

**MINUTES**  
**OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF**  
**SOPHARMA AD**

**SOFIA, 7 June 2019**

***I. Constituting the General Meeting of Shareholders***

The Annual General Meeting of Shareholders of Sopharma AD was held on June 7, 2019 at 11.00 at the Company's registered office in Sofia, with place of holding: 5 Lachezar Stanchev Str., Ground Floor, Sopharma Business Towers, Sopharma Event Center. It was attended by shareholders and their representatives, as per the annex to the Minutes listing the present shareholders and representatives of shareholders, containing the number of shares present and represented.

The Executive Director of Sopharma AD, Mr. Ognian Donev, welcomed the shareholders and suggested that the General Meeting elect a Quorum and Presented Capital Verification Commission, which will also disclose the data of the completed registration of the shareholders and their proxies for participation in the General Meeting.

*Mrs. Pelagia Viatcheva was proposed for Chairman of the Commission and for Members: Hristina Kerezova and Teodora Poplazarova.*

Other suggestions were not made and Mr. Donev invited the attending shareholders and proxies to vote for the election of Quorum and Presented Capital Verification Commission in its proposed composition.

Results of the vote: *The General Meeting unanimously voted for a Quorum and Presented Capital Verification Commission with the following members: Chairman - Pelagia Viatcheva and Members - Hristina Kerezova and Teodora Poplazarova.*

*Mrs. Viatcheva presented to the shareholders a protocol with the Commission's findings of the verification after the registration of the shareholders and their proxies was completed, namely:*

*Registered capital – 134 797 899 dematerialized registered shares, each with a nominal value of BGN 1 (one) and with the right to 1 (one) vote at the General Meeting of Shareholders.*

*Number of treasury shares of Sopharma AD - 8 881 650. Pursuant to Art. 187a, para. 3 of the Commercial Law, the rights of the treasury shares are not exercised until their transfer.*

*Total number of shares with voting rights that can participate in the regular General Meeting of Shareholders convened on June 7, 2019 - 125 916 249.*

**Results of completed registration:**

***The personally present shareholders are 42 233 584 shares representing 31.33% of the registered capital.***

***Through a proxy are represented 49 505 004 shares representing 36.73% of the registered capital.***

***Total represented shares – 91 738 588 representing 68.056% of the registered capital of the Company.***

A list of the shareholders and their proxies registered for the General Meeting with their signatures was prepared after the Quorum Verification Commission has verified their identity / representative authority. The list is signed and verified by the elected Chairman and Secretary of the General Meeting held on June 7, 2019.

On behalf of the Quorum and Represented Capital Verification Commission, Mrs. Viatcheva confirmed to the General Meeting that:

- All registered shares are entitled to one vote at the General Meeting;
- The number of the shares represented in person and by proxy does not exceed the number of shares for the respective shareholder according to the Shareholders' Book of the Company as at May 23, 2019 for the number of voting shares at the regular General Meeting of Shareholders of Sopharma AD convened for June 7, 2019.

Mrs. Viatcheva submitted to the Executive Director a Protocol signed by the members of the Quorum and the Represented Capital Verification Commission as well as an original List of Shareholders and Proxies registered for participation in the General Meeting.

Mr. Donev proposed the General Meeting, by vote, to adopt the Commission's report on the verification of the quorum and the presented capital.

The Commission's Quorum and Capital Verification report was adopted unanimously with the represented shares.

#### ***ELECTION OF MANAGEMENT BODY OF THE SESSION OF THE GENERAL MEETING:***

##### ***1. Proposals for the management body of the session:***

For Chairperson – Pelagia Viatcheva

For Secretary – Hristina Kerezova

For Teller – Teodora Poplazarova

##### ***Following a vote with the result:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represente d capital	Num ber	% of the represent ed capital	Number	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

**The AGM elected the proposed persons for Chairperson, Secretary and Tellers of the Annual General Meeting, which takes place in Sofia on June 7, 2019.**

