

MINUTES OF MEETING THE BOARD OF DIRECTORS OF “SOPHARMA” AD

On May 13, 2026 a meeting of the Board of directors of “Sopharma” AD was held.

The following members of the Board of Directors participated in the meeting:

1. Ognian Ivanov Donev - Chairman of the Board of directors, Executive director;
2. Vesela Lyubenova Stoeva – Deputy Chairman of the Board of directors;
3. Aleksandar Viktorov Tchaoushev - Member of the Board of directors;
4. Bissera Nikolaeva Lazarova - Member of the Board of directors;
5. Ivan Vanetskov Badinski - Member of the Board of directors.

The members of the Board of directors were accurately informed about the meeting and its agenda.

The meeting had the following agenda:

1. Convening of an Annual General Meeting of Shareholders of “Sopharma” AD and approval of the agenda and the Board of Directors’ proposals for resolutions on the agenda items.
2. Approval of rules for voting by correspondence.
3. Approval of rules for voting by proxy.
4. Election of members of the Committee for verification of the quorum and the represented capital.
5. Approval of the Invitation for convening an Annual General Meeting.
6. Adoption of a Substantiated report on the terms and appropriateness of transactions under Art. 114, para. 1, item 3 of the Law on Public Offering of Securities (LPOS).
7. Adoption of an updated Long-Term Incentive Program with shares for key employees.
8. Miscellaneous.

After discussions the Board of directors took the following

DECISIONS:

I. On item 1 of the agenda:

The Board of directors on the grounds of art. 223 of the Commercial Law and art. 115 of the Law on Public Offering of Securities, convenes an Annual General Meeting of Shareholders of “Sopharma” AD with unique identification code SFAAGM26062026, for June 26, 2026 at 11:00 a.m. (08:00 a.m. UTC) at the Company's headquarters in Sofia city with place of holding: 5 „Lachezar Stanchev“ Str., Ground Floor, Sopharma Business Towers, Sopharma Event Center and in the absence of a quorum on that date – on July 17, 2026 at the same place, same time and the same agenda.

The Annual General Meeting of Shareholders, scheduled for June 26, 2026, shall be held with the following agenda and the following proposed resolutions from the Board of Directors:

Substantive issues:

1. Approval of the Annual Report of the Board of directors on the Company's activities in 2025; Proposed resolution: The GMS approves the Annual Report of the Board of directors on the Company's activities in 2025;

2. Approval of the Annual report of the Investor Relations Director for 2025; Proposed resolution: The GMS approves the Annual report of the Investor Relations Director for 2025;

3. Approval of the Audited Annual Individual Financial Statement of the Company for 2025; Proposed resolution: The GMS approves the Audited Annual Individual Financial Statement of the Company for 2025;

4. Approval of the Audited Annual Consolidated Financial Statement of the Company for 2025; Proposed resolution: The GMS approves the audited Annual Consolidated Financial Statement of the Company for 2025;

5. Approval of the Auditor's report on the audit of the Annual Individual Financial Statements of the Company for the year 2025; Proposed resolution: The GMS approves the Auditor's report on the audit of the Annual Individual Financial Statements of the Company for 2025;

6. Approval of the Auditor's report on the audit of the Annual Consolidated Financial Statements of the Company for the year 2025; Proposed resolution: The GMS approves the Auditor's report on the audit of the Annual Consolidated Financial Statements of the Company for 2025;

7. Approval of a decision for distribution of the Company's profit realized in 2025 distribution of profit realized from sale of own treasury shares and retained earnings from previous periods; Proposed resolution: The GMS approves the proposal of the Board of Directors that the profit realized in 2025, in its full amount of EUR 18,575,440.85 (eighteen million five hundred seventy-five thousand four hundred forty euros and eighty-five euro cents) to be distributed as follows: to deduct EUR 12,823,221.50 (twelve million eight hundred twenty-three thousand two hundred twenty-one euros and fifty euro cents) for the advance dividend paid for the first half of 2025; a gross dividend of EUR 0.04 per share (four euro cents) to be distributed from the remaining 2025 profit in the amount of EUR 5,752,219.35 (five million seven hundred fifty-two thousand two hundred nineteen euro and thirty-five euro cents) and from retained earnings in the amount of EUR 15,394,404.77 (fifteen million three hundred ninety-four thousand four hundred four euro and seventy-seven euro cents); all actuarial losses from previous years shall be covered from the remaining retained earnings, and the remaining amount shall be transferred to Additional Reserves. Shareholders having the right to receive dividend are those registered at the Central Depository (CD) as shareholders on the 14th day after the day of the General Meeting, at which the annual financial report was adopted and a profit distribution decision was taken. The Company must ensure the payment to the shareholders of the dividend voted at the General Meeting within 60 days of its holding. The costs of paying the dividend are at the expense of the Company. The payment of the dividend is carried out with the assistance of the CD. Shareholders with open accounts with an investment intermediary (II) will receive their dividend through the respective investment intermediary, and those with personal CD accounts will be able to receive their dividend from the branches of "Eurobank Bulgaria" AD (Postbank) in the country;

8. Approval of the Audit Committee's report for 2025; Proposed resolution: The GMS approves the Audit Committee's report for 2025;

9. Re-election of the Audit Committee for a new three-year term; Proposed resolution: The General Meeting of Shareholders re-elects Vasil Naydenov, Tsvetanka Zlateva, and Kristina Atanasova-Elliot as members of the Company's Audit Committee for a new three-year term, in accordance with the proposal of the Chairman of the Company's Board of Directors, attached to the materials for the General Meeting of Shareholders;

10. Adopting a decision for determining the remuneration of the members of the Audit Committee; Proposed resolution: The GMS determines that the monthly remuneration for members of the Audit Committee shall be EUR 1,100 (one thousand one hundred).

11. Approval of an amendment in the Statute of the Audit Committee of "Sopharma" AD in order to bring it in line with the decision under item 10 of the agenda. Proposed resolution: The GMS adopts an amendment to Art. 11 of the Statute of the Audit Committee of "Sopharma" AD in order to bring it in line with the decision under item 10 of the agenda for change of the amount of remuneration for the members of the Audit Committee.

12. Approval of the Report of the Board of Directors on the implementation of the Policy for formation of the remuneration of the members of the Board of Directors of the Company for 2025; Proposed resolution: The GMS adopts the Report of the Board of Directors on the

implementation of the Policy for the formation of remuneration of the members of the Board of Directors of the Company for 2025:

13. Approval of amendments to the Policy for Formation of Remuneration of the Members of the Board of Directors of “Sopharma” AD, in order to bring it in line with the amendments and supplements to Regulation No. 48 of March 20, 2013 of the Financial Supervision Commission, promulgated in the State Gazette, issue 39 dated April 28, 2026; *Proposal for resolution*: The GMS adopts the proposed amendments to the Policy for formation of remuneration of the Members of the Board of Directors of “Sopharma” AD, which amendments shall enter into force on the date of their adoption, as follows:

1. The text of Art. 4 is updated with information on the latest adopted amendments to Regulation No. 48, as follows:

"4. /amended, resolution of the GMS, 26.06.2026/ With this policy, in the Company's activities regarding the determination of the remuneration of the members of the Board of Directors, the principles of Directive (EU) 2017/828 of the European Parliament and of the Council amending Directive 2007/36/EC as regards the promotion of long-term shareholder engagement and Recommendation 2009/385/EC supplementing Recommendation 2004/913/EC and Recommendation 2005/162/EC as regards the regime for the remuneration of directors of companies whose securities are admitted to trading on a regulated market, introduced by Regulation No. 48 of 20 March 2013 of the Financial Supervision Commission /published in the State Gazette, issue 32 of 2 April 2013, as amended, are adopted as guiding principles. and supplemented by SG No. 41 of May 21, 2019, amended by SG No. 66 of August 20, 2019, amended by SG No. 61 of July 10, 2020, amended by SG No. 60 of July 20, 2021, amended by SG No. 64 of August 3, 2021, amended by SG No. 70 of August 20, 2024, amended by SG No. 39 of April 28, 2026/."

