

CURRENT REPORT

According to C.N.V.M. Regulation nr. 1/2006
(C.N.V.M. – Romanian National Securities Commission)
Report date: 14.03.2013

Company name : S.C. BIOFARM S.A.
Registered office : Bucharest, 99 Logofatul Tautu street, district 3
Telephone no. : 021/301.06.87
Fax no. : 021/316.52.48
Website: www.biofarm.ro
Unique Registration Code : RO 341563
Trade Register Number : J40/199/1991
Subscribed and paid in registered capital : 109.486.149,90 lei

The market where the company's securities are traded – The Bucharest Stock Exchange, BIO symbol.

Important events to be reported:

1) The Board of Directors of S.C. Biofarm S.A. gathered on 14.03.2013, at 1 o'clock p.m. at the headquarters of the company from no. 99 Logofatul Tautu Street, 3rd City District, Bucharest, decided the convocation of the Ordinary General Meeting of Shareholders of S.C. Biofarm S.A.

CONVOCATION

The Board of Directors of SC BIOFARM SA with unique registration code 341563 and number with the Trade Register J40/199/1991, 109,486,149.90 lei subscribed and paid capital, web page www.biofarm.ro, convoked, according to Act no. 31/1990 Republished regarding commercial companies, Act no. 297/2004 regarding the capital market and the RNSC Regulation no. 6/2009, the Ordinary General Meeting of Shareholders on 18.04.2013 at 2 o'clock p.m. at the headquarters of the company of Bucharest, no. 99 Logofatul Tautu Street, 3rd City District. In the case in which the Assembly shall not take place due to failure to fulfil the quorum, the second convocation is on 19.04.2013, in the same place, at the same hour and with the same agenda.

At the Ordinary General Meeting of Shareholders, the shareholders registered in the Shareholders Register held by S.C. Depozitarul Central S.A. have the right to attend and to vote at the end of 08.04.2013, considered a reference date.

The Ordinary General Meeting of Shareholders will have on the agenda the adoption of the following resolutions:

1. Approval of individual financial statements for the year ended on December 31, 2012 elaborated in accordance with IFRS adopted by the European Union based on the reports presented by the Board of Directors, the B.D. chairman and the Financial Auditor.

2. Approval of discharge of administrators for 2012.

3. Approval of the distribution according to destinations of the net profit realised in 2012. Approval of the gross dividend /share, proposed by the Board of Directors, of 0.013 lei /share;

establishment of the payment term and the term for holding dividends at the disposal of shareholders; bearing the distribution costs of dividends as well as the approval of the realisation of their distribution through SC Biofarm SA and/or the Depozitarul Central, the bank or another specialised financial institution, upon the choice of the Board of Directors, according to the distribution procedure that shall be established by the Board of Directors of S.C. Biofarm S.A.

4. Approval of the budget of revenues and expenditures for 2013.

5. Approval of the activity and investment program for 2013.

6. Appointment of the external financial auditor and establishing the minimum duration of its contract, due to the contract expiry of the external financial auditor.

7. Approval of 10.05.2013 as the registration date according to the provisions of art. 238 par. 1 of Act no. 297/2004 regarding the capital market.

8. Approval of the mandating of Mr. Danut VASILE – Chairman of the Board of Directors for signing all the documents issued following the Ordinary General Meeting of Shareholders.

One or more shareholders representing individually or together at least 5% from the share capital have the right to:

a) introduce points on the agenda of the Ordinary General Meeting of Shareholders, provided that each point is accompanied by a justification or by a draft resolution proposed for adoption by the Ordinary General Meeting of Shareholders. The request must be transmitted in writing until the end of 03.04.2013. The proposals regarding the introduction of new points on the agenda of the Ordinary General Meeting of Shareholders must be submitted at the headquarters of SC BIOFARM SA from Bucharest, no. 99 Logofatul Tautu Street, 3rd City District, postal code 031212.

Natural persons shall transmit the proposals regarding the introduction of new points on the agenda in original, signed, accompanied by the copy of the shareholder's identity card, signed by him for conformity and by the account statement issued by the Depozitarul Central or as the case may be, by participants defined in art. 168 par. (1) letter b) of Act no. 297/2004 that provides custody services, from which the quality of shareholder and the number of shares held result.