## ***FINDINGS OF THE CHAIRPERSON AND THE SECRETARY OF THE MEETING:***

After opening the session of the AGM, the Chairperson and the Secretary notified the shareholders about the following circumstances:

1. The invitation was announced in the Commercial Register with registration from April 16, 2019, as well as on the web site of the Company. The announcement was within the statutory period under Art. 223, para. 5 of the Commercial Law and in compliance with the requirements of the Public Offering of Securities Act for notifications to the Financial Supervision Commission, the Bulgarian Stock Exchange and the Public regarding the convening of the General Meeting of Shareholders, the agenda and the draft decisions.
2. The Chairman and the Secretary received an original List of Shareholders and their proxy holders and verified it with their signatures.
3. For representation of shareholders in front of the General Meeting are presented 14 proxies, which correspond to the form and content of the requirements of the Public Offering of Securities Act and of the Rules for Voting through a proxy adopted by the Company. 14 proxies were submitted electronically within the time limit specified in the invitation, namely by the end of the business day preceding the day of the AGM.
4. The following **members of the Board of Directors are present** at the AGM:
  - Ognian Ivanov Donev – Chairman of the Board of Directors and Executive Director;
  - Vessela Lyubenova Stoeva - Deputy-chairperson of the Board of Directors;
  - Ognian Kirilov Palaveev – Member of the Board of Directors.;
  - Ivan Venetskov Badinski - Member of the Board of Directors.
5. By the order and under the terms of Art. 16a of the Statutes of the Company, no voting rights shall be exercised by correspondence and by electronic means.
6. The General Meeting was attended by the following **guests**:
  - Jordan Srebkov;
  - Ivan Petkov;
  - Boyko Tankovski.

The chairman invited the shareholders to vote in favor of their consent or disagreement as to the presence of the guests.

### ***Following a vote with the result:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Number	% of the represe nted capital	Number	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

The General meeting, with the majority of the shares represented, decided that the persons registered as guests should attend the meeting without the right to vote.

*The Agenda of the General Meeting announced in the Commercial Register and the proposals for decisions on the items on the agenda are as follows:*

- 1. Approval of the Annual Report of the Board of Directors on the company's activities in 2018;**

**Draft decision:** AGM approves the Annual Report of the Board of Directors on the company's activities in 2018.

- 2. Approval of the Annual Report of the Investor Relations Director in 2018;**

**Draft decision:** The AGM approves the Annual Report of the Investor Relations Director in 2018.

- 3. Approval of the Audited Annual Individual Financial Statement of the Company for 2018;**

**Draft decision:** The AGM approves the Audited Annual Individual Financial Statement of the Company for 2018.

- 4. Approval of the Audited Annual Consolidated Financial Statement of the Company for 2018;**

**Draft decision:** The AGM approves the audited Annual Consolidated Financial Statement of the Company for 2018.

- 5. Approval of the Auditor's Report on the Audit of the Annual Individual Financial Statements of the Company for the year 2018;**

**Draft decision:** The AGM approves the Auditor's Report on the Audit of the Annual Individual Financial Statements of the Company for the year 2018.

- 6. Approval of the Auditor's Report on the Audit of the Annual Consolidated Financial Statements of the Company for the year 2018;**

**Draft decision:** The AGM approves the Auditor's Report on the Audit of the Annual Consolidated Financial Statements of the Company for the year 2018.

- 7. Approval of a decision to distribute the Company's profit realized in 2018 and retained earnings from past periods;**

**Draft decision:** AGM approves the proposal of the Board of Directors for the distribution of the company's profit in 2018 as follows: The total amount of the profit to be distributed amounts to BGN 33 298 305.68 (thirty-three million two hundred ninety-eight thousand three hundred and five leva and sixty-eight stotinki). After allocating 10% to a mandatory reserve BGN 3 329 830.57 (three million three hundred twenty-nine thousand eight hundred and thirty and fifty-seven stotinki), for an advance dividend for the half-year of 2018 in the amount of BGN 6 284 217.88 (six million two hundred eighty four thousand two hundred and seventeen leva and eighty eight stotinki), to cover losses amounting to BGN 4 651 695.74 (four million six hundred fifty-one thousand six hundred and ninety-five and seventy-four stotinki), as the remainder of the profit for the year 2018, amounting to BGN 22 362 392.06 (twenty-two million three hundred sixty-two thousand three hundred ninety-two and six stotinki), with retained earnings amounting to BGN 3 456 793.04 (three million four hundred fifty six thousand seven hundred ninety three and four stotinki) should be taken as an additional reserve of the Company. Do not distribute dividends to shareholders.

