

**REPORT OF THE BOARD OF DIRECTORS OF FAES FARMA, S.A. IN
RELATION TO THE RE-ELECTION OF MR. CARLOS DE ALCOCER
TORRA**

Introduction

This report is prepared in accordance with the provisions of article 529 decies.5 of the Capital Companies Act and article 4c) of the Regulations of the Nomination and Remuneration Committee. Both precepts stipulate that the proposal for appointment of independent directors that the Nomination and Remuneration Committee submits to the General Shareholders' Meeting for approval must in all cases be accompanied by a supporting report from the Board of Directors assessing the competence, experience and merits of the proposed candidate. It is proposed that this report be included in the Minutes of the General Shareholders' Meeting.

In compliance with the foregoing, the Board of Directors has prepared this report, which accompanies the proposal for the re-election of Mr Carlos de Alcocer Torra as director of Faes Farma, S.A., (the "**Company**") with the status of independent director.

Proposal of the Nomination and Remuneration Committee

The Appointments and Remuneration Committee has drawn up the appropriate proposal, which is attached as **Appendix I**, in which it considers that Mr Carlos de Alcocer Torra meets the conditions for re-election as a director of the Company, submitting to the Board the proposal for the appointment of independent directors for submission to the decision of the General Shareholders' Meeting.

The Committee has analysed the current composition of the Board, as well as the diversity of knowledge, skills, experience and suitability of its members. In particular, it has taken into account the Competence Map approved by the Company, which includes the competences, functions and experience of the current directors.

Likewise, in accordance with the provisions of the Director Selection Policy, it has assessed the necessary conditions that directors must meet, including the fact that they must be honourable, suitable persons of recognised solvency, competence, experience, qualifications and training, also assessing the availability of time necessary for adequate dedication and commitment to their duties.

In compliance with the above requirements and taking into consideration the detailed analysis carried out by the Committee on the structure, size and composition of the Board, as well as on the suitability of the candidate, the Nomination and Remuneration Committee has considered that Mr Carlos de Alcocer Torra has the knowledge, skills, experience and other requirements of suitability for the position of director of the Board of Directors of the Company, as stated in the proposal that the Committee has placed at the disposal of the Board of Directors.

Candidate's professional profile

In order to issue this report, the Board of Directors has assessed the competence, experience and merits of the proposed candidate, summarised in the professional profile indicated below:

Education:

- Graduate in Law from the Universidad Autónoma de Madrid.
- Training courses in Spain and England.
- Exchange and Stockbroker.

Professional activity:

Currently:

- Notary of Madrid.
- Managing Director and Chairman of several companies:
 - Apartohotel Simón Verde, S.A.
 - Eurosuites Sevilla, S.A.
- Trustee and President of the Mater Mundi Television Foundation.

Previously:

- Exchange and Stockbroker
- Director of the Advisory Committee of Bilbao Plaza Financiera.
- Representative of the Bilbao Stock Exchange in the Spanish Stock Exchange Coordination Service.
- Director of the Sociedad Rectora de la Bolsa de Bilbao.
- Founding Partner, Co-President and Managing Director of Eurofinanzas, S.V.B.,S.A.
- Commercial broker in La Coruña and Madrid.

In the Faes Farma Group:

- Independent external director of Faes Farma, S.A. since June 2013. He is currently Coordinating Director and member of the Nomination and Remuneration Committee and the Audit and Compliance Committee .

Conclusion

As a result of the foregoing and taking into account the proposal prepared for this purpose by the Nomination and Remuneration Committee, which describes the situation of the Company and specifically of this Board, the Board of Directors considers that Mr Carlos de Alcocer Torra has the appropriate knowledge, skills and experience to hold the position of director of the Board of Directors of the Company, as well as the suitability requirements that are demanded of him in such capacity, reaching the conclusion that his re-election as independent director is advisable in order to comply with the recommendations regarding the number of independent directors. Consequently, this Board unanimously issues a favourable report on the proposal of the Nomination and Remuneration Committee regarding the re-election of Mr Carlos de Alcocer Torra as independent director, to be submitted to the decision of the next General Shareholders' Meeting to be held on 14 or 15 June 2023, at first or second call.

4 May 2023.