In the case of proposals transmitted by legal entities, they will be signed in original by the legal representative, accompanied by documents certifying the quality of legal representative (the certificate issued by the Trade Register, original or certified copy, or any other document, original or certified copy, issued by a competent authority from the state in which the shareholder is legally registered, which certifies the quality of legal representative) issued no more than 3 months before the publication date of the convening notice of the Shareholders' General Meeting, the copy of the company registration certificate, the copy of the identity card of the signing legal representative and by the account statement issued by the Depozitarul Central or as the case may be, by the participants defined in art. 168 par. (1) letter b) of Act no. 297/2004 that provide custody services, of which the quality of shareholder and the number of shares held result.

b) present draft resolutions for the points included or proposed to be included on the agenda of the Ordinary General Meeting of Shareholders, not later than the end of 03.04.2013. Natural persons shall transmit draft resolutions in original, signed, accompanied by the copy of the identity card of the shareholder, signed by him for conformity.

In the case of proposals transmitted by legal entities, they shall be signed in original by the legal representative, accompanied by documents attesting the quality of legal representative (the certificate issued by the Trade Register, original or certified copy, or any other document, original or certified copy, issued by a competent authority from the state in which the shareholder is legally registered, attesting the quality of legal representative) issued no more than 3 months before the publication date of the convening notice of the Shareholders' General Meeting, the copy of the company registration certificate, the copy of the identity card of the signing legal representative and by the account statement issued by the Depozitarul Central or if the case may be, by the participants defined in art. 168 par. (1) letter b) of Act no. 297/2004 that provide custody services, from which the quality of shareholder and the number of shares held result.

Each shareholder has the right to ask questions in writing regarding the points on the agenda of the Ordinary General Meeting of Shareholders until 16.04.2013, 2 o'clock p.m., at the headquarters of S.C. BIOFARM S.A. from Bucharest, no. 99 Logofatul Tautu Street, 3rd City District, mentioning on the envelope clearly written and with capital letters « FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM 18/19.04.2013»

Natural persons shall transmit the questions in writing, signed, accompanied by the copy of the shareholder's identity card signed for its conformity.

In the case of questions transmitted by legal entities, they shall be signed in original by the legal representative, accompanied by documents attesting the quality of legal representative (the certificate issued by the Trade Register, original or certified copy, or any other document, original or certified copy, issued by a competent authority from the state in which the shareholder is legally registered attesting the quality of legal representative) issued no more than 3 months before the publication date of the convening notice of the Shareholders' General Meeting, the copy of the company's registration certificate and the copy of the identity card of the signing legal representative.

In order to prove the shareholder quality, according to the Disposition of Measures of RNSC no. 3/20.02.2012, apart from the above mentioned documents, the persons requesting information in compliance with art. 13 from the Regulation of RNSC no. 6/2009, must also present besides the documents attesting their identity a statement of account issued by the Depozitarul Central S.A. or, as appropriate, by the participants defined at art. 168 paragraph (1) letter b) from Act no. 297/2004 that supply custody services, from which the shareholder quality and the number of shares owned result.

The company can formulate a general answer for the questions with the same content, which will be available on the internet page of the company at the section of Frequently Asked Questions, in question – answer format.

The shareholders can participate personally or they can be represented within the Ordinary General Meeting of Shareholders by their legal representatives or by other persons, to whom a special power of attorney was granted, based on the power of attorney form, which is made available by S.C. BIOFARM S.A., according to the law. The power of attorney form can be obtained starting with 15.03.2013, after 5 o'clock p.m., from the company's website (www.biofarm.ro) and from the registered office of the Company. The form will be available both in Romanian and English.

The special powers of attorney, filled and signed, shall be submitted at the registered office of S.C. BIOFARM S.A. from Bucharest, no. 99 Logofătul Tautu Street, 3rd City District until 16.04.2013, 2 o'clock p.m., in closed envelope, with the clearly written mention with capital letters: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM April 18,19.04.2013" or sent at the e-mail addresses mihaela.ion@biofarm.ro or roxana.stanciu@biofarm.ro until the same date and hour, with the attached extended electronic signature.

Natural persons shall send the special powers of attorney accompanied by the copy of the shareholder's identity card, signed by him for conformity. In the case of special powers of attorney sent by legal entities, they shall be signed in original by the legal representative, accompanied by documents attesting the quality of legal representative (the certificate issued by the Trade Register, in original or in certified copy, or any other document, in original or certified copy, issued by a competent authority from the state in which the shareholder is legally registered, attesting the quality of legal representative) issued with no more than 3 months before the publication date of the convening notice for the General Meeting of Shareholders, the copy of the company registration certificate, the copy of the identity card of the signing legal representative.