2. A new Article 5.3. is adopted, and the numbering of the previous Articles 5.3., 5.4. and 5.5. is accordingly corrected without changes in the wording, as follows:

"5.3. /new, resolution of the GMS, 26.06.2026/ Promoting the sustainable and responsible management of the Company, including by aligning remuneration with long-term results, risk management, compliance with regulations and maintaining a stable corporate and management environment;

5.4 /prev. 5.3, resolution of the General Meeting of Shareholders, 26.06.2026/ Prevention of discrimination, conflict of interest and unequal treatment of persons when determining remuneration;

5.5. /rev. 5.4., resolution of the General Meeting of Shareholders, 26.06.2026/ Transparency regarding the formation of the remuneration of the members of the Board of Directors and the remuneration components, accountability and supervision of remuneration by the shareholders;

5.6. /rev. 5.5., resolution of the GMS, 26.06.2026/ Ensuring and guaranteeing the independent and conscientious exercise of the functions of the Remuneration Committee, including when these functions are performed by the Board of Directors as the body that develops the Policy.

3. A new sentence 3 is added to the text of Art. 9.3, para. 2, letter A, and the previous sentence 3 becomes sentence 4, as follows:

"Linking variable remuneration to the fulfillment of financial criteria aims to promote the sustainable financial development of the Company, maintain financial stability, the ability to generate positive results in the long term and create value for shareholders."

4. A new sentence 3 is added to the text of Art. 9.3, para. 2, letter B, and the previous sentence 3 becomes sentence 4, as follows:

"Linking variable remuneration to the fulfillment of non-financial criteria aims to promote the sustainable development of the Company, compliance with applicable regulations and internal rules, effective risk management, improving operational efficiency and maintaining trust from investors and other stakeholders."

5. New para. 3 and para. 7 are adopted in Art. 9.3, respectively para. 3 becomes para. 4, para. 4 becomes para. 5, para. 5 becomes para. 6, as follows:

"(3) /new, resolution of the GMS, 26.06.2026/ When assessing the extent to which the achieved results meet the objectives under Art. 11, para. 8, item 1 of Regulation No. 48, the Board of Directors

applies the following methods: comparative analysis of the Company's financial results, assessment of compliance with the risk profile and sustainable development of the Company, analysis of the retention of key management resource, as well as assessment of feedback and support from shareholders.

(4) /prev. para. 3, resolution of the GMS, 26.06.2026/ According to the Articles of Association of the Company, in case of a positive financial result /profit/ and by decision of the General Meeting, the Executive Director has the right to receive a one-time remuneration in the amount of one percent of the Company's net profit.

(5) /prev. para. 4, resolution of the General Meeting of Shareholders, 26.06.2026/ The payment of at least 40% of the remuneration under para. 4 shall be deferred for a period of three years. The payment of the deferred part of the variable remuneration shall be made proportionally, in equal monthly installments.

(6) /prev. para. 5, resolution of the General Meeting of Shareholders, 26.06.2026/ The principles under para. 5 will apply accordingly to the members of the Board of Directors in the event of a subsequent change in the Articles of Association of the Company, giving them the right to receive variable remuneration linked to the financial result, as well as in all cases in which the Annual General Meeting has adopted a resolution to pay variable remuneration.

(7) /new, resolution of the General Meeting of Shareholders, 26.06.2026/ When determining the remuneration structure, the Company shall take into account the different scope of operational functions, management responsibilities and influence on the results and risk profile of the Company between the executive and non-executive members of the Board of Directors. In view of this, the variable remuneration may be applied preferentially to the executive members of the Board of Directors.

6. Article 12 is supplemented and new Articles 12.1, 12.2, 12.3 and 12.4 are adopted with the following content:

12. /amended, resolution of the GMS, 26.06.2026/ The management contracts concluded on behalf of the Company with the members of the Board of Directors, respectively with an executive member of the Board of Directors, must contain a clause enabling the Company to demand the return of paid variable remuneration, determined on the basis of the principles under item 9.3. Amounts provided on the basis of data that subsequently turned out to be incorrect are subject to return. The decision to return is made by The General Meeting of Shareholders of the Company.

12.1. /new, resolution of the GMS, 26.06.2026/ The contracts with the members of the Board of Directors /management contracts/ are concluded for a term in accordance with their mandate determined by the General Meeting of Shareholders.

12.2. /new, resolution of the GMS, 26.06.2026/ Any management contract with a member of the Board of Directors may be unilaterally terminated without prior notice by the Company and before the expiration of the term for which the respective member was elected, by decision of the General Meeting of Shareholders.

12.3. /new, resolution of the GMS, 26.06.2026/ A management contract with a member of the Board of Directors may be terminated early at the initiative of a member of the Board of Directors, in accordance with the procedure and under the conditions provided for by law.

12.4. /new, resolution of the GMS, 26.06.2026/ Given the executive functions and operational responsibilities of the executive members of the Board of Directors, the terms of the management contracts with such members may contain specific clauses regarding performance indicators, variable remuneration and other conditions, consistent with the nature of the assigned functions and the applicable legislation.

7. The text of Article 14 is updated with information on the latest adopted amendments to Regulation No. 48, as follows:

"14. /amended, resolution of the GMS, 26.06.2026/ The disclosure of the Remuneration Policy is carried out in accordance with the requirements of Regulation No. 48 of March 20, 2013 of the Financial Supervision Commission /promulgated, SG, issue 32 of 2.04.2013, amended and supplemented, issue 41 of 21.05.2019, amended, issue 66 of 20.08.2019, amended and supplemented, issue 61 of 10.07.2020, amended, issue 60 of 20.07.2021, supplemented, issue 64 of 3.08.2021, amended, issue 70 of 20.08.2024, amended and supplemented, issue 39 of 28.04.2026/.

8. The text of Article 15 is amended as follows:

"15. /amend., resolution of the GMS, 26.06.2026/ The Company is obliged to disclose the Policy and any subsequent changes to it. The adopted remuneration policy, containing the date of adoption and date of entry into force indicated therein and the results of the vote at the General Meeting, shall be published immediately on the Company's website and shall be accessible free of charge at least while it is in force."

9. A new § 3 is adopted in the Additional Provisions of the Policy, which shall reflect the results of the vote of the GMS on the adoption of the proposed amendments and supplements to the Policy and the date of their entry into force, as follows:

"§ 3. This Policy has been amended by a Decision of the GMS of the Company, held on 26.06.2026, and the amendments shall enter into force as of the date of the decision. The decision of the GMS to amend the Policy was taken with the following voting results:

Number of shares on which actual votes were exercised:, constituting % of the represented capital and % of the Company's capital. Total number of votes actually exercised:

VOTED "FOR": number of shares, constituting % of the represented capital and % of the Company's capital

VOTED "AGAINST": number of shares, constituting % of the represented capital and % of the Company's capital

VOTED "ABSTENTED": number of shares, constituting % of the represented capital and % of the capital of the Company."

14. Approval of a resolution to discharge the members of the Board of Directors from liability for their activities in 2025; Proposed resolution: The General Meeting discharges the members of the Board of Directors from liability for their activities in 2025;

15. Approval of a resolution to dismiss the members of the Company's Board of Directors from office due to the expiration of their term of office; Proposed resolution: The GMS dismisses the members of the Company's Board of Directors from office due to the expiration of their term of office;

16. Approval of a resolution to elect members of the Board of Directors of "Sopharma" AD and determine their management guarantee; Proposed resolution: The GMS elects the following persons as members of the Board of Directors of "Sopharma" AD for a 5-year term: Ognian Donev, Vesela Stoeva, Aleksandar Tchaouchev, Boris Borisov, and Bissera Lazarova. In accordance with the provisions of Article 116c, paragraphs 2, 3, and 4 of the Law on Public Offering of Securities, the General Meeting of Shareholders determines a management guarantee in the amount of the respective 3-month gross remuneration of each member of the Board of Directors;

17. Approval of the remuneration of the members of the Board of Directors and the Executive Director for 2026; Proposed resolution: Pursuant to Article 24, Paragraph 3, letter A of the Company's Articles of Association, the General Meeting resolves that the fixed monthly remuneration of the members of the Board of Directors for 2026 shall be in the amount of EUR 7,500 (seven thousand five hundred), and that the fixed monthly remuneration for the Executive Director for 2026 shall be in the amount of EUR 12,000 (twelve thousand);

18. Approval of the Company's registered auditor for 2026; Proposed resolution: GMS shall appoint a registered auditor to audit and certify the Company's 2026 Annual Financial Statements, in accordance with the Audit Committee's recommendation included in the agenda materials;

19. Approval of a resolution pursuant to Article 24, paragraph 3, letter B of the Company's Articles of Association; Proposed resolution: Pursuant to Article 24, Paragraph 3, letter B of the Articles of Association, the Company's Executive Director shall be paid additional remuneration in the amount of 1% (one percent) of the net profit realized in 2025, in accordance with the adopted Annual Financial Report and the Company's Remuneration Policy;

