

**FORM OF VOTE BY MAIL**

for the Ordinary General Meeting of Shareholders of BIOFARM S.A., with registered office in Bucharest, 99 Logofătul Tăutu street, 3<sup>rd</sup> District, sole identification number 341563, J40/199/1991, fully subscribed and paid-up share capital of lei 98,537,535.00

**The undersigned** \_\_\_\_\_ [surname and given name of the natural person shareholder], identified by \_\_\_\_\_ [identity document], series \_\_\_\_\_, number \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, domiciled in \_\_\_\_\_, personal identification number \_\_\_\_\_,

or

**The company** \_\_\_\_\_ [name of the legal person shareholder], with office in \_\_\_\_\_, registered with the Trade Register under No. J \_\_\_\_/\_\_\_\_/\_\_\_\_, having Tax Identification Number \_\_\_\_\_, legally represented by \_\_\_\_\_,\*

shareholder on the **reference date 16.04.2021** of BIOFARM S.A. – a Romanian legal person, with registered office in Bucharest, 99 Logofatul Tautu Street, 3<sup>rd</sup> District, zip code 031212, registered with the Bucharest Trade Register Office under No. J40/199/1991, Sole Identification Number 341563, holding a number of \_\_\_\_\_ shares, representing \_\_\_\_\_% from the total of 985,375,350 shares issued by the Company, which confers me a number of \_\_\_\_\_ voting rights in the Ordinary General Meeting of Shareholders, representing \_\_\_\_\_% from the total voting rights, having knowledge of the agenda of the Ordinary General Meeting of Shareholders of BIOFARM S.A. Company **convened for 26/27.04.2021, starting with 12 o'clock** p.m. and of the documentation made available by BIOFARM S.A. in relation to the respective agenda, in compliance with Article 208 (2) of the F.S.A. Regulation No. 5/2018, by this form, do hereby cast my vote by mail as follows:

<b>OGMS AGENDA</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
<b>1.</b> Approval of the election, on the basis of Article 129 of Law 31/1990 of the companies republished, of a secretaryship for the Ordinary General Meeting of Shareholders.			
<b>a)</b> The approval of the election of an OGMS secretaryship composed of 3 members.			
<b>b)</b> Approval of Mrs. ION Zoia Mihaela (shareholder of Biofarm S.A.) as secretary			
<b>c)</b> Approval of Mrs. STANCIU Roxana Maria as technical secretary			
<b>d)</b> Approval of Mrs. GRIGORAS Florina as technical secretary			
<b>2.</b> Approval of individual financial statements for the year concluded on 31 December 2020 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.			
<b>3.</b> Approval of the administrators discharge for the year 2020.			
<b>4.</b> Approval of the net profit distribution made in 2020 and of the gross dividend of 0,022 lei/share.			
<b>a)</b> Approval of net profit distribution made in 2020, as follows: Retained earnings: lei 32,586,322 Dividends: lei 21,678,258			
<b>b)</b> Approval of the gross dividend of lei 0,022 /share.			

OGMS AGENDA	FOR	AGAINST	ABSTENTION
<p><b>5.</b> Approval of dividends distribution starting with 03.09.2021, which is the payment date - in compliance with the provisions of Art. 86 (2) of Law No. 24/2017 and Art. 178 (2) from the FSA Regulation No. 5/2018, shareholders bearing the distribution expenses, as well as setting the deadline for keeping the dividends at the shareholders' disposal (of 3 years from the payment date).</p>			
<p><b>a)</b> Approval of the dividends distribution starting with 03.09.2021, which is the payment date.</p>			
<p><b>b)</b> Approval for bearing the dividends distribution expenses by shareholders.</p>			
<p><b>c)</b> Approval of the deadline for keeping the dividends at the shareholders' disposal, respectively of 3 years from the payment date.</p>			
<p><b>6.</b> Empowerment of the Board of Directors to choose the payment agent and to establish the dividends distribution procedure, in compliance with the legal provisions in force.</p>			
<p><b>7.</b> Approval of the income and expenses budget for the year 2021.</p>			
<p><b>8.</b> Approval of a net budget of maximum 1% from the profit before tax to reward the members of the Board of Directors for meeting the budget of 2021, as well as the approval of delegation to the B.D. of the competence to allocate the amounts.</p>			
<p><b>9.</b> Approval of the management and investment program for the year 2021.</p>			
<p><b>a)</b> Approval of construction works and acquisitions of fixed assets in a total value of lei 47,412,500</p>			
<p><b>10.</b> Approval of registration to the "Retained earnings" of the amount of lei 807,409 representing dividends not picked up by shareholders for the financial year of 2016.</p>			
<p><b>11.</b> Approval of an extraordinary bonus granted to members of the B.D. for 2020 for the completion of the investment in the new production unit from Drumul Gura Badicului street and obtaining the necessary authorizations for its operation, in the amount of 200,000 lei net.</p>			
<p><b>12.</b> Appointing a member in the Board of Directors for a period equal to the difference of mandate that remained to be executed by the Board of Directors in operation.</p>			
<p><b>12.1</b> BUICĂ Nicușor Marian</p>			
<p><b>13.</b> Appointing the external financial auditor and establishing the minimum duration of its contract, following the expiry of the external financial auditor contract.</p>			
<p><b>a)</b> Appointing the external financial auditor, respectively the BDO AUDIT S.R.L. Company, due to the expiry of the external financial auditor's contract.</p>			
<p><b>b)</b> Establishing the minimum duration of the external financial auditor's contract, respectively 1 (one) year.</p>			

<b>OGMS AGENDA</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
<b>14.</b> Approval of the Remuneration Policy for the managers of Biofarm S.A.			
<b>15.</b> Approval of the date of 17.08.2021 as registration date in compliance with the provisions of Art. 86 (1) of Law No. 24/2017.			
<b>16.</b> Approval of the date of 16.08.2021 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.			
<b>17.</b> Approval of the mandating of Mr Andrei Hrebenciuc – Chairman of the Board of Directors for signing all documents issued following the Ordinary General Meeting of Shareholders.			

Date \_\_\_\_\_

\*\* \_\_\_\_\_ [signature]

\*\*\* \_\_\_\_\_  
 [surname, given name(a) of the natural person shareholder or of the legal representative of the legal person shareholder, in print with capital letters]

#### **DOCUMENTS ACCOMPANYING THE BALLOT BY MAIL**

- **natural person shareholders:** Copy of the shareholder's identity document, which must allow his/her identification in the company's shareholders' register, held by the Depozitarul Central S.A., if the case may be, copies of the identity documents of legal representatives (in the case of natural persons without legal competence or with limited legal competence), together with the proof of legal representative;
- **legal person shareholders or entities without legal personality:** in case the shareholders' register does not contain data regarding the quality of legal representative or they are not updated, this quality is proved with a confirmation of company details in original or in a certified true copy, issued by the Trade Register or any other document, in original or in a certified true copy, issued by a competent authority from the state in which the shareholder is legally registered, with a period of maximum 3 months in relation with the date of publication of the convening notice of the General Meeting, which would allow identifying the legal representative. The documents certifying the quality of legal representative drafted in a foreign language, other than English language, shall be accompanied by a translation performed by a sworn translator in Romanian or in English language.
- **in which the ballot by mail is sent through a representative:** the necessary accompanying documents provided in the O.G.M.S. convening notice 26/27.04.2021 for general/special powers of attorney, respectively in point C.2 will be also sent.

#### **Note:**

- \* to be filled in only for legal persons
- \*\* in case of legal person shareholders, the document shall be signed by hand
- \*\*\* in case of legal persons, the name and position of the legal representative shall be mentioned