



Str. Logofătul Tăutu nr. 99,  
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<<Translation from Romanian>>

**DECISION NO. 72  
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF S.C. BIOFARM  
S.A. of 17.04.2014**

The Extraordinary General Meeting of Shareholders of S.C. Biofarm S.A. with registered office in Bucharest, no. 99 Logofătul Tautu Street, 3<sup>rd</sup> 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.A. no. 99 Logofătul Tautu Street, 3<sup>rd</sup> City District, Bucharest, on 17.04.2014, 1 o'clock p.m.

The Extraordinary General Meeting of Shareholders is at the first convocation. The convocation was published in the Official Gazette of Romania, part IV of no. 1651/14.03.2014 and in Evenimentul zilei newspaper no. 7053 of 14.03.2014. At the Meeting, shareholders registered in the Register of shareholders on the reference date of 08.04.2014 participated.

From the total of 1,094,861,499 issued shares, at the Extraordinary General Meeting of Shareholders 536,470,250 shares were present, represented, or expressed their vote by correspondence, representing 48.9989% of the share capital.

The A.V.A.S. representative did not attend the meeting and did not express its vote by correspondence.

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 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, is approved with majority of votes.
2. 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 is approved with majority of votes. The shares thusly obtained are to be cancelled, the share capital being appropriately decreased.
3. 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, is approved with majority of votes.
4. The 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 is approved with majority of votes.





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5. The date of 09.05.2014 as registration date in compliance with provisions of art. 238, paragraph 1 of Law 297/2004 regarding the capital market is approved with majority of votes.
6. The empowering Mr. Dănuț VASILE – Chairman of the Board of Directors for signing all documents issued following the Extraordinary General Meeting of Shareholders is approved with majority of votes.

**B.D. CHAIRMAN**

**Dănuț VASILE**

*(Illegible signature)*

*Round stamp with the following text:*

*Bucharest, BIOFARM S.A. 5*

**EGMS SECRETARIES**

Veronica DUMITRU

Roxana Maria STANCIU

Andreea Luiza SERGHEI

*(Illegible signatures)*

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*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,*

