

Biofarm output number: 266/07.05.2026

CURRENT REPORT
According to F.S.A. Regulations no. 5/2018
Report date: 07.05.2026

Name of the commercial company: BIOFARM S.A.
Registered office: Bucharest, no. 99 Logofatul Tautu Street, 3rd City District
Telephone no.: 021/301.06.00
Fax no.: 021/316.52.48
Website: www.biofarm.ro
Tax registration number: RO 341563
Order no. with the Trade Register: J1991000199407
Fully paid-up share capital: 98.537.535 lei
The market on which company securities are traded – Bucharest Stock Exchange, BIO symbol

Important event to report:

The Board of Directors of Biofarm S.A. gathered on 07.05.2026, decided, following the request received from the shareholder Longshield Investment Group S.A., holding 51.6787% of the share capital, the convening of the **Ordinary General Meeting of Shareholders:**

C O N V E N I N G

The Board of Directors of BIOFARM S.A., a company having sole registration code 341563 and registration number with the Trade Register J1991000199407, share capital of RON 98,537,535.00, fully subscribed and paid up, website www.biofarm.ro, hereby convenes, following the request received from the shareholder Longshield Investment Group S.A., holding 51.6787% of the share capital, in accordance with Law no. 31/1990 on companies – republished, Law no. 297/2004 on the capital market, Law no. 24/2017 on issuers of financial instruments and market operations – republished, ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, the **Ordinary General Meeting of Shareholders on 15.06.2026, at 12:00**, at the company's registered office in Bucharest, 99 Logofatul Tautu Street, District 3.

If the Meeting cannot be held due to failure to meet the quorum requirements, the second convening shall take place on **16.06.2026**, at the same time, in the same place and with the same agenda.

The shareholders registered in the Shareholders' Register kept by Depozitarul Central S.A. at the end of the day of **05.06.2026, considered the reference date**, are entitled to participate and vote at the Ordinary General Meeting of Shareholders.

On the date of convening the Ordinary General Meeting of Shareholders, the share capital of BIOFARM S.A. is RON 98,537,535.00, divided into 985,375,350 shares with a nominal value of RON 0.10/share.

Each share grants the right to one vote within the General Meeting of Shareholders.

There are no different classes of shares.

There are no suspended voting rights as of the date hereof.



The Ordinary General Meeting of Shareholders shall have the following items on the agenda:

1. Approval of the distribution of a special dividend in the amount of RON 0.140263 gross/share to all Biofarm shareholders entitled thereto in accordance with the law.
2. Approval of the granting of a special and one-off bonus to the Board of Directors, the Executive Management and the employees, in a gross amount of up to RON 12,000,000.
3. Approval of the distribution of the special dividends starting from **10.07.2026**, representing the payment date, in accordance with the provisions of Art. 87 para. (2) of Law no. 24/2017, republished, and Art. 178 para. (2) of ASF Regulation no. 5/2018, with the distribution costs to be borne by the shareholders, as well as the establishment of a three-year period from the payment date during which the dividends shall be kept available to the shareholders.
4. Empowerment of the Board of Directors to select the payment agent and to establish the dividend distribution procedure, in accordance with the applicable legal provisions.
5. Approval of **30.06.2026** as the registration date, in accordance with the provisions of Article 87(1) of Law no. 24/2017, republished.
6. Approval of **29.06.2026** as the ex-date, in accordance with the provisions of Article 176(1) of ASF Regulation no. 5/2018 and Article 2(2)(I) of ASF Regulation no. 5/2018.
7. Approval of the mandate granted to Mr. Andrei Hrebenciuc – Chairman of the Board of Directors, to sign all documents issued following the Ordinary General Meeting of Shareholders.

A. Introduction of new items on the agenda and submission of draft resolutions for the items included or proposed to be included on the agenda of the OGMS

Pursuant to the provisions of Article 117¹ paragraph (1) of Law no. 31/1990, republished, and Article 105 paragraph (3) of Law no. 24/2017, republished, one or more shareholders representing, individually or jointly, at least 5% of the Company's share capital may request the Company's Board of Directors to introduce new items on the agenda of the OGMS and/or to submit draft resolutions for the items included or proposed to be included on the agenda of the OGMS, within 15 days from the publication of the convening notice in the Official Gazette of Romania, subject to compliance with the following conditions:

- i. In the case of individual shareholders, the requests must be accompanied by copies of the shareholders' identity documents, which must allow their identification in the Company's Shareholders' Register kept by Depozitarul Central S.A.
- ii. The capacity as shareholder, as well as, in the case of legal-entity shareholders or entities without legal personality, the capacity as legal representative, shall be established based on Article 194(1) of Regulation no. 5/2018, on the basis of the following documents submitted to the issuer by the shareholder:
 - a) the account statement showing the capacity as shareholder and the number of shares held;
 - b) documents certifying the registration of the information regarding the legal representative with the central depository / the relevant participants.