- 8. Approval of the Audit Committee's report in 2018;**

**Draft decision:** The AGM approves the Audit Committee's report on its activities in 2018.

- 9. Approval of a decision to discharge the members of the Board of Directors for their activity in 2018;**

**Draft decision:** The AGM releases the members of the Board of Directors from responsibility for their activities in 2018.

- 10. Election of a registered auditor of the Company for 2019;**

**Draft decision:** The AGM elects a registered auditor to verify and certify the Annual Financial Statements of the Company for 2019, as proposed by the Audit Committee, included in the items on the agenda.

- 11. Approval of the Report of the Board of Directors on the implementation of the Remuneration Policy of the members of the Board of Directors of the Company for 2018;**

**Draft decision:** The General Meeting approves the Report of the Board of Directors on the Application of the Remuneration Policy of the Members of the Board of Directors of the Company for 2018.

**12. Determination of the remuneration of the members of the Board of Directors for 2019;**

**Draft decision:** Pursuant to Art. 24, para 3, letter A of the Articles of Association of the company, the AGM decided: the permanent remuneration of the members of the Board of Directors and the permanent remuneration of the Executive Director in 2019 remain unchanged

**13. Approval of a decision under Art. 24, para 3, letter B of the Articles of Association of the company;**

**Draft decision:** Pursuant to Art. 24, para 3, letter B of the Articles of Association, the Executive Director of the Company shall be paid an additional remuneration of 1% (one percent) of the amount of profits realized in 2018 according to the approved Annual Financial report.

**14. Approval of a decision to determine a percentage of the profit realized in 2018 to be distributed among the members of the senior management team of the Company, subject to the requirements of Art. 26a, item 12 of the Articles of Association of the company;**

**Draft decision:** The General Meeting adopts a decision, 2% (two percent) of the profit realized in 2018 to be distributed among the members of the company's senior management team, subject to the requirements of Art. 26a, item 12 of the Articles of Association of the company.

**15. Approval of a Substantiated Report of the Board of Directors for transactions within the scope of Art. 114, para 1 of POSA;**

**Draft decision:** AGM adopts the Substantiated Report of the Board of Directors for transactions within the scope of Art. 114, para 1 of POSA.

**16. Empowerment within the meaning of Art. 114, para 1 of POSA regarding a transaction between Sopharma AD and Sofprint Group AD;**

**Draft decision:** AGM empowers the representative of the public company Sopharma AD to conclude on behalf of the Company as a contracting entity a transaction with Sofprint Group AD as a contractor falling within the scope of Art. 114, para 1, in conjunction with paragraph 7 of the same provision of POSA, under the conditions set out in Section One of the Substantiated Report.

**17. Empowerment within the meaning of Art. 114, para 1 of POSA regarding a commitment as a co-debtor by SOPHARMA AD under a credit agreement between (Bank) and a subsidiary as a borrower;**

**Draft decision:** AGM empowers the representative of the public company Sopharma AD as a seller to conclude a transaction with Sopharma Trading AD on behalf of the Company as a co-debtor a credit agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of the POSA, under the conditions set out in Section Two of the Substantiated Report.

**18. Empowerment within the meaning of Art.114, para 1 of POSA concerning the assumption of a commitment as a co-debtor by Sopharma AD under credit agreement between (Bank) and a subsidiary as a borrower;**

**Draft decision:** The AGM empowers the representative of the public company Sopharma AD to conclude on behalf of the Company as a co-debtor an overdraft loan agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of POSA, under the conditions set out in Section Three of the Substantiated Report.

