

**REPORT AND PROPOSAL BY THE BOARD OF DIRECTORS OF FAES
FARMA, S.A. REGARDING THE APPOINTMENT OF MR ÁNGEL AGUDO
VALENCIANO**

I. Introduction

In accordance with the provisions of Article 529 decies of the Companies Act, Article 9 of the Board of Directors' Regulations and the Policy on the Selection of Directors of Faes Farma, S.A., the proposal for the appointment of members of the Board of Directors who are not independent directors is the responsibility of the Board of Directors, subject to a report from the Appointments and Remuneration Committee.

It is also established that the proposal 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.

In accordance with the foregoing, the Board of Directors of Faes Farma, S.A. (the "Company") has drawn up this report, which accompanies the proposal to appoint Mr Ángel Agudo Valenciano as a director of the Company in the category of executive director.

II. Report of the Appointments and Remuneration Committee

In preparing this report, the Board of Directors has considered the report drawn up by the Appointments and Remuneration Committee, in accordance with the provisions of Article 529 decies of the Companies Act, in which the Committee has analysed the current composition of the Company's Board of Directors, as well as the diversity of knowledge, competence and experience of its members. The Committee has also taken into account the current Board Member Competency Map, which sets out the competencies, functions and experience of the current Board Members.

Furthermore, in accordance with the provisions of the Director Selection Policy, it has assessed the necessary requirements that directors must meet, including that they must be persons of good character, suitable for the role and of recognised integrity, competence, experience, qualifications and training, whilst also assessing the availability of time required for adequate dedication and commitment to their role.

In particular, in the case of this report, special consideration has been given to the significant stake held by the party proposing the appointment, Asua Inversiones, S.L., which holds 8.14% of the Company's share capital and has also expressly requested that its stake be represented on the Board of Directors through a proprietary director.

In compliance with the above requirements and taking into account the detailed analysis carried out by the Committee regarding the structure, size and composition of the Board, as well as the suitability of the candidate, the Appointments and Remuneration Committee has concluded that Mr Ángel Agudo Valenciano possesses the knowledge, skills, experience and other suitability requirements necessary to perform the role of non-executive director on the

Company's Board of Directors, as set out in the report that the Committee has made available to the Board of Directors.

III. Professional profile of the candidate

In preparing this report, the Board of Directors has assessed the competence, experience and merits of the proposed candidate, Mr Ángel Agudo Valenciano, summarised in the professional profile set out below:

Education

MBA, IMD (Switzerland)

MSc. Mechanical Engineering, ICAI (Spain/France/United Kingdom)

CFA Level III Certificate in Investment Management

Professional experience

Since 2021, he has been CEO and director of Asua Inversiones, S.L., a leading *family office* with investments across various asset classes.

He previously enjoyed a long and distinguished career at Fidelity Investments, where he served as *Senior Portfolio Manager* (2005–2021) and managed the Fidelity America Special Situations Fund, which had assets under management of up to \$10 billion (2012–2021), employing a value-oriented, long-term strategy for retail and institutional funds (4-star Morningstar rating). Previously, he was Co-Manager of the Fidelity Global Cyclical and managed the Industrials and Services Global Fund with a strategy focused on 20 stocks. He began his career at the firm as a sector analyst.

Experience as a director of a listed company in Spain (ENCE).

IV. Conclusion

In light of the foregoing and taking into account the report prepared for this purpose by the Appointments and Remuneration Committee, the Board of Directors considers that Mr Ángel Agudo Valenciano possesses the appropriate knowledge, skills and experience to perform the role of director on the Company's Board of Directors, and has therefore unanimously agreed to propose to the General Meeting of Shareholders to be held on 24 or 25 June 2026, on first or second call, his appointment as a director, for the statutory term of four years, in the capacity of a proprietary director.

27 April 2026.