The original of the special power of attorney shall remain at the company, one copy of the power of attorney shall be handed to the representative and the third copy shall remain with the shareholder. At the date of the Ordinary General Meeting of Shareholders at the moment of entering the meeting room, the assigned representatives shall present their copy of special power of attorney and the identity card.

S.C. BIOFARM S.A. accepts the special power of attorney submitted in original for the participation and the voting within the Ordinary General Meeting of Shareholders, given by a shareholder to a credit institution providing custody services, without requiring additional documents regarding the respective shareholder, if the special power of attorney made available by the company is signed and stamped by the respective shareholder, as appropriate, and if it is accompanied by a declaration on his own responsibility issued by the credit institution that received the empowerment of representation by special power of attorney showing that:

- a. the credit institution provides custody services for the respective shareholder;
- b. the instructions from the special power of attorney are identical with the instructions within the SWIFT message received by the credit institution for voting in the name of the respective shareholder.

- c. the special power of attorney is signed by the shareholder.

S.C. BIOFARM S.A. shareholders registered at the reference date of 08.04.2013 in the register of shareholders, issued by the Depozitarul Central S.A. have the possibility of voting by

correspondence, before the Ordinary General Meeting of Shareholders. The voting forms will be sent free of charge by correspondence to the shareholders, following a request submitted to the company's registry starting with 15.03.2013, 5 o'clock p.m.. The form of vote by correspondence can be obtained starting with 15.03.2013, 5 o'clock p.m. and on the website of the Company (www.biofarm.ro). The form will be available both in Romanian and English.

The form of vote by correspondence shall be submitted to the registered office of S.C. BIOFARM S.A. from Bucharest, no. 99 Logofătul Tautu Street, 3rd City District, postal code 031212, in closed envelope, with the mention written clear and with capital letters: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS FROM 18/19.04.2013" until 16.04.2013, 2 o'clock p.m., or sent at the e-mail addresses mihaela.ion@biofarm.ro or roxana.stanciu@biofarm.ro until the same date and hour, with the attached extended electronic signature.

In the case of vote by correspondence of natural persons, the filled and signed voting form shall be accompanied by the copy of the shareholder's identity card, signed by him for compliance. In the case of vote by correspondence of legal entities, the filled and signed voting form shall be accompanied by documents attesting the quality of legal representative (the certificate issued by the Trade Register in original or in certified copy, or any other document, in original or certified copy, issued by a competent authority from the state in which the shareholder is legally registered, attesting the quality of legal representative) issued with no more than 3 months before the publication date of the convening notice for the General Meeting of Shareholders, the copy of the company registration certificate, the copy of the identity card of the signing legal representative.

In all situations, the transmitted documents for attesting the quality of legal representative elaborated in a foreign language other than English, shall be accompanied by a translation, performed by a sworn translation, in Romanian or in English, their legalization or apostillation not being necessary.

The voting forms which are not received at the registered office of S.C. BIOFARM S.A. until the above mentioned dates and hours shall not be considered for determining the quorum and the majority in the Ordinary General Meeting of Shareholders.

Starting with 15.03.2013, 5 o'clock p.m., the documents, informative materials, the draft resolution regarding the Ordinary General Meeting of Shareholders, in compliance with the legislation in force, can be consulted and obtained by shareholders by accessing the Company's website www.biofarm.ro or from the Legal Office – Shareholding, at Company's registered office, during working days between 10 o'clock a.m. and 4 o'clock p.m.

All documents for the Ordinary General Meeting of Shareholders can be submitted at company's registered office during working days between 10 o'clock a.m. and 4 o'clock p.m.

2) Litigation with Olga Ivanciu. File no. 19516/3/2010, pending at the Bucharest Court – 5th Civil Section, having as object two invention patents issued during 1973-1974.

The Board of Directors of S.C. Biofarm S.A. informs the shareholders that at the date of judgment from 14.03.2013, the Bucharest Court – 5th Civil Section, delayed the cause for 13.06.2013. As the litigation was not amicably settled, the procedure shall continue, the court following to pronounce itself on the necessity of performing an accounting expertise.

B.D. CHAIRMAN
Danut VASILE