

PROPOSED RESOLUTIONS TO BE ADOPTED AT THE ANNUAL GENERAL MEETING OF FAES FARMA, S.A. TO BE HELD ON 24 AND 25 JUNE 2026**A) ANNUAL ACCOUNTS AND APPROPRIATION OF PROFITS****1. Examination and approval, where applicable, of the annual accounts and management report, both of Faes Farma, S.A. and its consolidated Group, of the proposed appropriation of profits for the 2025 financial year and of the corporate management .****1.1 Approval of the annual accounts and management report, both of Faes Farma, S.A. and its consolidated Group for the financial year 2025.**

"To approve the annual accounts (balance sheet, profit and loss account, statement of changes in equity, cash flow statement and notes to the accounts) and the management reports, both of Faes Farma, S.A. and its consolidated group, prepared by the Board of Directors and consistent with the audited accounts, for the financial year ended 31 December 2025."

1.2 Approval of the Consolidated Non-Financial Information Statement and Sustainability Report for the financial year 2025, which forms part of the consolidated management report of Faes Farma, S.A. and its consolidated group.

"To approve the consolidated non-financial information statement and Sustainability Information for the financial year ended 31 December 2025, which forms part of the consolidated management report of Faes Farma, S.A."

1.3 Approval of the proposed appropriation of Faes Farma, S.A.'s profit for the financial year 2025.

"To approve that the allocation of the Company's profit for the 2025 financial year, amounting to €55,545,278.03, be carried out as follows:

YEAR 2025

Distribution base:

Profit and loss 55,545,278.03

Allocation:

To voluntary reserves 15,730,778.03

To statutory reserve -

Interim dividend January 2026 12,761,710.80

Supplementary dividend 27,052,789.20

Total 55,545,278.03

The supplementary dividend for the financial year, amounting to EIGHTY-SEVEN THOUSANDTHS OF A EURO (€0.087) gross per share entitled to receive the dividend, will be paid in cash on 6 July 2026.

It is hereby noted that in the consolidated annual accounts for the 2025 financial year, consolidated profit before tax amounted to €85,414 million, income tax amounted to €5,750 million, resulting in a profit for the financial year of €79,664 million and profit attributable to the parent company of €79,630 million.”

1.4 Approval of the management of the Board of Directors of Faes Farma, S.A.

“To approve the performance of the Board of Directors during the 2025 financial year.”

B) BOARD OF DIRECTORS

2. Re-election and appointment of Directors.

2.1. Re-election, or where applicable appointment, of Mr Mariano Ucar Angulo as an external director.

“To re-elect, or where applicable, appoint Mr Mariano Ucar Angulo as a director in accordance with the proposal made by the Board of Directors, subject to a favourable report from the Appointments and Remuneration Committee, for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is considered an external director.

In accordance with the provisions of Article 21 of the Articles of Association, in conjunction with Article 146 of the Commercial Register Regulations, it is hereby recorded that Mr Mariano Ucar Angulo, following his re-election or, where applicable, his appointment, shall continue to hold the office of Chairman”.

2.2. Re-election, or where applicable appointment, of Ms Belén Amatriaín Corbi as an independent director.

“To re-elect, or where applicable, to appoint Ms Belén Amatriaín Corbi as a director in accordance with the proposal made by the Board of Directors, following a proposal from the Appointments and Remuneration Committee, for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is considered an independent director.”

2.3. Re-election, or where applicable appointment, of Ms Nuria Pascual Lapeña as an independent director.

“To re-elect, or where applicable, appoint Ms Nuria Pascual Lapeña as a director in accordance with the proposal made by the Board of Directors, following a proposal from the Appointments and Remuneration Committee, for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is considered an independent director.”

2.4. Re-election, or where applicable appointment, of Mr Enrique Linares Plaza as an independent director.

“To re-elect, or where applicable, appoint Mr Enrique Linares Plaza as a director in accordance with the proposal made by the Board of Directors following a proposal from the Appointments and Remuneration Committee for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is considered an independent director.”