20. Approval of a resolution to determine the percentage of the profit realized in 2025 to be distributed among the members of the Company's senior management team, in compliance with the requirements of Article 26a, item 12 of the Company's Articles of Association; Proposed

resolution: The General Meeting adopts a resolution that 2% (two percent) of the net profit realized in 2025 shall be distributed among the members of the Company's senior management team in compliance with the requirements of Article 26a, item 12 of the Company's Articles of Association;

21. Approval of a resolution regarding amendments to the Company's Articles of Association; Proposed resolution: The General Meeting adopts the proposed amendments to the Company's Articles of Association, namely:

1. adopts an amendment to Article 6 of the Articles of Association, in order to reflect the converted value of the capital in euros in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025), as follows:

"Art. 6. /Decision of The General Meeting of Shareholders of 30.06.2003, of the EGM of 29.09.2006, of the EGM of 09.01.2015, decision of the Board of Directors of 10.02.2015, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decisions of the Board of Directors of 05.06.2023 and 02.10.2023, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decision of the Board of Directors of 26.01.2024 and of the AGM of 27.06.2025, decision of the AGM of 26.06.2026 regarding capital conversion in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025)/ The Company's capital amounts to 274,970,377.53 euros (two hundred seventy-four million nine hundred seventy thousand three hundred seventy-seven euros and fifty-three cents) and is fully paid up.

2. adopts an amendment to Art. 10, para. 1 of the Articles of Association , in order to reflect the converted value of the nominal value of the shares in euros in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025), as follows:

"Art. 10. /1/ /Decision of The General Meeting of Shareholders of 30.06.2003, of the EGM of 29.09.2006, of the EGM of 09.01.2015, decision of the Board of Directors of 10.02.2015, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decisions of the Board of Directors of 05.06.2023 and 02.10.2023, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decision of the Board of Directors of 26.01.2024 and of the AGM of 27.06.2025, decision of the AGM of 26.06.2026 regarding currency conversion of the nominal value of the shares in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025)/ The capital is distributed in 539,157,603 (five hundred thirty-nine million one hundred fifty-seven thousand six hundred and three) registered dematerialized shares, each with a nominal value of 0.51 euros (fifty-one cents).

3. adopts an amendment to Art. 25, Para. 10, letter A/ and letter D/ of the Statute, where the amounts in leva are deleted and only the amounts in euro are retained:

"A/ /amended by AGM, 26.06.2026/ The Company's capital may be increased by a decision of the Board of Directors up to 552.2 million euros;"

"D/ /amended by AGM, 26.06.2026/ The threshold of EUR 552.2 million provided for in letter /A/ shall apply in total to the sum of the values of all capital increases, including the value of shares for which warrants or convertible bonds have been issued."

4. adopts an amendment to Art. 11a, para. 2 and para. 3 of the Constitution, as follows:

"(2) /amend., resolution of the General Meeting of Shareholders, 26.06.2026/ The Company may buy back treasury shares without extending a tender offer when it acquires no more than 3 percent of treasury shares with voting rights during one calendar year. In its decision, The General Meeting of Shareholders shall determine the maximum number of shares subject to buy-back, the terms and conditions under which the Board of Directors will carry out the buy-back within a certain period not exceeding five years, as well as the minimum and maximum amount of the buy-back price. The decision under para. 1 shall be taken by a majority of the represented capital. The decision shall be entered in the commercial register.

(3) /amend., resolution of the General Meeting, 26.06.2026/ The Board of Directors shall carry out the buy-back under conditions in accordance with the decision of the General Meeting and in

compliance with the legal requirements. The decision of the Board of Directors to buy back shares shall be taken by a majority of 2/3 of the members of the Board.”

22. Approval of a resolution on the repurchase of treasury shares. *Proposed resolution:* The General Meeting of Shareholders, pursuant to Article 187b of the Commercial Act and Article 111, paragraph 5 of the Law on Public Offering of Securities, adopts a resolution to buy back treasury shares from the Company’s capital under the following conditions: no more than 3% for each calendar year; the term for carrying out the buy-back shall not exceed 3 years; the minimum buyback price shall not be lower than the par value of one share of the Company’s capital; the maximum buy-back price shall be 2.40 euros (two euros and 40 euro cents) per share; The General Meeting authorizes the Board of Directors of the Company to determine all other parameters of the buy-back and to take the necessary factual and legal actions to implement the resolution of the General Meeting of Shareholders.

23. Authorization pursuant to Article 114(1) of the Public Offering of Securities Act regarding a transaction between “Sopharma” AD and “Sopharma Trading” AD, as described in the Explanatory Report; *Proposed resolution:* The GMS authorizes the persons managing and representing the Company to enter into a Contract for the sale and purchase of medicinal products and other products relevant to human health between “Sopharma” AD as seller and “Sopharma Trading” AD as buyer—a transaction falling within the scope of Article 114, Paragraph 1, Item 3 of the Law on Public Offering of Securities, in accordance with the terms of the Substantiated Report.

24. Approval of an updated Long-Term Share Incentive Plan for Key Employees; *Proposed Resolution:* The GMS adopts an updated Long-Term Share Incentive Plan for Key Employees attached to the materials for the GMS.

The materials related to the agenda of the meeting shall be sent within the statutory terms to the Financial Supervision Commission, the regulated market on which the Company's shares are traded, shall be published on the Company's website www.sopharmagroup.com and shall be available to the shareholders at the following address: Sofia city, 1756, 5 Lachezar Stanchev, Str., Sopharma Business Towers, building A, floor 11, from the date of announcement of the invitation for convening the GMS in the Commercial Register and upon request of a shareholder the Company shall provide the materials free of charge.

Voting results:

1. Ognian Ivanov Donev - FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaoushev - FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski - FOR

The decision under item 1 of the agenda was adopted unanimously by the members of the Board of directors.

II. On item 2 of the agenda:

The Board of directors decided: The Board of directors adopts the following rules for voting by correspondence for the GMS convened for June 26, 2026:

“Pursuant to art. 16a, para 2 of the Articles of Association of the Company and art. 115b, para 5 of the LPOS the voting for the General Meeting, scheduled for June 26, 2026, and in the absence of a quorum on that date for July 17, 2026, date through correspondence and electronic means will be accepted subject to the following rules:

1. Pursuant to art. 16a of the Articles of Association of the Company the shareholders may exercise their voting right before the date of the meeting by correspondence.
2. The voting right at the GMS of “Sopharma” AD exercised through correspondence, represents an explicit, written, notarized statement of will from a shareholder of the Company, which is for a specific GM and contains data on: identification of the shareholder in accordance with the

requirements for registration for participation in the GMS; the number of shares owned by the shareholder; the agenda items proposed for discussion at the specific GMS of the Company, in accordance with the invitation for convening the General Meeting of shareholders announced in the Commercial Register; proposals for decisions on each of the items on the agenda; the manner of voting on each of the agenda items (for each agenda item only one of the listed voting methods must be indicated: 'For', 'Against' or 'Abstained'); date and signature. For convenience of the shareholders, a letter of formal statement of will containing the relevant requisites is attached to this invitation.

3. The necessary data for identification of a shareholder are – for a physical person: Full name, a personal identification number and address. The necessary data for identification of a shareholder - legal entity are: name, registered office and management address, unique identification code and full name of the Company representative (s).

4. The statement of will under item 2 above in a foreign language must be accompanied by a translation into Bulgarian language, certified in accordance with provisions of the Regulations for the legalization, certification and translation of documents and other papers. The translation of official documents is done by an interpreter engaged at a Company that has signed a contract with the Ministry of Foreign Affairs. The fact that the interpreter is registered with such a Company is certified by the Ministry of Foreign Affairs with the signature of the interpreter or with an explicit certificate together with a statement by the interpreter that he/she has not been removed from the list at the Ministry of Foreign Affairs. If there is a discrepancy between the texts, the data in the Bulgarian translation will be accepted as valid.

5. In case the voting right is exercised through correspondence by a shareholder - legal entity, the explicit statement of will must be accompanied by an original or a certified copy of a valid commercial registration certificate, respectively of the respective fund - shareholder, an up-to-date certificate for judicial registration of the fund - shareholder, and for the funds under the Activities of Collective Investment Schemes and other Collective Investment Companies Law (**CISCICL**) - the documents stipulated in the Act, certifying the existence and identification of the fund and its management Company and their right to carry on business, as well as identification of the persons who manage and represent the fund (BULSTAT certificate of the fund, certificate of current status of the management Company, license to operate under the **CISCICL** and permission to organize and manage the fund). The commercial and/or court registration certificate and/or other identification documents issued in a foreign language must be accompanied by a translation into Bulgarian subject to the conditions set out in item 4 above.