**19. Empowerment within the meaning of Art.114, para 1 of POSA regarding commitment as a co-debtor by SOPHARMA AD under a credit agreement between (Bank) and a subsidiary as a borrower;**

**Draft decision:** The AGM empowers the representative of the public company Sopharma AD to conclude a transaction on behalf of the Company as a co-debtor loan agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of POSA, under the conditions set out in Section Four of the Substantiated Report.

**20. Empowerment within the meaning of art. 114, para. 1 of POSA concerning the conclusion of a framework contract for the rental of conference areas and parking places between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor;**

**Draft decision:** The AGM empowers the representing the public company SOPHARMA AD to conclude on behalf of the Company a framework contract for the rental of conference areas and parking spaces between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor - a deal falling within the scope of Art. 114, par. 1, item 1 and item 2 in connection with para 7 of POSA, under the conditions set out in Section Five of the Substantiated Report.

**21. Empowerment within the meaning of Art.114, para 1 of POSA concerning the conclusion of a contract for the lease of offices between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor;**

***Draft decision:*** The AGM empowers the representing of the public company SOPHARMA AD to conclude on behalf of the Company a contract for the lease of offices between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor - a deal falling within the scope of Article 114, para 1, item 1 and item 2 in connection with para 7 of the POSA, under the conditions set out in Section Six of the Substantiated Report.

**22. Miscellaneous**

At the General Meeting of Shareholders not all the voting shares issued by the Company are represented, therefore, and **on the grounds of Art. 231, para. 1 of the Commercial Law the examination of other issues outside the announced agenda is not possible.**

**Following the announcement of the invitation in the Commercial Register, additional issues are not included under the terms of Art. 223a of the Commerce Law to the announced agenda for today's General Meeting of shareholders, as well as other proposals for decisions on the announced issues on the agenda in the sense of Art. 118, para. 2, item 4 of POSA.**

Shareholders registered for participation in the Annual General Meeting on June 7, 2019, are entitled, in compliance with the law, to make substantive proposals for decisions on any matter on the agenda to terminate the debate on this issue before voting of a decision on it by the General Meeting.

During the General Meeting, the shareholders of the Company have the right to ask questions on all items of the agenda, as well as questions about the economic and financial status and the commercial activity of the Company, whether these are related to the agenda.

**The announced agenda does not include issues in respect of which there are specific requirements of majority law for making decisions on them in the General Meeting.**

**The materials related to the items of the announced agenda of the General Meeting are at the disposal of the shareholders** in the hall where the General Meeting is held. In electronic form, the materials for the General Meeting are also available on the official website of the Company, including at the time of holding the Regular General Meeting of Shareholders.

## **II. DEBATES AND DECISIONS ON THE AGENDA**

### **On item 1 of the agenda:**

#### **Approval of the Annual Report of the Board of Directors on the company's activities in 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *AGM approves the Annual Report of the Board of Directors on the company's activities in 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that the decision should be taken by a simple majority of the represented shares of the Company's capital.

#### ***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Number	% of the represe nted capital	Number	% of the represe nted capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

#### **AGM approves the Annual Report of the Board of Directors on the company's activities in 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 2 of the agenda:**

**Approval of the Annual Report of the Investor Relations Director in 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM approves the Annual Report of the Investor Relations Director in 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that the decision should be taken by a simple majority of the represented shares of the Company's capital.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM approves the Annual Report of the Investor Relations Director in 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.



**On item 3 of the agenda:**

**Approval of the Audited Annual Individual Financial Statement of the Company for 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM approves the Audited Annual Individual Financial Statement of the Company for 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that the decision should be taken by a simple majority of the represented shares of the Company's capital.

***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Number	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM approves the Audited Annual Individual Financial Statement of the Company for 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 4 of the agenda:**

**Approval of the Audited Annual Consolidated Financial Statement of the Company for 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM approves the audited Annual Consolidated Financial Statement of the Company for 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that the decision should be taken by a simple majority of the represented shares of the Company's capital.