2.5. Appointment of Mr Jacobo Llanza Figueroa as a proprietary director.

In order to fill the vacancy created by the expiry of the term of office of Mr Gonzalo Fernández de Valderrama Iribarnegaray, who was appointed as a director at the ordinary general meeting held on 22 June 2022, it is proposed:

“To appoint Mr Jacobo Llanza Figueroa as a director, in accordance with the proposal made by the Board of Directors following a favourable report from the Appointments and Remuneration Committee, for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is classified as a proprietary director.”

2.6. Appointment of Mr Ángel Agudo Valenciano as a proprietary director.

In order to fill the vacancy created by the expiry of the term of office of Ms Carmen Basagoiti Pastor, who was appointed as a director at the ordinary general meeting held on 22 June 2022, it is proposed

“To appoint Mr Ángel Agudo Valenciano as a director, in accordance with the proposal made by the Board of Directors following a favourable report from the Appointments and Remuneration Committee, for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is considered a proprietary director.”

C) REMUNERATION**3. Advisory vote on the Annual Report on Directors’ Remuneration for the financial year 2025.**

“The Annual Report on Directors’ Remuneration for the financial year 2025 is published on the Company’s website and is available to shareholders. In compliance with the provisions of Article 541 of the Companies Act, it is submitted to a consultative vote at the General Meeting of Shareholders.”

4. Amendment of the Fourth Resolution of the Ordinary General Meeting of Shareholders held on 25 June 2025 regarding the establishment of a long-term incentive plan through the grant of Company shares, the beneficiaries of which shall be certain executives and key personnel of the Company and its Group, including the executive director and other directors of this nature who may be appointed in the future.

“The Fourth Resolution of the Ordinary General Meeting of Shareholders held on 25 June 2025 regarding the establishment of a long-term incentive plan through the grant of Company shares, the beneficiaries of which shall be certain executives and key personnel of the Company and its Group, including the executive director and other directors of this nature who may be appointed in the future, is amended as follows:

One. The maximum number of Shares under the three cycles of the Plan to which the Executive Director may be entitled shall be 700,000 shares, taking as the hypothetical Reference Price for the Plan that of the First Cycle (2025–2027).

Two. The weighting of the **Total Shareholder Return** (“TSR”) target may not be less than 50% in the cycles commencing after the adoption of this resolution.

Three. In matters not amended by this resolution, the provisions of the Fourth Resolution of the Ordinary General Meeting of 25 June 2025 shall apply.”

5. Approval of the Remuneration Policy for Directors of Faes Farma, S.A.

"To approve the Remuneration Policy for Directors of Faes Farma S.A., the full text of which has been made available to shareholders together with the required report of the Appointments and Remuneration Committee, as part of the documentation relating to the General Meeting of Shareholders, from the date of publication of the notice convening the meeting. The Remuneration Policy shall come into force upon its approval in accordance with the terms set out in the Policy itself. Any amendment or replacement of the directors' remuneration policy during this period shall require the prior approval of the General Meeting of Shareholders in accordance with the provisions of current legislation."

D) AUDITOR**6. Appointment of an auditor for the Company and its consolidated group.**

"To appoint Pricewaterhouse Coopers Auditores, S.L., with its registered office in Madrid, Torre PWC, Paseo de la Castellana 259B y C, as the Statutory Auditor of the Company and its consolidated group of companies for the financial years 2027, 2028 and 2029, in accordance with the relevant legal provisions. Tax ID No.: B79031290. It is registered in the Madrid Commercial Register, Sheet 87,250-1, page 75, volume 9,267, book 8,054, section 3, and in the Official Register of Auditors under registration number S0242.

E) DELEGATIONS**7. Delegation to the Board of Directors to implement the resolutions adopted at the General Meeting of Shareholders.**

"To grant the Board of Directors the broadest powers possible under the law, and in particular the Chairman, the Executive Director and the Secretary, without distinction, to proceed with the formalisation and implementation of all resolutions adopted by the Meeting, as well as to rectify any omissions, corrections or errors therein and to interpret them, and to proceed with the registration in the Commercial Register of those resolutions requiring such registration."