6. As a valid means of exercising the right to vote by correspondence, the shareholders of “Sopharma” AD may use any of the following exhaustively listed methods: mail/courier - by means of a letter sent to the Company through “Bulgarian Post” EAD/courier with a return receipt, certifying the moment of receipt of the letter from the Company; e-mail - by means of an electronic message, which should be signed with a universal or qualified electronic signature by the shareholder and attached to it an electronic document (electronic image) of the declaration of intent and all accompanying documents, also signed with qualified electronic signature (QES) by the shareholder or the proxy; personal delivery, against an incoming number, to an employee of “Sopharma” AD at the address: Sofia city, 1756, 5 Lachezar Stanchev Str., Sopharma Business Towers, Reception building A after a pre-arranged time for delivery by phone 02 8134 319. When using “Bulgarian Post” EAD/courier to send the documents, the shareholders may indicate that the costs of the shipment will be covered by the recipient.

7. “SOPHARMA” AD will only accept voting by correspondence if the written statement with the vote of the respective shareholder, regardless of the chosen method of sending is received by the Company no later than June 25, 2026, which is the last business day, preceding the date set for the GMS.

8. In case that a shareholder of “Sopharma” AD who exercised his voting right through correspondence attends the Annual General Meeting on June 26, 2026, his exercised voting right through correspondence is valid unless the shareholder states otherwise upon registration to attend the meeting. In this case, on the matters on which the shareholder votes at the General Meeting in person will outweigh the vote by correspondence.

9. Mailing or courier correspondence address: Sofia city, 1756, 5 Lachezar Stanchev Str., Sopharma Business Towers, Building A, floor 11 for “Sopharma” AD - to the attention of the Investor Relations Director. E-mail correspondence address: ir@sopharma.bg.”

Voting results:

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaouchev – FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski - FOR

The decision under item 2 of the agenda was adopted unanimously by the members of the Board of directors.

III. On item 3 of the agenda

The Board of directors has taken the following decision: The Board of directors shall adopt the following rules for voting by proxy for GMS convened for June 26, 2026:

Pursuant to the provisions of art. 18, para 2 of the Articles of Association of the Company a proxy of shareholders in the General Meeting must contain an explicit written letter of attorney for the particular general meeting with a minimum content as per art. 116, para 1 of LPOS.

In case a shareholder – legal entity is represented by a physical person the authorized person must provide their identity document, original or a certified copy of a current certificate of commercial/court registration of the shareholder – legal entity, resp. the documents described in item 5 of the rules for voting by correspondence above for the shareholders - funds under the **CISCICL**, as well as an explicit written letter of attorney for the particular general meeting with content as per art. 116, para 1 of LPOS signed by the legal representative of the shareholder – legal entity, entered in the current certificate of commercial/court registration.

In case a shareholder is represented by a legal entity - the person, representing the proxy, apart from their identification document must present an original or a certified copy of a current certificate of commercial/court registration of the proxy - legal entity, an explicit written letter of attorney for the particular general meeting with content as per art. 116, para 1 of LPOS issued by the shareholder. If the shareholder is a legal person, the person representing the proxy must also present an original or a certified copy of a current certificate of commercial/court registration of the shareholder resp. the documents described in item 5 of the rules for voting by correspondence above for the shareholders - funds under the **CISCICL**.

The power of attorney should contain:

- A statement on the rights of the proxy in the cases of further included issues and/or proposals for decisions under art. 118, para 2, item 4 of the LPOS in connection with art. 223a of the Commercial Law;
- A statement on the rights of the proxy in the hypothesis of art. 231, para 1 of the Commercial Law;
- A statement on the right of the proxy to make substantive proposals for decisions on the items included in the agenda until the discussion on the respective issue – art. 115, para 2, item 6 of LPOS. In this case the authorizing officer should explicitly indicate in the power of attorney a way to vote or give the proxy the right to vote at his own discretion.

Pursuant to art. 116, para 4 of LPOS the re-authorization with the rights granted to the proxy according to the power of attorney given to him, as well as the power of attorney given in violation and/or in inconsistency with the provisions of art. 116, para 1 of the LPOS is void.

A commercial/court registration certificate as well as a respectively all documents for the identification of a legal entity - shareholder or proxy, as well as a power of attorney for representation

in the General Meeting issued in a foreign language must be accompanied by a translation into Bulgarian, certified in accordance with requirements of the Regulations on legalizations, certification and translation of documents and other papers. The translation of official documents is done by an interpreter engaged at a Company that has signed a contract with the Ministry of Foreign Affairs. The fact that the interpreter is registered with such a Company is certified by the Ministry of Foreign Affairs with the signature of the interpreter or with an explicit certificate together with a statement by the interpreter that he/she has not been removed from the list at the Ministry of Foreign Affairs. If there is a discrepancy between the texts, the data in the Bulgarian translation will be accepted as valid.

The Board of directors of “Sopharma” AD shall provide a sample of a power of attorney together with the materials for the General meeting. The sample of a power of attorney is also available on [the Company's website - https://www.sopharmagroup.com/bg/investitori/obshcho-sbranie-na-akcionerite](https://www.sopharmagroup.com/bg/investitori/obshcho-sbranie-na-akcionerite).

In view of the technical support of the registration procedure for participation in the GMS copies of the issued powers of attorney and accompanying documents for the identification of the shareholders and the proxies – legal entities, should be submitted to the Company in paper form or in an electronic version at the latest until the end of the business day preceding the date of the General Meeting, namely 5:00 p.m. (2:00 p.m. UTC) on June 25, 2026.

“Sopharma” AD will receive and accept valid electronic notifications and proxies by e-mail to the following e-mail: ir@sopharma.bg as the electronic messages should be signed with a qualified electronic signature (QES) by the legal representative or natural person and accompanied by an electronic document (electronic image) of the power of attorney, which is also signed with a qualified electronic signature (QES) by the legal representative.”

Voting results:

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaouchev – FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski - FOR

The decision under item 3 of the agenda was adopted unanimously by the members of the Board of directors.

IV. On item 4 of the agenda:

In view of the decision adopted under item 1, the Board of Directors appoints the following members to the Committee for Verification of Quorum and Represented Capital at the Annual General Meeting of Shareholders scheduled for 26 June 2026 at 11:00 a.m. (8:00 a.m. UTC), with a reserve date in the absence of a quorum on that date – 17 July 2026. the Committee shall verify and announce the results of the registration of shareholders and their proxies for participation in the Annual General Meeting, as well as the declarations for voting by correspondence at the General Meeting received by the Company within the term under Article 115b, paragraph 6 of the Public Offering of Securities Act, namely: appoints Pelagia Viacheva as Chairperson of the Commission, and Zvezdalina Dimitrova as Secretary of the Commission.

Voting results:

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaouchev – FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski – FOR

V. On item 5 of the agenda:

The Board of directors took the following decision: Pursuant to Art. 223 of the Commercial Law to be announced in the Commercial Register and to be disclosed under the conditions and by the order of Art. 100 items, para 1 and 3 of LPOS **Invitation to convene the Annual General Meeting of shareholders of the Company with the following text:**

**“INVITATION
for Annual General Meeting of the Shareholders
of “Sopharma” AD
ISIN BG11SOSOBT18
Event identification code SFAAGM26062026**

The Board of directors on the grounds of art. 223 of the Commercial Law and art. 115 of the Law on Public Offering of Securities, convenes an GMS of “Sopharma” AD with unique identification code SFAAGM26062026, for **June 26, 2026** at 11:00 a.m. (08:00 a.m. UTC) at the Company's headquarters in Sofia city with place of holding: 5 Lachezar Stanchev Str., Ground Floor, Sopharma Business Towers, Sopharma Event Center and in the absence of a quorum on that date – On July 17, 2026 at the same place, same time and the same agenda..

Pursuant to art. 16a, para 2 of the Articles of Association of the Company and art. 115b, para 5 of the LPOS the Board of directors informs the shareholders that the voting for the Annual General Meeting, scheduled for June 26, 2026 and in the absence of a quorum on that date, for July 17, 2026, will be possible by correspondence and electronic means, according to the rules described in this invitation.

