

REPORT AND PROPOSAL BY THE BOARD OF DIRECTORS OF FAES FARMA, S.A. REGARDING THE APPOINTMENT OF MR JACOBO LLANZA FIGUEROA

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 Jacobo Llanza Figueroa as a director of the Company in the category of proprietary 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 honourable persons, 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, Alantra EQMC Asset Management SGIIC, S.A., in its capacity as manager of certain funds which, collectively, hold 9.04% of the Company's share capital and which has also expressly requested that the representation of its stake be organised through its presence on the Board of Directors via 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 Jacobo Llanza Figueroa possesses the knowledge, skills, experience and other suitability

requirements necessary to perform the duties of a 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 Jacobo Llanza Figueroa, summarised in the professional profile set out below:

Education

Bachelor's degree in Economics and Business Administration from the University of Paris (Sorbonne, 1989).

Professional experience

He is currently *Executive Chairman* of Alantra Asset Management and CEO and Chairman of the Investment Committee at EQMC, a leading actively managed fund. Since 2002, he has been with the Alantra Group (formerly Nmás1), where he has held the positions of founding partner and CEO and has played an active role in building what is now a pan-European mid-market asset manager with a presence in *Private Equity, Active Funds, Private Debt, Infrastructure and Venture Capital*, with over €15 billion in assets under management.

He began his professional career in 1990 at Grupo Mercapital, where he focused on *private equity* and ECM. In 1992, he joined AB Asesores in Latin America with the aim of developing a platform for stockbroking, investment banking and ECM for the region. Following the sale of AB Asesores to Morgan Stanley in 1998, he remained with the firm for several months as *Managing Director of Equities & ECM* for Latin America. In 1999, he joined Dresdner Kleinwort Wasserstein as Managing Director and Head of Equities and ECM for Latin America and EMEA.

He has extensive experience in the active management of European small- and mid-cap companies and has served as a director on the boards of various listed and unlisted companies in Europe and Latin America, including CIE Automotive.

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 Jacobo Llanza Figueroa possesses the appropriate knowledge, skills and experience to fulfil 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.