FAES FARMA

INFORMATION ON THE PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF FAES FARMA, S.A. HELD ON 25 JUNE 2026, ON THE SECOND CALL

The attendance quorum at the ordinary general meeting held on the second call on 25 June 2026 was as follows:

	Number of shareholders	Number of shares	% of share capital
Present in person[1]	537	43,717,663	13.825%
Attending by proxy	2,256	138,980,683	43.950 %
Total number of shares present and represented	2,793	182,698,346	57.775%

It is hereby noted that the company's treasury shares amount to 4,962,699 shares, representing 1.57 per cent of the share capital. In accordance with the provisions of Article 148 of the Companies Act, these shares have been included in the share capital for the purposes of calculating the quorums required for the constitution and adoption of resolutions at the general meeting, although the votes corresponding to these shares cannot be exercised, as they are suspended.

Resolutions adopted at the General Meeting:

[1] It includes in-person voting, online voting and postal voting.

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R E S O L U T I O N S

A) ANNUAL ACCOUNTS AND ALLOCATION 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 allocation of profits for the financial year 2025 and of the management report .

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."

According to the information available to the Company, 15 shareholders holding 164,545 shares voted against the resolution, 23 shareholders holding 245,240 shares abstained, 3 shareholders holding 42,510 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour .

It is therefore approved by a majority.

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 Report for the financial year ended 31 December 2025, which forms part of the consolidated management report of Faes Farma, S.A."

According to the information available to the Company, 15 shareholders holding 163,218 shares voted against the resolution, 20 shareholders holding 112,367 shares abstained, 3 shareholders holding 42,510 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

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

"To approve that the allocation of the Company's profits for the 2025 financial year, amounting to 55,545,278.03 euros, 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 the 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 financial year 2025, consolidated profit before tax amounted to 85,414 Ml/€, income tax amounted to 5,750 Ml/€, resulting in a profit for the financial year of 79,664 Ml/€ and profit attributable to the parent company of 79,630 Ml/€."

According to the information available to the Company, 17 shareholders holding 151,493 shares voted against the resolution, 14 shareholders holding 90,464 shares abstained, 4 shareholders holding 51,881 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

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

"To approve the management of the Board of Directors during the 2025 financial year."

According to the information available to the Company, 21 shareholders holding 271,202 shares voted against, 28 shareholders holding 268,500 shares abstained, 6 shareholders holding 46,930 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

The resolution is therefore approved by a majority.

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, 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 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, will continue to hold the office of Chairman".

According to the information available to the Company, 60 shareholders holding 9,549,501 shares voted against the resolution, 38 shareholders holding 28,820,258 shares abstained, 5 shareholders holding 41,280 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

The resolution was therefore approved by a majority.

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

"To re-elect, or where applicable, 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."

According to the information available to the Company, 40 shareholders holding 668,686 shares voted against the resolution, 43 shareholders holding 28,990,766 shares abstained, 6 shareholders holding 59,714 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

The resolution was therefore approved by a majority.

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."

According to the information available to the Company, 35 shareholders holding 524,091 shares voted against the resolution, 39 shareholders holding 28,866,170 shares abstained, 6 shareholders holding 59,714 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

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."

According to the information available to the Company, 34 shareholders holding 510,740 shares voted against the proposal, 41 shareholders holding 28,869,023 shares abstained, 6 shareholders holding 59,714 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.
The resolution was therefore approved by a majority.

2.5. Appointment of Mr Jacobo Llanza Figueroa as a shareholder 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 resolved:

"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 to be regarded as a proprietary director."

According to the information available to the Company, 45 shareholders holding 9,201,922 shares voted against the resolution, 33 shareholders holding 314,994 shares abstained, 7 shareholders holding 70,606 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.
The resolution was therefore approved by a majority.

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 resolved:

"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

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and Remuneration Committee, for the statutory term of four years. In accordance with Article 529-duodecies of the Companies Act, the director is to be regarded as a proprietary director."

According to the information available to the Company, 44 shareholders holding 9,207,462 shares voted against the resolution, 53 shareholders holding 7,685,220 shares abstained, 7 shareholders holding 62,486 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

The resolution was therefore approved by a majority.

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 accordance with the provisions of Article 541 of the Companies Act, it is put to a consultative vote at the Annual General Meeting."

According to the information available to the Company, 54 shareholders holding 677,632 shares voted against, 38 shareholders holding 351,190 shares abstained, 3 shareholders holding 2,261 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

4. Amendment to the Fourth Resolution of the Ordinary General Meeting of Shareholders held on 25 June 2025 concerning the establishment of a long-term incentive scheme through the grant of Company shares, the beneficiaries of which shall be certain senior 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 concerning the establishment of a long-term incentive scheme through the grant of shares in the Company, the beneficiaries of which shall be certain senior 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 Plan's three cycles 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 per cent in cycles commencing after the adoption of this resolution.

Three. Insofar as not amended by this resolution, the provisions of the Fourth Resolution of the Ordinary General Meeting of 25 June 2025 shall apply."

According to the information available to the Company, 67 shareholders holding 609,973 shares voted against, 31 shareholders holding 595,184 shares abstained, 2 shareholders holding 6,482 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

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 from the Appointments and Remuneration Committee, as part of the documentation relating to the Annual General Meeting, 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 Annual General Meeting of Shareholders in accordance with the provisions of current legislation."

According to the information available to the Company, 75 shareholders holding 702,871 shares voted against, 38 shareholders holding 29,034,592 shares abstained, 2 shareholders holding 1,492 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

The resolution was therefore approved by a majority.

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 at Torre PWC, Paseo de la Castellana 259B and C, as the 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, folio 75, volume 9,267, book 8,054, section 3, and in the Official Register of Auditors under registration number S0242.

According to the information available to the Company, 17 shareholders holding 345,372 shares voted against the resolution, 25 shareholders holding 226,546 shares abstained, 5 shareholders holding 37,296 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

7. Authorisation of the Board of Directors to implement the resolutions adopted at the Annual General Meeting.

"To grant the Board of Directors the broadest powers possible under the law, and in particular the Chairman, the Executive Director and the Secretary, interchangeably, to formalise and implement 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."

According to the information available to the Company, 13 shareholders holding 98,367 shares voted against, 15 shareholders holding 150,245 shares abstained, 4 shareholders holding 38,795 shares cast blank votes, and the remaining shareholders present or represented (excluding treasury shares) voted in favour.

It is therefore approved by a majority.

As a Notary Public was present at the Meeting, in accordance with the provisions of Article 203 of the Companies Act and Article 101 of the Commercial Register Regulations, the notarial record shall be deemed to be the minutes of the Meeting.