

<<Translation from Romanian>>

**Project for the Decision of Extraordinary General Meeting of Shareholders of
S.C. BIOFARM S.R.L. of 17/18.04.2014**

**DECISION NO. 72
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF S.C. BIOFARM
S.R.L. of _____**

The Extraordinary General Meeting of Shareholders of S.C. Biofarm S.R.L. with registered office in Bucharest, no. 99 Logofatul Tautu Street, 3rd City District, Unique Registration Number at the Trade Registry Office 341563, registered with the Trade Register under order number J40/199/1991, having the share capital of 109,486,149.90 lei fully subscribed and paid, was convened in compliance with Law 31/1990, Law 297/2004 and Regulation 6/2009 of R.N.S.C., at the registered office of S.C. Biofarm S.R.L. no. 99 Logofatul Tautu Street, 3rd City District, Bucharest, on 17/18.04.2014, 1 o'clock p.m.

The Extraordinary General Meeting of Shareholders is at the first/second convocation. The convocation was published in the Official Gazette of Romania, part IV of no. ____/____ and in _____ newspaper no. ____ of _____. At the Meeting, shareholders registered in the Register of shareholders on the reference date 08.04.2014 participated.

From the total of 1,094,861,499 issued shares, present and represented at the meeting were _____ shares, representing _____% of the total issued shares. The A.V.A.S. representative attended/did not attend the meeting.

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

The Extraordinary General Meeting of Shareholders of S.C. Biofarm S.A. decides unanimously/by majority of votes the following:

1. The approval for the alienation from the Board of Directors of some assets belonging to Biofarm S.A., which the company does not require in order to accomplish the main object of activity.
2. The approval for the purchase, until 01.10.2015, by S.C. Biofarm S.A. of a maximum number of 109,486,149 own shares, whose nominal value represents maximum 10% of the share capital, at a price ranging from 0.20 to 0.40 lei/share. The shares thusly obtained are to be cancelled, the share capital being appropriately decreased.
3. The approval of the payment for the purchased own shares from the available reserves of the company, registered in the final approved annual financial statement, except for legal reserves.
4. The approval of acquisition of fixed assets whose value exceeds, individually or cumulatively, 20% of the total fixed assets, less receivables, with a maximum value of 36,070,290 lei.
5. The approval of the date of 09.05.2014 as registration date in compliance with provisions of art. 238, para. 1 of Law 297/2004 on capital market.
6. The approval of empowering Mr. Dănuț VASILE – Chairman of the Board of Directors for signing all documents issued following the Extraordinary General Meeting of Shareholders.

**B.D. CHAIRMAN
VASILE Dănuț**

EGMS SECRETARIES

I, undersigned Laura Lepădatu, a sworn translator, authorized by the Ministry of Justice of Romania, do hereby certify that this is a true, full and correct translation of the text that was seen by me.

Sworn translator No. 30346/2010