The Annual General Meeting of Shareholders scheduled for June 26, 2026 will be held with the following agenda and with the following proposals for decisions by the Board of directors:

Substantive issues:

- 1. Approval of the Annual Report of the Board of directors on the Company's activities in 2025; Proposed resolution:** The GMS approves the Annual Report of the Board of directors on the Company's activities in 2025;
- 2. Approval of the Annual report of the Investor Relations Director for 2025; Proposed resolution:** The GMS approves the Annual report of the Investor Relations Director for 2025;
- 3. Approval of the Audited Annual Individual Financial Statement of the Company for 2025; Proposed resolution:** The GMS approves the Audited Annual Individual Financial Statement of the Company for 2025;
- 4. Approval of the Audited Annual Consolidated Financial Statement of the Company for 2025; Proposed resolution:** The GMS approves the audited Annual Consolidated Financial Statement of the Company for 2025;
- 5. Approval of the Auditor's report on the audit of the Annual Individual Financial Statements of the Company for the year 2025; Proposed resolution:** The GMS approves the Auditor's report on the audit of the Annual Individual Financial Statements of the Company for 2025;
- 6. Approval of the Auditor's report on the audit of the Annual Consolidated Financial Statements of the Company for the year 2025; Proposed resolution:** The GMS approves the Auditor's report on the audit of the Annual Consolidated Financial Statements of the Company for 2025;
- 7. Approval of a decision for distribution of the Company's profit realized in 2025; distribution of profit realized from sale of own treasury shares and retained earnings from**

previous periods; Proposed resolution: The GMS approves the proposal of the Board of Directors that the profit realized in 2025, in its full amount of EUR 18,575,440.85 (eighteen million five hundred seventy-five thousand four hundred forty euros and eighty-five euro cents) to be distributed as follows: to deduct EUR 12,823,221.50 (twelve million eight hundred twenty-three thousand two hundred twenty-one euros and fifty euro cents) for the advance dividend paid for the first half of 2025; a gross dividend of EUR 0.04 per share (four euro cents) to be distributed from the remaining 2025 profit in the amount of EUR 5,752,219.35 (five million seven hundred fifty-two thousand two hundred nineteen euro and thirty-five euro cents) and from retained earnings in the amount of EUR 15,394,404.77 (fifteen million three hundred ninety-four thousand four hundred four euro and seventy-seven euro cents); all actuarial losses from previous years shall be covered from the remaining retained earnings, and the remaining amount shall be transferred to Additional Reserves. Shareholders having the right to receive dividend are those registered at the Central Depository (CD) as shareholders on the 14th day after the day of the General Meeting, at which the annual financial report was adopted and a profit distribution decision was taken. The Company must ensure the payment to the shareholders of the dividend voted at the General Meeting within 60 days of its holding. The costs of paying the dividend are at the expense of the Company. The payment of the dividend is carried out with the assistance of the CD. Shareholders with open accounts with an investment intermediary (II) will receive their dividend through the respective investment intermediary, and those with personal CD accounts will be able to receive their dividend from the branches of "Eurobank Bulgaria" AD (Postbank) in the country;

8. Approval of the Audit Committee's report for 2025; Proposed resolution: The GMS approves the Audit Committee's report for 2025;

9. Re-election of the Audit Committee for a new three-year term; Proposed resolution: The General Meeting of Shareholders re-elects Vasil Naydenov, Tsvetanka Zlateva, and Kristina Atanasova-Elliot as members of the Company's Audit Committee for a new three-year term, in accordance with the proposal of the Chairman of the Company's Board of Directors, attached to the materials for the General Meeting of Shareholders;

10. Adopting a decision for determining the remuneration of the members of the Audit Committee; Proposed resolution: The GMS determines that the monthly remuneration for members of the Audit Committee shall be EUR 1,100 (one thousand one hundred).

11. Approval of an amendment in the Statute of the Audit Committee of "Sopharma" AD in order to bring it in line with the decision under item 10 of the agenda. Proposed resolution: The GMS adopts an amendment to Art. 11 of the Statute of the Audit Committee of "Sopharma" AD in order to bring it in line with the decision under item 10 of the agenda for change of the amount of remuneration for the members of the Audit Committee.

12. Approval of the Report of the Board of Directors on the implementation of the Policy for formation of the remuneration of the members of the Board of Directors of the Company for 2025; Proposed resolution: The GMS adopts the Report of the Board of Directors on the implementation of the Policy for the formation of remuneration of the members of the Board of Directors of the Company for 2025;

13. Approval of amendments to the Policy for Formation of Remuneration of the Members of the Board of Directors of "Sopharma" AD, in order to bring it in line with the amendments and supplements to Regulation No. 48 of March 20, 2013 of the Financial Supervision Commission, promulgated in the State Gazette, issue 39 dated April 28, 2026; Proposal for resolution: The GMS adopts the proposed amendments to the Policy for formation of remuneration of the Members of the Board of Directors of "Sopharma" AD, which amendments shall enter into force on the date of their adoption, as follows:

1. The text of Art. 4 is updated with information on the latest adopted amendments to Regulation No. 48, as follows:

"4. /amended, resolution of the GMS, 26.06.2026/ With this policy, in the Company's activities regarding the determination of the remuneration of the members of the Board of Directors, the principles of Directive (EU) 2017/828 of the European Parliament and of the Council amending Directive 2007/36/EC as regards the promotion of long-term shareholder engagement and Recommendation

2009/385/EC supplementing Recommendation 2004/913/EC and Recommendation 2005/162/EC as regards the regime for the remuneration of directors of companies whose securities are admitted to trading on a regulated market, introduced by Regulation No. 48 of 20 March 2013 of the Financial Supervision Commission /published in the State Gazette, issue 32 of 2 April 2013, as amended, are adopted as guiding principles. and supplemented by SG No. 41 of May 21, 2019, amended by SG No. 66 of August 20, 2019, amended by SG No. 61 of July 10, 2020, amended by SG No. 60 of July 20, 2021, amended by SG No. 64 of August 3, 2021, amended by SG No. 70 of August 20, 2024, amended by SG No. 39 of April 28, 2026/."

2. A new Article 5.3. is adopted, and the numbering of the previous Articles 5.3., 5.4. and 5.5. is accordingly corrected without changes in the wording, as follows:

"5.3. /new, resolution of the GMS, 26.06.2026/ Promoting the sustainable and responsible management of the Company, including by aligning remuneration with long-term results, risk management, compliance with regulations and maintaining a stable corporate and management environment;

5.4 /prev. 5.3, resolution of the General Meeting of Shareholders, 26.06.2026/ Prevention of discrimination, conflict of interest and unequal treatment of persons when determining remuneration;

5.5. /rev. 5.4., resolution of the General Meeting of Shareholders, 26.06.2026/ Transparency regarding the formation of the remuneration of the members of the Board of Directors and the remuneration components, accountability and supervision of remuneration by the shareholders;

5.6. /rev. 5.5., resolution of the GMS, 26.06.2026/ Ensuring and guaranteeing the independent and conscientious exercise of the functions of the Remuneration Committee, including when these functions are performed by the Board of Directors as the body that develops the Policy.

3. A new sentence 3 is added to the text of Art. 9.3, para. 2, letter A, and the previous sentence 3 becomes sentence 4, as follows:

"Linking variable remuneration to the fulfillment of financial criteria aims to promote the sustainable financial development of the Company, maintain financial stability, the ability to generate positive results in the long term and create value for shareholders."

4. A new sentence 3 is added to the text of Art. 9.3, para. 2, letter B, and the previous sentence 3 becomes sentence 4, as follows:

"Linking variable remuneration to the fulfillment of non-financial criteria aims to promote the sustainable development of the Company, compliance with applicable regulations and internal rules, effective risk management, improving operational efficiency and maintaining trust from investors and other stakeholders."

5. New para. 3 and para. 7 are adopted in Art. 9.3, respectively para. 3 becomes para. 4, para. 4 becomes para. 5, para. 5 becomes para. 6, as follows:

"(3) /new, resolution of the GMS, 26.06.2026/ When assessing the extent to which the achieved results meet the objectives under Art. 11, para. 8, item 1 of Regulation No. 48, the Board of Directors applies the following methods: comparative analysis of the Company's financial results, assessment of compliance with the risk profile and sustainable development of the Company, analysis of the retention of key management resource, as well as assessment of feedback and support from shareholders.

(4) /prev. para. 3, resolution of the GMS, 26.06.2026/ According to the Articles of Association of the Company, in case of a positive financial result /profit/ and by decision of the General Meeting, the Executive Director has the right to receive a one-time remuneration in the amount of one percent of the Company's net profit.

(5) /prev. para. 4, resolution of the General Meeting of Shareholders, 26.06.2026/ The payment of at least 40% of the remuneration under para. 4 shall be deferred for a period of three years. The payment of the deferred part of the variable remuneration shall be made proportionally, in equal monthly installments.