***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following ***DECISION:***

**The AGM approves the audited Annual Consolidated Financial Statement of the Company for 2018.**

The decision was taken with a majority according to the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 5 of the agenda:**

**Approval of the Auditor's Report on the Audit of the Annual Individual Financial Statements of the Company for the year 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM approves the Auditor's Report on the Audit of the Annual Individual Financial Statements of the Company for the year 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that the decision should be taken by a simple majority of the represented shares of the Company's capital.

***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM approves the Auditor's Report on the Audit of the Annual Individual Financial Statements of the Company for the year 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 6 of the agenda:**

**Approval of the Auditor's Report on the Audit of the Annual Consolidated Financial Statements of the Company for the year 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM approves the Auditor's Report on the Audit of the Annual Consolidated Financial Statements of the Company for the year 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM approves the Auditor's Report on the Audit of the Annual Consolidated Financial Statements of the Company for the year 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

### On item 7 of the agenda:

#### **Approval of a decision to distribute the Company's profit realized in 2018 and retained earnings from past periods.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *AGM approves the proposal of the Board of Directors for the distribution of the company's profit in 2018 as follows: The total amount of the profit to be distributed amounts to BGN 33 298 305.68 (thirty-three million two hundred ninety-eight thousand three hundred and five leva and sixty-eight stotinki). After allocating 10% to a mandatory reserve BGN 3 329 830.57 (three million three hundred twenty-nine thousand eight hundred and thirty and fifty-seven stotinki), for an advance dividend for the half-year of 2018 in the amount of BGN 6 284 217.88 (six million two hundred eighty four thousand two hundred and seventeen leva and eighty eight stotinki), to cover losses amounting to BGN 4 651 695.74 (four million six hundred fifty-one thousand six hundred and ninety-five and seventy-four stotinki), as the remainder of the profit for the year 2018, amounting to BGN 22 362 392.06 (twenty-two million three hundred sixty-two thousand three hundred ninety-two and six stotinki), with retained earnings amounting to BGN 3 456 793.04 (three million four hundred fifty six thousand seven hundred ninety three and four stotinki) should be taken as an additional reserve of the Company. Do not distribute dividends to shareholders.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

#### ***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Number	% of the represe nted capital	Number	% of the represe nted capital
Total	91 738 588	100,00%	68,06%	80 211 830	87,44%	11 152 345	12,16%	374 413	0,41%
- from them through a representative	49 505 004	53,96%	36,73%	38 046 099	41,47%	11 101 492	12,10%	357 413	0,39%

Under these results the AGM took the following DECISION:

**AGM approves the proposal of the Board of Directors for the distribution of the company's profit in 2018 as follows:** The total amount of the profit to be distributed amounts to BGN 33 298 305.68 (thirty-three million two hundred ninety-eight thousand three hundred and five leva and sixty-eight stotinki). After allocating 10% to a mandatory reserve BGN 3 329 830.57 (three million three hundred twenty-nine thousand eight hundred and thirty and fifty-seven stotinki), for an advance dividend for the half-year of 2018 in the amount of BGN 6 284 217.88 (six million two hundred eighty four thousand two hundred and seventeen leva and eighty eight stotinki), to cover losses amounting to BGN 4 651 695.74 (four million six hundred fifty-one thousand six hundred and ninety-five and seventy-four stotinki), as the remainder of the profit for the year 2018, amounting to BGN 22 362 392.06 (twenty-two million three hundred sixty-two thousand three hundred ninety-two and six stotinki), with retained

earnings amounting to BGN 3 456 793.04 (three million four hundred fifty six thousand seven hundred ninety three and four stotinki) should be taken as an additional reserve of the Company. Do not distribute dividends to shareholders.

