Art. 87 (1) of Law No. 24/2017.

In favour _____ Opposed _____ Abstained _____

11. Approval of the date of **25.03.2024 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.

In favour _____ Opposed _____ Abstained _____

12. Empowerment of "TARUS" - Valentin-Norbert TARUS e.U., Chairman of the Board of Directors, represented by Mr. Valentin-Norbert TARUS, to sign the decision of the Extraordinary General Meeting of Shareholders and any other related documents.

In favour _____ Opposed _____ Abstained _____

Signature of the shareholder _____ **Date of delegation** _____

This document was drawn up in 3 (three) original copies.