

*Draft for the Decision of the Ordinary General Meeting of Shareholders of the Company BIOFARM S.A.  
of 11/12.12.2019*

**DECISION NO. 80  
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 11/12.12.2019, 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. 4683/08.11.2019 and in the newspaper "Bursa" No. 207 of 07.11.2019. At the Meeting, shareholders registered in the Shareholders' Register attended on **the reference date 02.12.2019.**

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 supplementing of the gross dividend/share for the financial year of 2018 with 0,010 lei per share, and the decrease of the amount existing at the position "Reserves" in the balance sheet, constituted according to the decision of the Ordinary General Meeting of Shareholders from April 23, 2019, with the amount of 9,853,753.5 lei required to pay the additional dividend of 0.010 lei per share for the financial year of 2018, are approved.

**2.** The distribution of the additional dividends starting with **25.03.2020, which is the payment date** - 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, the shareholders bearing the distribution expenses and as well as setting the deadline for keeping the dividends at the shareholders' disposal, respectively of 3 years calculated from the payment date, are approved.

**3.** 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.



**4.** One member is 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:

4.1.	Rachid El Lakis
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**5.** The date of **06.03.2020** is approved as **the registration date** in compliance with the provisions of Art. 86 (1) of Law No. 24/2017.

**6.** The date of **05.03.2020** 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 I from the F.S.A. Regulation No. 5/2018.

**7.** The mandating of Mr Andrei Hrebenciuc – Chairman of the Board of Directors of 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**