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 8 of the agenda:**

**Approval of the Audit Committee's report in 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM approves the Audit Committee's report on its activities in 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted "FOR"		Voted "AGAINST"		Voted "ABSTAINED"	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Number	% of the represe nted capital	Num ber	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM approves the Audit Committee's report on its activities in 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 9 of the agenda:**

**Approval of a decision to discharge the members of the Board of Directors for their activity in 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM releases the members of the Board of Directors from responsibility for their activities in 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that the decision should be taken by a simple majority of the represented shares of the Company's capital.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM releases the members of the Board of Directors from responsibility for their activities in 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.



**On item 10 of the agenda:**

**Election of a registered auditor of the Company for 2019**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM elects a registered auditor to verify and certify the Annual Financial Statements of the Company for 2019, as proposed by the Audit Committee, included in the items on the agenda.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The AGM elects a registered auditor to verify and certify the Annual Financial Statements of the Company for 2019, as proposed by the Audit Committee, included in the items on the agenda.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 11 of the agenda:**

**Approval of the Report of the Board of Directors on the implementation of the Remuneration Policy of the members of the Board of Directors of the Company for 2018.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The General Meeting approves the Report of the Board of Directors on the Application of the Remuneration Policy of the Members of the Board of Directors of the Company for 2018.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Num ber	% of the represent ed capital	Num ber	% of the represente d capital
Total	91 738 588	100,00%	68,06%	91 737 584	100,00%	0	0,00%	1 004	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**The General Meeting approves the Report of the Board of Directors on the Application of the Remuneration Policy of the Members of the Board of Directors of the Company for 2018.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 12 of the agenda:**

**Determination of the remuneration of the members of the Board of Directors for 2019.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *Pursuant to Art. 24, para 3, letter A of the Articles of Association of the company, the AGM decided: the permanent remuneration of the members of the Board of Directors and the permanent remuneration of the Executive Director in 2019 remain unchanged.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Numbe r	% of the represent ed capital	Numbe r	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	91 738 588	100,00%	0	0,00%	0	0,00%
- from them through a representative	49 505 004	53,96%	36,73%	49 505 004	53,96%	0	0,00%	0	0,00%

Under these results the AGM took the following DECISION:

**Pursuant to Art. 24, para 3, letter A of the Articles of Association of the company, the AGM decided: the permanent remuneration of the members of the Board of Directors and the permanent remuneration of the Executive Director in 2019 remain unchanged.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 13 of the agenda:**

**Approval of a decision under Art. 24, para 3, letter B of the Articles of Association of the company.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *Pursuant to Art. 24, para 3, letter B of the Articles of Association, the Executive Director of the Company shall be paid an additional remuneration of 1% (one percent) of the amount of profits realized in 2018 according to the approved Annual Financial report..*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Numbe r	% of the represente d capital	Number	% of the represe nted capital
Total	91 738 588	100,00%	68,06%	84 098 955	91,67%	96 617	0,11%	7 543 016	8,22%
- from them through a representative	49 505 004	53,96%	36,73%	43 262 174	47,16%	94 573	0,10%	6 148 257	6,70%

Under these results the AGM took the following DECISION:

**Pursuant to Art. 24, para 3, letter B of the Articles of Association, the Executive Director of the Company shall be paid an additional remuneration of 1% (one percent) of the amount of profits realized in 2018 according to the approved Annual Financial report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 14 of the agenda:**

**Approval of a decision to determine a percentage of the profit realized in 2018 to be distributed among the members of the senior management team of the Company, subject to the requirements of Art. 26a, item 12 of the Articles of Association of the company.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The General Meeting adopts a decision of 2% (two percent) of the profit realized in 2018 to be distributed among the members of the company's senior management team, subject to the requirements of Art. 26a, item 12 of the Articles of Association of the company.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Number	% of the represent ed capital	Number	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	85 476 714	93,17%	2 230 553	2,43%	4 031 321	4,39%
- from them through a representative	49 505 004	53,96%	36,73%	43 262 174	47,16%	2 228 509	2,43%	4 014 321	4,38%

Under these results the AGM took the following DECISION:

**The General Meeting adopts a decision of 2% (two percent) of the profit realized in 2018 to be distributed among the members of the company's senior management team, subject to the requirements of Art. 26a, item 12 of the Articles of Association of the company.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 15 of the agenda:**

**Approval of a Substantiated Report of the Board of Directors for transactions within the scope of Art. 114, para 1 of POSA.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *AGM adopts the Substantiated Report of the Board of Directors for transactions within the scope of Art. 114, para. 1 of POSA*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the deliberations and voted on the proposal of the Board of Directors by announcing that, on the basis of the provision of Art. 187b, para. 2, sentence 1, proposal 1 of the Commercial Law, the decision on this item of the agenda should be taken by a simple majority of the represented voting shares in the General Meeting.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Numbe r	% of the represe nted capital	Number	% of the represent ed capital
Total	91 738 588	100,00%	68,06%	89 510 079	97,57%	0	0,00%	2 228 509	2,43%
- from them through a representative	49 505 004	53,96%	36,73%	47 276 495	51,53%	0	0,00%	2 228 509	2,43%

Under these results the AGM took the following DECISION:

**AGM adopts the Substantiated Report of the Board of Directors for transactions within the scope of Art. 114, para. 1 of POSA**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 16 of the agenda:**

**Empowerment within the meaning of Art. 114, para 1 of POSA regarding a transaction between Sopharma AD and Sofprint Group AD.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *AGM empowers the representative of the public company Sopharma AD to conclude on behalf of the Company as a contracting entity a transaction with Sofprint Group AD as a contractor falling within the scope of Art. 114, para 1, in conjunction with paragraph 7 of the same provision of POSA, under the conditions set out in Section One of the Substantiated Report.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced at the end of the discussions and reminded the persons interested in the transaction under Art. 114, para 7 of the Public Offering of Securities Act that they, whether mentioned in the Substantiated report or not, are not entitled to vote in taking a decision on this point of the agenda, and that the decision will be adopted by a simple majority of the remaining shares, and then vote on the proposal for a decision of the Board of Directors.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Number	% of the represent ed capital	Number	% of the represe nted capital
Total	55 901 566	60,94%	41,47%	49 658 736	88,83%	2 133 936	3,82%	4 108 894	7,35%
- from them through a representative	49 505 004	88,56%	36,73%	43 262 174	77,39%	2 133 936	3,82%	4 108 894	7,35%

Under these results the AGM took the following DECISION:

**AGM empowers the representative of the public company Sopharma AD to conclude on behalf of the Company as a contracting entity a transaction with Sofprint Group AD as a contractor falling within the scope of Art. 114, para 1, in conjunction with paragraph 7 of the same provision of POSA, under the conditions set out in Section One of the Substantiated Report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 17 of the agenda:**

**Empowerment within the meaning of Art. 114, para 1 of POSA regarding a commitment as a co-debtor by SOPHARMA AD under a credit agreement between (Bank) and a subsidiary as a borrower.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *AGM empowers the representative of the public company Sopharma AD as a seller to conclude a transaction with Sopharma Trading AD on behalf of the Company as a co-debtor a credit agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of the POSA, under the conditions set out in Section Two of the Substantiated Report.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced at the end of the discussions and reminded the persons interested in the transaction under Art. 114, para 7 of the Public Offering of Securities Act that they, whether mentioned in the Substantiated report or not, are not entitled to vote in taking a decision on this point of the agenda, and that the decision will be adopted by a simple majority of the remaining shares, and then vote on the proposal for a decision of the Board of Directors.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registere d capital	Number	% of the represent ed capital	Number	% of the represent ed capital	Number	% of the represe nted capital
Total	56 103 530	61,16%	41,62%	49 860 700	88,87%	4 108 894	7,32%	2 133 936	3,80%
- from them through a representative	49 505 004	88,24%	36,73%	43 262 174	77,11%	4 108 894	7,32%	2 133 936	3,80%

Under these results the AGM took the following DECISION:

**AGM empowers the representative of the public company Sopharma AD as a seller to conclude a transaction with Sopharma Trading AD on behalf of the Company as a co-debtor a credit agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of the POSA, under the conditions set out in Section Two of the Substantiated Report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.