(6) /prev. para. 5, resolution of the General Meeting of Shareholders, 26.06.2026/ The principles under para. 5 will apply accordingly to the members of the Board of Directors in the event of a subsequent change in the Articles of Association of the Company, giving them the right to receive

variable remuneration linked to the financial result, as well as in all cases in which the Annual General Meeting has adopted a resolution to pay variable remuneration.

(7) /new, resolution of the General Meeting of Shareholders, 26.06.2026/ When determining the remuneration structure, the Company shall take into account the different scope of operational functions, management responsibilities and influence on the results and risk profile of the Company between the executive and non-executive members of the Board of Directors. In view of this, the variable remuneration may be applied preferentially to the executive members of the Board of Directors.

6. Article 12 is supplemented and new Articles 12.1, 12.2, 12.3 and 12.4 are adopted with the following content:

12. /amended, resolution of the GMS, 26.06.2026/ The management contracts concluded on behalf of the Company with the members of the Board of Directors, respectively with an executive member of the Board of Directors, must contain a clause enabling the Company to demand the return of paid variable remuneration, determined on the basis of the principles under item 9.3. Amounts provided on the basis of data that subsequently turned out to be incorrect are subject to return. The decision to return is made by The General Meeting of Shareholders of the Company.

12.1. /new, resolution of the GMS, 26.06.2026/ The contracts with the members of the Board of Directors /management contracts/ are concluded for a term in accordance with their mandate determined by the General Meeting of Shareholders.

12.2. /new, resolution of the GMS, 26.06.2026/ Any management contract with a member of the Board of Directors may be unilaterally terminated without prior notice by the Company and before the expiration of the term for which the respective member was elected, by decision of the General Meeting of Shareholders.

12.3. /new, resolution of the GMS, 26.06.2026/ A management contract with a member of the Board of Directors may be terminated early at the initiative of a member of the Board of Directors, in accordance with the procedure and under the conditions provided for by law.

12.4. /new, resolution of the GMS, 26.06.2026/ Given the executive functions and operational responsibilities of the executive members of the Board of Directors, the terms of the management contracts with such members may contain specific clauses regarding performance indicators, variable remuneration and other conditions, consistent with the nature of the assigned functions and the applicable legislation.

7. The text of Article 14 is updated with information on the latest adopted amendments to Regulation No. 48, as follows:

"14. /amended, resolution of the GMS, 26.06.2026/ The disclosure of the Remuneration Policy is carried out in accordance with the requirements of Regulation No. 48 of March 20, 2013 of the Financial Supervision Commission /promulgated, SG, issue 32 of 2.04.2013, amended and supplemented, issue 41 of 21.05.2019, amended, issue 66 of 20.08.2019, amended and supplemented, issue 61 of 10.07.2020, amended, issue 60 of 20.07.2021, supplemented, issue 64 of 3.08.2021, amended, issue 70 of 20.08.2024, amended and supplemented, issue 39 of 28.04.2026/.

8. The text of Article 15 is amended as follows:

"15. /amend., resolution of the GMS, 26.06.2026/ The Company is obliged to disclose the Policy and any subsequent changes to it. The adopted remuneration policy, containing the date of adoption and date of entry into force indicated therein and the results of the vote at the General Meeting, shall be published immediately on the Company's website and shall be accessible free of charge at least while it is in force."

9. A new § 3 is adopted in the Additional Provisions of the Policy, which shall reflect the results of the vote of the GMS on the adoption of the proposed amendments and supplements to the Policy and the date of their entry into force, as follows:

"§ 3. This Policy has been amended by a Decision of the GMS of the Company, held on 26.06.2026, and the amendments shall enter into force as of the date of the decision. The decision of the GMS to amend the Policy was taken with the following voting results:

Number of shares on which actual votes were exercised:, constituting % of the represented capital and % of the Company's capital. Total number of votes actually exercised:

VOTED "FOR": number of shares, constituting % of the represented capital and % of the Company's capital

VOTED "AGAINST": number of shares, constituting % of the represented capital and % of the Company's capital

VOTED "ABSTENTED": number of shares, constituting % of the represented capital and % of the capital of the Company."

14. Approval of a resolution to discharge the members of the Board of Directors from liability for their activities in 2025; Proposed resolution: The General Meeting discharges the members of the Board of Directors from liability for their activities in 2025;

15. Approval of a resolution to dismiss the members of the Company's Board of Directors from office due to the expiration of their term of office; Proposed resolution: The GMS dismisses the members of the Company's Board of Directors from office due to the expiration of their term of office;

16. Approval of a resolution to elect members of the Board of Directors of "Sopharma" AD and determine their management guarantee; Proposed resolution: The GMS elects the following persons as members of the Board of Directors of "Sopharma" AD for a 5-year term: Ognian Donev, Vesela Stoeva, Aleksandar Tchouchev, Boris Borisov, and Bissera Lazarova. In accordance with the provisions of Article 116c, paragraphs 2, 3, and 4 of the Law on Public Offering of Securities, the General Meeting of Shareholders determines a management guarantee in the amount of the respective 3-month gross remuneration of each member of the Board of Directors;

17. Approval of the remuneration of the members of the Board of Directors and the Executive Director for 2026; Proposed resolution: Pursuant to Article 24, Paragraph 3, letter A of the Company's Articles of Association, the General Meeting resolves that the fixed monthly remuneration of the members of the Board of Directors for 2026 shall be in the amount of EUR 7,500 (seven thousand five hundred), and that the fixed monthly remuneration for the Executive Director for 2026 shall be in the amount of EUR 12,000 (twelve thousand);

18. Approval of the Company's registered auditor for 2026; Proposed resolution: GMS shall appoint a registered auditor to audit and certify the Company's 2026 Annual Financial Statements, in accordance with the Audit Committee's recommendation included in the agenda materials;

19. Approval of a resolution pursuant to Article 24, paragraph 3, letter B of the Company's Articles of Association; Proposed resolution: Pursuant to Article 24, Paragraph 3, letter B of the Articles of Association, the Company's Executive Director shall be paid additional remuneration in the amount of 1% (one percent) of the net profit realized in 2025, in accordance with the adopted Annual Financial Report and the Company's Remuneration Policy;

20. Approval of a resolution to determine the percentage of the profit realized in 2025 to be distributed among the members of the Company's senior management team, in compliance with the requirements of Article 26a, item 12 of the Company's Articles of Association; Proposed resolution: The General Meeting adopts a resolution that 2% (two percent) of the net profit realized in 2025 shall be distributed among the members of the Company's senior management team in compliance with the requirements of Article 26a, item 12 of the Company's Articles of Association;

21. Approval of a resolution regarding amendments to the Company's Articles of Association; Proposed resolution: The General Meeting adopts the proposed amendments to the Company's Articles of Association, namely:

1. adopts an amendment to Article 6 of the Articles of Association, in order to reflect the converted value of the capital in euros in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025), as follows:

"Art. 6. /Decision of The General Meeting of Shareholders of 30.06.2003, of the EGM of 29.09.2006, of the EGM of 09.01.2015, decision of the Board of Directors of 10.02.2015, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with

decisions of the Board of Directors of 05.06.2023 and 02.10.2023, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decision of the Board of Directors of 26.01.2024 and of the AGM of 27.06.2025, decision of the AGM of 26.06.2026 regarding capital conversion in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025)/ The Company's capital amounts to 274,970,377.53 euros (two hundred seventy-four million nine hundred seventy thousand three hundred seventy-seven euros and fifty-three cents) and is fully paid up.

2. adopts an amendment to Art. 10, para. 1 of the Articles of Association , in order to reflect the converted value of the nominal value of the shares in euros in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025), as follows:
"Art. 10. /1/ /Decision of The General Meeting of Shareholders of 30.06.2003, of the EGM of 29.09.2006, of the EGM of 09.01.2015, decision of the Board of Directors of 10.02.2015, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decisions of the Board of Directors of 05.06.2023 and 02.10.2023, reflected increase in capital under condition by exercising warrants from an issue with ISIN BG9200001212 in connection with decision of the Board of Directors of 26.01.2024 and of the AGM of 27.06.2025, decision of the AGM of 26.06.2026 regarding currency conversion of the nominal value of the shares in accordance with the requirements of the Law on the Introduction of the Euro in the Republic of Bulgaria (SG, issue 70 of 20.08.2025)/ The capital is distributed in 539,157,603 (five hundred thirty-nine million one hundred fifty-seven thousand six hundred and three) registered dematerialized shares, each with a nominal value of 0.51 euros (fifty-one cents).

