



99 Logofătul Tăutu street
Bucharest 3, Romania

TEL: +4 021 301 06 00
FAX: +4 021 301 06 05

MAIL: office@biofarm.ro
WEB: www.biofarm.ro

*Draft for the
Decision of the Ordinary General Meeting of Shareholders of the Company BIOFARM S.A. of 23/24.04.2019*

DECISION NO. 79
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS of the Company BIOFARM S.A.
OF _____

The Ordinary General Meeting of Shareholders of Biofarm S.A. with registered office in Bucharest, str. Logofatul Tautu nr. 99, sector 3, tax identification number with the Trade Register Office 341563, order number with the Trade Register J40/199/1991, having share capital 98,537,535.00 lei fully subscribed and paid-up, **was convened** in compliance with the Companies Law 31/1990 republished, Law 297/2004 on the capital market, Law 24/2017 on issuers of financial instruments and market operations, F.S.A. Regulation No. 5/2018 on issuers of financial instruments and market operations, **at the office of Biofarm S.A. from str. Logofatul Tautu nr. 99, sector 3, Bucharest, on 23/24.04.2019, at 12 o'clock.**

The Ordinary General Meeting of Shareholders is at the first/second convening. The convening was published in the Official Gazette of Romania part IV No. 1251/20.03.2019 and in the newspaper "BURSA" No. 52 of 20.03.2019. At the Meeting, shareholders registered in the Shareholders' Register attended on **the reference date 12.04.2019.**

From the total of 985.375.350 issued shares, at the Meeting, _____ shares were present and represented, representing _____ % from the total of issued shares.

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

The Ordinary General Meeting of Shareholders of the Company Biofarm S.A. decides unanimously/with majority of votes as follows:

1. The individual financial statements for the year concluded on 31 December 2018 drafted in compliance with IFRS adopted by the European Union, based on the reports presented by the Board of Directors and by the financial auditor are approved.
2. The discharge from administration for 2018 is approved.
3. The distribution of the net profit realised in 2018 and of the gross dividend of 0,010 lei per share is approved.
4. The distribution of dividends starting with **05.09.2019, which is the payment date** is approved - in compliance with the provisions of Art. 86 (2) of Law No. 24/2017 and Art. 178 (2) from the F.S.A. Regulation No. 5/2018, shareholders bearing the distribution expenses, as well as setting the deadline for keeping the dividends at the shareholders' disposal.
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 2019 is approved.
7. A performance bonus for the period 01.01.2018 - 22.06.2018 for the activity as General Manager of Mr. Danut Vasile in the amount of 25.000 euro net in LEI at the NBR's exchange rate on the date of payment, is approved.



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8. A net budget of maximum 1% from the operational profit for rewarding the members of the Board of Directors for meeting the budget of 2019, as well as the delegation to the B.D. of the competence to allocate the amounts is approved.

9. The management and investment program for 2019 is approved.

10. The registration to other reserves of dividends unclaimed by shareholders afferent to the financial year 2014 is approved.

11. The extension of the contract with the external auditor, the Company BDO AUDIT S.R.L. on a period of 1 (one) year is approved.

12. Two (2) members are elected in the Board of Directors for a period equal to the mandate difference that remained to be executed by the Board of Directors in operation, respectively the following persons:

12.1.	VICOL Catalin Constantin
12.2.	LAKIS Nabil

13. The empowering the Board of Directors to identify new company development opportunities by acquiring local pharmaceutical companies or local brands that would lead to market share growth and the development of Biofarm's portofolio of products and / or international pharmaceutical companies, for the company's development on the international plan, is approved.

14. The date of **20.08.2019** is approved as **the registration date** in compliance with the provisions of Art. 86 (1) of Law No. 24/2017.

15. The date of **19.08.2019** is approved as **ex-date** in compliance with the provisions of Art. 176 (1) from the F.S.A. Regulation No. 5/2018 and Art. 2 (2) letter l from the F.S.A. Regulation No. 5/2018.

16. The mandating of Mr Andrei Hrebenciuc – Chairman of the Board of Directors of S.C. Biofarm S.A. for signing all documents issued following the Ordinary General Meeting of Shareholders is approved.

B.D. CHAIRMAN

SECRETARIES OF THE O.G.M.S.

HREBENCIUC Andrei