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Draft Decision of the Ordinary General Meeting of Shareholders of S.C. BIOFARM S.A. from 28/29.04.2016

**DECISION NO. 75
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF S.C. BIOFARM S.A.
OF _____**

The Ordinary General Meeting of Shareholders of S.C. Biofarm S.A. with registered office in Bucharest, No. 99 Logofatul Tautu Street, 3rd District, unique registration code with the Trade Register 341563, order number with the Trade Register J40/199/1991, having a share capital of RON 98.537.535,00 fully subscribed and paid up, was convened in compliance with Law 31/1990, Law 297/2004 and Regulation 6/2009, at the office of S.C. Biofarm S.A. from No. 99 Logofatul Tautu Street, 3rd District, Bucharest, on 28/29.04.2016, at 12 o'clock p.m..

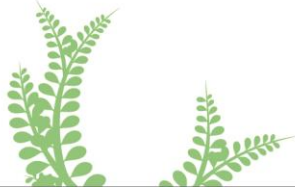
The Ordinary General Meeting of Shareholders is at the first / second convening. The convening was published in the Official Gazette of Romania Part 4 of no. 1247/28.03.2016 and in the "Evenimentul Zilei" newspaper no. 7678 of 26.03.2016. The shareholders registered in the Shareholders' Register attended the Meeting on the reference date 19.04.2016.

From the total of 985.375.350 issued shares, _____ shares were present and represented at the meeting, representing _____% from the total of issued shares. The A.A.A.S. (*State Assets Management Authority*) representative attended/did not attend the meeting.

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

The Ordinary General Meeting of Shareholders of S.C. Biofarm S.A. decides by unanimity/by majority of votes as follows:

1. The individual financial statements for the year concluded on 31 December 2015, drafted in compliance with IFRS adopted by the European Union, based on the reports presented by the Board of Directors and the financial auditor, are approved.
2. The discharge from administration for 2015 is approved.
3. A net budget of maximum 1% from the operating profit to reward the members of the Board of Directors for fulfilling the budget for 2015 and 2016, as well as the delegation to the B.D. of the power to allocate the amounts, are approved.
4. The distribution of the net profit realised in 2015 and of the gross dividend of 0,016 lei/share is approved.
5. The distribution of dividends is approved, starting with 17.08.2016, which is the payment date, shareholders bearing the distribution expenses, as well as the deadline for keeping the dividends at the shareholders' disposal of three years from the payment date.
6. The 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, is approved.
7. The registration to "other reserves" of the dividends unclaimed by shareholders, afferent to the financial years 2011 and 2012 is approved.
8. The income and expenses budget on 2016 is approved.
9. The management and investment program on 2016 is approved.



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10. Contract extension with the external auditor S.C. BDO AUDIT S.R.L. on a period of 1 (one) year is approved.

11. Choosing Mr Bogdan Alexandru Dragoi as a member of 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 is approved.

12. The date of 02.08.2016 as the registration date, in compliance with the provisions of art. 238 para. (1) of Law 297/2004 on the capital market is approved.

13. The date of 01.08.2016 as *ex-date*, as defined by the provisions of the RNSC Regulation no. 6/2009 is approved.

14. The empowerment of Mr Danut VASILE – Chairman of the Board of Directors to sign all documents issued following the Ordinary General Meeting of Shareholders is approved.

B.D. CHAIRMAN

VASILE Danut

O.G.M.S. SECRETARIES