3. adopts an amendment to Art. 25, Para. 10, letter A/ and letter D/ of the Statute, where the amounts in leva are deleted and only the amounts in euro are retained:

"A/ /amended by AGM, 26.06.2026/ The Company's capital may be increased by a decision of the Board of Directors up to 552.2 million euros;"

"D/ /amended by AGM, 26.06.2026/ The threshold of EUR 552.2 million provided for in letter /A/ shall apply in total to the sum of the values of all capital increases, including the value of shares for which warrants or convertible bonds have been issued."

4. adopts an amendment to Art. 11a, para. 2 and para. 3 of the Constitution, as follows:

"(2) /amend., resolution of The General Meeting of Shareholders, 26.06.2026/ The Company may buy back treasury shares without extending a tender offer when it acquires no more than 3 percent of treasury shares with voting rights during one calendar year. In its decision, The General Meeting of Shareholders shall determine the maximum number of shares subject to buy-back, the terms and conditions under which the Board of Directors will carry out the buy-back within a certain period not exceeding five years, as well as the minimum and maximum amount of the buy-back price. The decision under para. 1 shall be taken by a majority of the represented capital. The decision shall be entered in the commercial register.

(3) /amend., resolution of the General Meeting, 26.06.2026/ The Board of Directors shall carry out the buy-back under conditions in accordance with the decision of the General Meeting and in compliance with the legal requirements. The decision of the Board of Directors to buy back shares shall be taken by a majority of 2/3 of the members of the Board.

22. Approval of a resolution on the buy-back of treasury shares. Proposed resolution:
 The General Meeting of Shareholders, pursuant to Article 187b of the Commercial Act and Article 111, paragraph 5 of the Law on Public Offering of Securities, adopts a resolution to buy back treasury shares from the Company's capital under the following conditions: no more than 3% for each calendar year; the term for carrying out the buy-back shall not exceed 3 years; the minimum buyback price shall not be lower than the par value of one share of the Company's capital; the maximum buy-back price shall be 2.40 euros (two euros and 40 euro cents) per share; The General Meeting authorizes the Board of Directors of the Company to determine all other parameters of the buy-back and to take the necessary factual and legal actions to implement the resolution of the General Meeting of Shareholders.

23. Authorization pursuant to Article 114(1) of the Public Offering of Securities Act regarding a transaction between "Sopharma" AD and "Sopharma Trading" AD, as described in

the Explanatory Report; Proposed resolution: The GMS authorizes the persons managing and representing the Company to enter into a Contract for the sale and purchase of medicinal products and other products relevant to human health between “Sopharma” AD as seller and “Sopharma Trading” AD as buyer—a transaction falling within the scope of Article 114, Paragraph 1, Item 3 of the Law on Public Offering of Securities, in accordance with the terms of the Substantiated Report.

24. Approval of an updated Long-Term Share Incentive Plan for Key Employees; Proposed Resolution: The GMS adopts an updated Long-Term Share Incentive Plan for Key Employees attached to the materials for the GMS.

Pursuant to art. 16a, para 2 of the Articles of Association of the Company and art. 115b, para 5 of the LPOS the voting for the Annual General Meeting, scheduled for June 26, 2026 and in the absence of a quorum on that date for July 17, 2026 through correspondence and electronic means will be accepted subject to the following rules:

1. Pursuant to art. 16a of the Articles of Association of the Company the shareholders may exercise their voting right before the date of the meeting by correspondence

2. The voting right at the AGM of “Sopharma” AD exercised through correspondence, represents an explicit, written, notarized statement of will from a shareholder of the Company, which is for a specific AGM and contains data on: identification of the shareholder in accordance with the requirements for registration for participation in the AGM; the number of shares owned by the shareholder; the agenda items proposed for discussion at the specific AGM of the Company, in accordance with the invitation for convening General Meeting of shareholders announced in the Commercial Register; proposals for decisions on each of the items on the agenda; the manner of voting on each of the agenda items (for each agenda item only one of the listed voting methods must be indicated: 'For', 'Against' or 'Abstained'); date and signature. For convenience of the shareholders, a letter of formal statement of will containing the relevant requisites is attached to this invitation.

3. The necessary data for identification of a shareholder are – for a physical person: Full name, a personal identification number and address. The necessary data for identification of a shareholder - legal entity are: name, registered office and management address, unique identification code and full name of the Company representative (s).

4. The statement of will under item 2 above in a foreign language must be accompanied by a translation into Bulgarian language, certified in accordance with the Regulations for the legalization, certification and translation of documents and other papers. The translation of official documents is done by an interpreter engaged at a Company that has signed a contract with the Ministry of Foreign Affairs. The fact that the interpreter is registered with such a Company is certified by the Ministry of Foreign Affairs with the signature of the interpreter or with an explicit certificate together with a statement by the interpreter that he/she has not been removed from the list at the Ministry of Foreign Affairs. If there is a discrepancy between the texts, the data in the Bulgarian translation will be accepted as valid.

5. In case the voting right is exercised through correspondence by a shareholder - legal entity, the explicit statement of will must be accompanied by an original or a certified copy of a valid commercial registration certificate, respectively of the respective fund - shareholder, an up-to-date certificate for judicial registration of the fund - shareholder, and for the funds under the Collective Investment Schemes and Other Undertakings for Collective Investments Act (CISCICL) - the documents stipulated in the Act, certifying the existence and identification of the fund and its management Company and their right to carry on business, as well as identification of the persons who manage and represent the fund (BULSTAT certificate of the fund, certificate of current status of the management Company, license to operate under the CISCICL and permission to organize and manage the fund). The commercial and/or court registration certificate and/or other identification documents issued in a foreign language must be accompanied by a translation into Bulgarian subject to the conditions set out in item 4 above.

6. As a valid means of exercising the right to vote by correspondence, the shareholders of “SOPHARM” AD may use any of the following exhaustively listed methods: mail/courier - by means

of a letter sent to the Company through “Bulgarian Posts” EAD/courier with a return receipt, certifying the moment of receipt of the letter from the Company; e-mail - by means of an electronic message, which should be signed with a universal or qualified electronic signature by the shareholder and attached to it an electronic document (electronic image) of the declaration of intent and all accompanying documents, also signed with qualified electronic signature (QES) by the shareholder or the proxy; personal delivery, against an incoming number, to an employee of “Sopharma” AD at the address: Sofia city, 1756, 5 Lachezar Stanchev Str., Sopharma Business Towers, Reception building A after a pre-arranged time for delivery by phone 02 8134 319. When using “Bulgarian Posts” EAD/courier to send the documents, the shareholders may indicate that the costs of the shipment will be covered by the recipient.

7. “Sopharma” AD will only accept voting by correspondence if the written statement with the vote of the respective shareholder, regardless of the chosen method of sending is received by the Company no later than June 25, 2026 which is the last business day, preceding the date set for the GMS.

8. In case that a shareholder of “Sopharma” AD who exercised his voting right through correspondence attends the Annual General Meeting on June 26, 2026, his exercised voting right through correspondence is valid unless the shareholder states otherwise upon registration to attend the meeting. In this case, on the matters on which the shareholder votes at the Annual General Meeting in person will outweigh the vote by correspondence.

9. Mailing or courier correspondence address: Sofia city, 1756, 5 Lachezar Stanchev Str., Sopharma Business Towers, Building A, floor 11 for “Sopharma” AD - to the attention of the Investor Relations Director. E-mail correspondence address: ir@sopharma.bg.

Written materials for the meeting are available to shareholders at the Company's headquarters in Sofia, every working day from 8:30 a.m. to 5:00 p.m. (5:30 a.m. to 2:00 p.m. UTC). The invitation, together with the written materials on the agenda items of the meeting, have been sent to the Commission for Financial Supervision, "Central Depository" AD and the regulated market, announced to the public and published on the website of "Sopharma" AD - www.sopharmagroup.com for the time from the announcement of the invitation in the Commercial Register until the end of the General Meeting.

The Board of directors of “Sopharma” AD informs that the total number of voting shares at the GMS of the Company at the date of the decision of the Board of directors to convene the Annual General Meeting is 529 227 603 dematerialized, registered shares with voting right, ISIN code of the emission: BG11SOSOBT18. At the date of the decision of the Board of directors for convening of the AGM, the treasury shares purchased by the Company are 9 930 000 shares.