In all cases, documents certifying the capacity as legal representative, drawn up in a foreign language other than English, shall be accompanied by a translation into Romanian or English, made by a certified translator.

iii. They must be accompanied by a justification and/or by a draft resolution proposed for adoption.

iv. Proposals regarding the introduction of new items on the agenda and draft resolutions proposed for approval by the OGMS must be sent/submitted and registered at the Company's registered office in Bucharest, 99 Logofatul Tautu Street, District 3, postal code 031212, **within 15 days from the publication of the convening notice** in the Official Gazette of Romania, in original, signed by the shareholders or their legal representatives, with the following mention clearly written in capital letters on the envelope: **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 15/16.06.2026"**.

B. Addressing questions, in accordance with Article 198 of Regulation no. 5/2018, regarding the items on the agenda of the OGMS

Each shareholder may address questions to the Company by means of a written document to be submitted/sent and registered at the Company's registered office in Bucharest, 99 Logofatul Tautu Street, District 3, postal code 031212, by the end of the day of **11.06.2026**, in original, signed by the shareholder or its legal representative, with the following mention clearly written in capital letters on the envelope: **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 15/16.06.2026"**.

The same identification requirements specified under letter A of this convening notice, "Introduction of new items on the agenda and submission of draft resolutions for the items included or proposed to be included on the agenda of the OGMS", shall also apply to the shareholders / legal representatives of shareholders who address questions regarding the items on the agenda of the General Meeting of Shareholders.

The Company may provide a general answer to questions having the same content, which shall be available on the Company's website in the Frequently Asked Questions section, in question-answer format.

C. Exercise of voting rights

Shareholders may exercise their voting rights directly, by representative or by correspondence.

C.1. Direct voting within the OGMS

Access of the shareholders entitled to participate in the General Meeting of Shareholders shall be permitted based on simple proof of their identity, made, in the case of individual shareholders, by the identity document, or, in the case of legal entities and individual shareholders represented by another person, by the power of attorney granted to the individual representing them – except for the legal representative, who shall also present the identity document – in compliance with the applicable legal provisions and the provisions contained in this convening notice.

In the case of legal-entity shareholders or entities without legal personality, the capacity as legal representative shall be established based on the list of shareholders as of the reference date, received from Depozitarul Central S.A.



If the shareholders' register as of the reference date does not contain data regarding the capacity as legal representative, or such data are not updated, this capacity shall be proven by a certificate issued by the Trade Register, submitted in original or as a copy certified as true to the original, or by any other document, in original or as a copy certified as true to the original, issued by a competent authority of the state in which the shareholder is legally registered, attesting the capacity as legal representative.

Documents certifying the capacity as legal representative of a legal-entity shareholder shall be issued no more than 3 months prior to the date of publication of the convening notice of the General Meeting of Shareholders.

Shareholders who do not have legal capacity to act, as well as legal entities, may be represented by their legal representatives, who may in turn grant powers of attorney to other persons.

C.2. Representation based on power of attorney at the OGMS

Shareholders may be represented at the OGMS by other persons, based on a special power of attorney or a general power of attorney.

For this type of voting, the special power of attorney forms, in Romanian or English, compliant with the provisions of the applicable legislation, which shall be made available by the Company's Board of Directors, or a general power of attorney prepared in accordance with the provisions of Article 202 of Regulation no. 5/2018, must be used.

Legal-entity shareholders or entities without legal personality participating in the OGMS through a person other than their legal representative shall mandatorily use a special or general power of attorney, under the conditions specified above.

a. Representation based on special power of attorney

The special power of attorney forms shall be available in Romanian and English starting with **14.05.2026**, at the Company's registered office and on the Company's website, <https://www.biofarm.ro/guvernanta-corporativa/aga>. If a shareholder appoints, by special power of attorney, another person as proxy, the special power of attorney form for individuals or for legal entities, as applicable, shall be used.

i. In the case of individual shareholders, the special powers of attorney shall be accompanied by copies of the shareholders' identity documents, which must allow their identification in the Company's Shareholders' Register kept by Depozitarul Central S.A.

ii. The capacity as legal representative of the person who signed the power of attorney shall be established based on the list of shareholders as of the reference date received from Depozitarul Central S.A. If the shareholders' register does not contain data regarding the capacity as legal representative, or such data are not updated, this capacity shall be proven by a certificate, in original or as a copy certified as true to the original, issued by the Trade Register, or by any other document, in original or as a copy certified as true to the original, issued by a competent authority of the state in which the shareholder is legally registered, issued no more than 3 months prior to the date of publication of the convening notice of the General Meeting, allowing identification of the legal representative.

