



Str. Logofătul Tăutu nr. 99,  
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**Draft Decision**  
**of the Ordinary General Meeting of Shareholders of S.C. BIOFARM S.A. from 26/27.04.2017**

**DECISION NO. 76**  
**OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF S.C. BIOFARM S.A.**  
**OF \_\_\_\_\_**

The Ordinary General Meeting of Shareholders of Biofarm S.A. with registered office in Bucharest, No. 99 Logofatul Tautu Street, 3<sup>rd</sup> 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 Biofarm S.A. from No. 99 Logofatul Tautu Street, 3<sup>rd</sup> District, Bucharest, on **26/27.04.2017, at 12.00** 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. \_\_\_\_\_ and in the " \_\_\_\_\_ " newspaper no. \_\_\_\_\_ of \_\_\_\_\_. The shareholders registered in the Shareholders' Register attended the Meeting on **the reference date 17.04.2017**.

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 2016, 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 2016 is approved.
3. The distribution of the net profit realised in 2016 and of the gross dividend of 0,017 lei/share is approved.
4. The distribution of dividends is approved, starting with **01.09.2017, 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.
5. 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.
6. The income and expenses budget on 2017 is approved.
7. A net budget of maximum 1% from the operating profit to reward the members of the Board of Directors for fulfilling the budget for 2017, as well as the delegation to the B.D. of the power to allocate the amounts, are approved.
8. The management and investment program on 2017 is approved.



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9. Contract extension with the external auditor S.C. BDO AUDIT S.R.L. on a period of 2 (two) years is approved.

10. The date of **18.08.2017 as the registration date**, in compliance with the provisions of art. 238 para. (1) of Law 297/2004 on the capital market is approved.

11. The date of **18.08.2017 as ex-date**, as defined by the provisions of the RNSC Regulation no. 6/2009 is approved.

12. 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**

**O.G.M.S. SECRETARIES**

**VASILE Danut**