Pursuant to art. 115b, para 1 of LPOS the right to vote in the AGM is exercised by the persons registered as such with the registers of the Central Depository 14 days before the date of the GMS, the respective valid date for the General Meeting is **June 12, 2026**. Persons registered as such with voting right at that date are entitled to participate and exercise their voting right at the General Meeting. To determine the circle of voting persons at the General Meeting, scheduled for **June 26, 2026**, the Company will obtain a Book of Shareholders from valid as at is **June 12, 2026** in accordance with the provisions of art. 115b, para 2 of LPOS.

According to the provision of art. 187a, para 3 of the CA the exercise of all rights, including the right to vote, on the treasury shares bought back by the Company shall cease until the moment of their transfer.

On the grounds of art. 118, para 2, item 4 of LPOS, persons holding together or separately at least 5 per cent of the capital of the public Company “Sopharma” AD may in compliance with the restriction under art. 118, para 3 of LPOS, request the inclusion of agenda items and propose resolutions on already included agenda items for the General Meeting under the provisions of art. 223a of the Commercial Law. Not later than 15 days before the opening of the General Meeting, these shareholders shall submit for announcement with the Commercial Register a list of the items that they would like to be included in the agenda and the respective proposals for decisions on them, respectively proposals for decisions on items already on the agenda. With the announcement in the Commercial Register, the items are considered included in the proposed agenda of the General Meeting, respectively proposals for

decisions on items already on the agenda. At the latest on the next business day, following the announcement, the shareholders shall submit the list of items, the proposals for decisions and the written materials at the address of the Company's management, as well as to the Financial Supervision Commission and the regulated market in which the shares of the Company are admitted to trading.

Shareholders have the right, subject to the requirements of the law, to make substantive proposals for decisions on any item included on the agenda until the debate on this item is terminated and before the General Meeting votes a resolution on the respective item. In exercising this right, the restriction provided in art. 118, para 3 of LPOS is valid.

During the General Meeting the shareholders of the Company have the right to ask questions on all items of the agenda, as well as questions about the economic and financial situation and the commercial activity of the Company, no matter whether they are related to the agenda or not.

The registration of the shareholders for participation in the General Meeting will take place on the announced day of its holding from 9:30 a.m. to 10:50 a.m. (6:30 a.m. to 7:50 a.m. UTC).

For registration and participation in the GMS, individuals - shareholders present an identity document. Legal entities - shareholders shall present an original or a certified copy of a current commercial / judicial registration certificate as well as an identity document of the legal representative.

Rules for proxy voting:

Pursuant to the provisions of art. 18, para 2 of the Articles of Association of the Company a proxy of shareholders in the General Meeting must contain an explicit written letter of attorney for the particular general meeting with a minimum content as per art. 116, para 1 of LPOS.

In case a shareholder – legal entity is represented by a physical person the authorized person must provide their identity document, original or a certified copy of a current certificate of commercial/court registration of the shareholder – legal entity, resp. the documents described in item 5 of the rules for voting by correspondence above for the shareholders - funds under the **CISCICL**, as well as an explicit written letter of attorney for the particular general meeting with content as per art. 116, para 1 of LPOS signed by the legal representative of the shareholder – legal entity, entered in the current certificate of commercial/court registration.

In case a shareholder is represented by a legal entity - the person, representing the proxy, apart from their identification document must present an original or a certified copy of a current certificate of commercial/court registration of the proxy - legal entity, an explicit written letter of attorney for the particular general meeting with content as per art. 116, para 1 of LPOS issued by the shareholder. If the shareholder is a legal person, the person representing the proxy must also present an original or a certified copy of a current certificate of commercial/court registration of the shareholder resp. the documents described in item 5 of the rules for voting by correspondence above for the shareholders - funds under the **CISCICL**.

The power of attorney should contain:

- A statement on the rights of the proxy in the cases of further included issues and/or proposals for decisions under art. 118, para 2, item 4 of the LPOS in connection with art. 223a of the Commercial Law;
- A statement on the rights of the proxy in the hypothesis of art. 231, para 1 of the Commercial Law;
- A statement on the right of the proxy to make substantive proposals for decisions on the items included in the agenda until the discussion on the respective issue – art. 115, para 2, item 6 of LPOS. In this case the authorizing officer should explicitly indicate in the power of attorney a way to vote or give the proxy the right to vote at his own discretion.

Pursuant to art. 116, para 4 of LPOS the re-authorization with the rights granted to the proxy according to the power of attorney given to him, as well as the power of attorney given in violation and/or in inconsistency with the provisions of art. 116, para 1 of the LPOS is void.

A commercial/court registration certificate as well as all documents for the identification of a legal entity - shareholder or proxy, as well as a power of attorney for representation in the General Meeting, issued in a foreign language, must be accompanied by a translation into Bulgarian, certified according to the requirements of the Regulations for legalizations, certifications and translations of

documents and other books. The translation of official documents is carried out by a translator to a Company contracted by the Ministry of Foreign Affairs. The fact that the translator is registered with such a Company is certified by the Ministry of Foreign Affairs with a certification of the translator's signature or with an express certificate, together with a declaration by the translator that he has not been deleted from the list of the Ministry of Foreign Affairs. In case of discrepancy between the texts, the data in the Bulgarian translation will be accepted as correct.

The Board of directors of "Sopharma" AD shall provide a sample of a power of attorney together with the materials for the General meeting. The sample of a power of attorney is also available on [the Company's website - https://www.sopharmagroup.com/bg/investitori/obshcho-sbranie-na-akционерите](https://www.sopharmagroup.com/bg/investitori/obshcho-sbranie-na-akционерите).

In view of the technical support of the registration procedure for participation in the General Meeting of Shareholders copies of the powers of attorney should be submitted to the Company on paper or in electronic form at the latest by the end of the working day preceding the date of the General Meeting, namely 5:00 p.m. (2:00 p.m. UTC) June 25, 2026.

"Sopharma" AD will receive and accept valid electronic notifications and proxies by e-mail to the following e-mail: ir@sopharma.bg as the electronic messages should be signed with a qualified electronic signature (QES) by the legal representative or natural person and accompanied by an electronic document (electronic image) of the power of attorney, which is also signed with a qualified electronic signature (QES) by the legal representative."

Pursuant to art. 227, para 3 Commercial Law, in case of an absence of a quorum of the date of the Annual General Meeting of Shareholders announced with this invitation, the same shall be held on July 17, 2026 at 11:00 a.m. (8:00 a.m. UTC) on the same place and with the same agenda. In this case, agenda items may not be included under the provisions of art. 223a of the Commercial Law."

Voting results:

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva – FOR
3. Aleksandar Viktorov Tchaoushev – FOR
4. Bissera Nikolaeva Lazarova – FOR
5. Ivan Venetskov Badinski – FOR

The decision under item 5 of the agenda was adopted unanimously by the members of the Board of directors.

VI. On item 6 of the agenda

The Board of Directors took the following decision: Approves a Substantiated Report on the conditions and appropriateness of transactions under Art. 114, para. 1, item 3 of the Law for Public Offering of Securities (LPOS). The Chairman of the Board of Directors, Ognian Donev, PhD, does not participate in the preparation and adoption of the Report due to the fact that he is an interested party according to the provisions of Art. 114, para. 7, item 3 of the LPOS in relation with the transaction detailed therein.

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaoushev – FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski – FOR

The decision under item 6 of the agenda was adopted unanimously by the members of the Board of directors.

VII. On item 7 of the agenda

The Board of Directors took the following decision: Approves an updated Long-term stock incentive program for key employees.

Voting results:

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaoushev – FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski – FOR

VIII. On item 8 of the agenda

The Board of Directors took the following decision: Assigns to the Executive Director of the Company, Mr. Ognian Donev and/or the Procurator of the Company, Mr. Simeon Donev the organization and control of the implementation of the factual and legal actions in the preparation and conduct of the General Meeting of Shareholders of “Sopharma” AD in order to comply with the requirements of the Commercial Law, LPOS and the Statute of the Company.

Voting results:

1. Ognian Ivanov Donev – FOR
2. Vesela Lyubenova Stoeva - FOR
3. Aleksandar Viktorov Tchaoushev – FOR
4. Bissera Nikolaeva Lazarova - FOR
5. Ivan Venetskov Badinski – FOR

The decision under item 8 of the agenda was adopted unanimously by the members of the Board of directors.

Due to completion of the agenda the meeting of the Board of directors was closed.

This minutes of meeting has been signed as follows:

1. Ognian Ivanov Donev /signature/

2. Vesela Lyubenova Stoeva /signature/

3. Aleksander Viktorov Tchaoushev /signature/

4. Bissera Nikolaeva Lazarova /signature/

5. Ivan Venetskov Badinski /signature/