Shareholders shall fill in and sign the special powers of attorney in three original counterparts: one for the shareholder, one for the representative and one for the Company. The counterpart for



the Company, filled in and signed, together with the accompanying documents, shall be submitted in person or sent to the registered office of BIOFARM S.A. in Bucharest, 99 Logofatul Tautu Street, District 3, postal code 031212, by **13.06.2026, 12:00**, in a sealed envelope, with the following mention clearly written in capital letters: **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 15/16.06.2026"**, or sent to the e-mail address ir@biofarm.ro by the same date and time, with an incorporated qualified electronic signature in accordance with Law no. 214/2024 on the use of electronic signature, electronic time stamp and the provision of trust services based thereon, under the sanction of losing the voting right.

A shareholder is prohibited from casting different votes based on the shares held by such shareholder in the same company.

Within the special power of attorney form, a shareholder shall give specific voting instructions to the person representing him/her/it, for each item on the agenda of the General Meeting of Shareholders.

If several alternate representatives are appointed by power of attorney, the order in which they shall exercise the mandate shall also be established.

A person acting as representative may represent several shareholders, the number of shareholders thus represented not being limited. If a representative holds different powers of attorney granted by several shareholders, such representative has the right to vote for one shareholder differently from the vote cast for another shareholder.

The person representing several shareholders based on powers of attorney shall express the votes of the represented persons by totaling the number of votes "for" and "against", without offsetting them. For example, under item x on the agenda: "I represent «a» votes «for» and «b» votes «against»." In the case of special powers of attorney, the votes thus expressed shall be validated based on counterpart 3 of the special power of attorney.

The special powers of attorney shall be updated depending on the existence of proposals submitted by shareholders for supplementing the agenda.

In all cases, the individuals empowered by special power of attorney shall identify themselves with their identity document at the OGMS.

b. Representation based on general power of attorney

Shareholders may grant a general power of attorney valid for a period not exceeding 3 years, allowing the appointed representative to vote on all matters under debate in the Company's General Meetings of Shareholders, provided that the general power of attorney is granted by the shareholder, as client, to an intermediary as defined under Article 2 paragraph (1) point 19 of Law no. 24/2017, republished, or to a lawyer.

In the case of general powers of attorney, the person acting as representative is not required to present, within the General Meeting of Shareholders, any proof regarding the manner in which the represented persons voted.

The general power of attorney must include at least the following information:

- a. the name / corporate name of the shareholder;
- b. the name / corporate name of the representative, namely the person to whom the power of attorney is granted;



c. the date of the power of attorney, as well as its validity period, in compliance with the legal provisions; powers of attorney bearing a later date shall have the effect of revoking previously dated powers of attorney;

d. the statement that the shareholder empowers the representative to participate and vote on his/her/its behalf, by virtue of the general power of attorney, in the General Meeting of Shareholders, for the entire holding of the shareholder as of the reference date, expressly specifying the company/companies for which such general power of attorney is used.

The general power of attorney shall cease by:

(i) written revocation by the shareholder granting the mandate, sent to the issuer no later than the deadline for submitting powers of attorney applicable to an extraordinary or ordinary general meeting organized during the mandate, drafted in Romanian or English; or

(ii) loss of the capacity as shareholder by the principal as of the reference date applicable to an extraordinary or ordinary general meeting organized during the mandate; or

(iii) loss by the proxy of the capacity as intermediary or lawyer.

The general power of attorney shall be signed by the shareholder and accompanied by a statement on own responsibility given by the legal representative of the intermediary or by the lawyer who received the representation mandate by general power of attorney, showing that:

(i) the power of attorney is granted by the respective shareholder, as client, to the intermediary or, as the case may be, to the lawyer;

(ii) the general power of attorney is signed by the shareholder, including by attaching an extended electronic signature, where applicable.

The statement mentioned above must be submitted to BIOFARM S.A. in original, signed, without any other formalities regarding its form. The statement shall be submitted together with the general power of attorney.

Shareholders may not be represented in the General Meeting of Shareholders, based on a general power of attorney, by a person who is in a conflict-of-interest situation, in accordance with the provisions of Article 105 paragraph 15 of Law no. 24/2017, republished.

The general powers of attorney, before their first use, shall be submitted to the Company 48 hours before the General Meeting, namely by **13.06.2026, 12:00**, in copy, containing the mention of conformity with the original under the representative's signature, or sent to the e-mail address ir@biofarm.ro by the same date and time, with an incorporated qualified electronic signature in accordance with Law no. 214/2024 on the use of electronic signature, electronic time stamp and the provision of trust services based thereon, under the sanction of losing the voting right.

Certified copies of the general powers of attorney shall be retained by the Company, and this shall be mentioned in the minutes of the OGMS.

