

**PROPOSED RESOLUTION TO BE ADOPTED AT THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF FAES FARMA, S.A. TO BE HELD ON 15 AND 16 JULY 2025**

**First. Authorisation, for the purposes of the provisions of article 160 f) of the Capital Companies Act, of the acquisition of one hundred per cent of the share capital of Sifi S.p.A.**

The proposal made by the Board of Directors is as follows:

*"Pursuant to the provisions of article 160 f) of the Capital Companies Act, it is resolved to authorise, under the terms and conditions set forth in the Report formulated by the Board of Directors, the acquisition, directly or indirectly, of the shares representing one hundred per cent of the share capital of the entity named Sifi S.p.A. (the "**Acquisition**") as well as the subscription of the financing required for its acquisition, whether initially planned or that which may replace it in the future insofar as it entails or may entail the provision of security interests over assets of the Company or personal assets of other companies of its group (the "**Financing**", and together with the Acquisition, the "**Transaction**"), as well as all such ancillary or related legal transactions as may be necessary for the successful completion of the Transaction, including, without limitation, the extension, novation, modification or substitution of the Financing. For these purposes, the Board of Directors of the Company is hereby delegated, as broadly as may be necessary in law, with powers of substitution or in favour of any of its members, all such powers as may be necessary or convenient to execute and give full effect to the Transaction."*