If the person empowered by general power of attorney is a legal entity, such person may exercise the mandate received through any person who is part of its management or administrative bodies, or through any of its employees, by presenting documents attesting such capacity, in original or as copies certified as true to the original.

In all cases, the individuals empowered by general power of attorney shall identify themselves with their identity document at the OGMS.



C.3. Voting by correspondence within the OGMS

The shareholders of BIOFARM S.A. registered as of the reference date **05.06.2026** in the Shareholders' Register issued by Depozitarul Central S.A. may vote by correspondence, prior to the Ordinary General Meeting of Shareholders, by using the correspondence voting ballots made available by the Company.

The correspondence voting ballot forms shall be available in Romanian and English starting with **14.05.2026**, at the Company's registered office and on the Company's website, <https://www.biofarm.ro/guvernanta-corporativa/aga>.

i. In the case of voting by correspondence by individual shareholders, the correspondence voting forms must be accompanied by copies of the shareholders' identity documents, which must allow their identification in the Company's Shareholders' Register kept by Depozitarul Central S.A., and, where applicable, copies of the identity documents of the legal representatives, in the case of individuals without legal capacity to act or with restricted legal capacity to act, together with proof of the capacity as legal representative.

ii. In the case of voting by correspondence by legal-entity shareholders or entities without legal personality, the capacity as legal representative shall be established based on the list of shareholders as of the reference date received from Depozitarul Central S.A. If the shareholders' register does not contain data regarding the capacity as legal representative, or such data are not updated, this capacity shall be proven by a certificate, in original or as a copy certified as true to the original, issued by the Trade Register, or by any other document, in original or as a copy certified as true to the original, issued by a competent authority of the state in which the shareholder is legally registered, issued no more than 3 months prior to the date of publication of the convening notice of the General Meeting, allowing identification of the legal representative.

Documents certifying the capacity as legal representative, drawn up in a foreign language other than English, shall be accompanied by a translation into Romanian or English, made by a certified translator.

Voting by correspondence may be expressed by a representative only if such representative has received from the shareholder represented a special/general power of attorney, which is submitted to the issuer in accordance with Article 105 paragraph 14 of Law no. 24/2017, republished.

The correspondence voting ballot form, in Romanian or English, in written format, as well as the accompanying documents, must be submitted/sent and registered at the registered office of BIOFARM S.A. in Bucharest, 99 Logofatul Tautu Street, District 3, postal code 031212, in original, filled in and signed, by **13.06.2026, 12:00**, in a sealed envelope, with the following mention clearly written in capital letters: **"FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 15/16.06.2026"**, or sent to the e-mail address ir@biofarm.ro by the same date and time, with an incorporated qualified electronic signature in accordance with Law no. 214/2024 on the use of electronic signature, electronic time stamp and the provision of trust services based thereon, under the sanction of losing the voting right.

The correspondence voting ballot forms shall be updated depending on the existence of proposals submitted by shareholders for supplementing the agenda.

Shareholders voting by correspondence must correctly exercise their voting right, so that, for each item included on the agenda and in the voting ballot, their voting option results expressly and clearly. If, for one or more items included in the voting ballot, several options exist, are illegible or are expressed conditionally, or if other voting ballot forms have been used, the votes relating to such items shall be deemed null, due to defective expression of consent.



Voting forms that are not received at the registered office of BIOFARM S.A. by the date and time mentioned above shall not be taken into account for determining the quorum and majority in the Ordinary General Meeting of Shareholders.

If the shareholder who expressed his/her/its vote by correspondence participates personally or through a representative in the OGMS, the vote expressed by correspondence shall be annulled. In such case, only the vote expressed personally or through a representative shall be taken into account.

If the person representing the shareholder by personal participation in the OGMS is different from the person who expressed the vote by correspondence, then, for the validity of his/her vote, such person shall present at the OGMS a written revocation of the vote by correspondence, signed by the shareholder or by the representative who expressed the vote by correspondence. This is not necessary if the shareholder or its legal representative is present at the General Meeting.

Starting with **14.05.2026**, the documents, information materials and draft resolution related to the Ordinary General Meeting of Shareholders, under the conditions of the legislation in force, may be consulted and obtained by the shareholders from the Company's website, www.biofarm.ro, Corporate Governance / Investor Relations section, GMS subsection, or from the Legal and Investor Relations Department, at the Company's registered office, on business days between 10:00 and 16:00.

Additional information may be obtained at the registered office of BIOFARM S.A. or by telephone at 021/301.06.00, on business days between 10:00 and 16:00.

All documents for the Ordinary General Meeting of Shareholders may be submitted at the Company's registered office on business days between 10:00 and 16:00.

B.D. CHAIRMAN

Andrei HREBENCIUC