**On item 18 of the agenda:**

**Empowerment within the meaning of Art.114, para 1 of POSA concerning the assumption of a commitment as a co-debtor by Sopharma AD under credit agreement between (Bank) and a subsidiary as a borrower.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM empowers the representative of the public company Sopharma AD to conclude on behalf of the Company as a co-debtor an overdraft loan agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of POSA, under the conditions set out in Section Three of the Substantiated Report.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced at the end of the discussions and reminded the persons interested in the transaction under Art. 114, para 7 of the Public Offering of Securities Act that they, whether mentioned in the Substantiated report or not, are not entitled to vote in taking a decision on this point of the agenda, and that the decision will be adopted by a simple majority of the remaining shares, and then vote on the proposal for a decision of the Board of Directors.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represent ed capital	Number	% of the represent ed capital	Number	% of the represe nted capital
Total	56 103 530	61,16%	41,62%	49 860 700	88,87%	4 014 321	7,16%	2 228 509	3,97%
- from them through a representative	49 505 004	88,24%	36,73%	43 262 174	77,11%	4 014 321	7,16%	2 228 509	3,97%

Under these results the AGM took the following DECISION:

**The AGM empowers the representative of the public company Sopharma AD to conclude on behalf of the Company as a co-debtor an overdraft loan agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of POSA, under the conditions set out in Section Three of the Substantiated Report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 19 of the agenda:**

**Empowerment within the meaning of Art.114, para 1 of POSA regarding commitment as a co-debtor by SOPHARMA AD under a credit agreement between (Bank) and a subsidiary as a borrower.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM empowers the representative of the public company Sopharma AD to conclude a transaction on behalf of the Company as a co-debtor loan agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of POSA, under the conditions set out in Section Four of the Substantiated Report.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced at the end of the discussions and reminded the persons interested in the transaction under Art. 114, para 7 of the Public Offering of Securities Act that they, whether mentioned in the Substantiated report or not, are not entitled to vote in taking a decision on this point of the agenda, and that the decision will be adopted by a simple majority of the remaining shares, and then vote on the proposal for a decision of the Board of Directors.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the register ed capital	Number	% of the represent ed capital	Number	% of the represent ed capital	Number	% of the represent ed capital
Total	56 103 530	61,16%	41,62%	49 860 700	88,87%	4 108 894	7,32%	2 133 936	3,80%
- from them through a representative	49 505 004	88,24%	36,73%	43 262 174	77,11%	4 108 894	7,32%	2 133 936	3,80%

Under these results the AGM took the following DECISION:

**The AGM empowers the representative of the public company Sopharma AD to conclude a transaction on behalf of the Company as a co-debtor loan agreement with a creditor (Bank) and a subsidiary as a borrower - a deal falling within the scope of Art. 114, para 1 of POSA, under the conditions set out in Section Four of the Substantiated Report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 20 of the agenda:**

**Empowerment within the meaning of art. 114, para. 1 of POSA concerning the conclusion of a framework contract for the rental of conference areas and parking places between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor;**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM empowers the representing the public company SOPHARMA AD to conclude on behalf of the Company a framework contract for the rental of conference areas and parking spaces between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor - a deal falling within the scope of Art. 114, par. 1, item 1 and item 2 in connection with para 7 of POSA, under the conditions set out in Section Five of the Substantiated Report.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced at the end of the discussions and reminded the persons interested in the transaction under Art. 114, para 7 of the Public Offering of Securities Act that they, whether mentioned in the Substantiated report or not, are not entitled to vote in taking a decision on this point of the agenda, and that the decision will be adopted by a simple majority of the remaining shares, and then vote on the proposal for a decision of the Board of Directors.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represent ed capital	% of the registre d capital	Number	% of the represe nted capital	Numbe r	% of the represent ed capital	Number	% of the represent ed capital
Total	49 869 108	54,36%	37,00%	47 640 599	95,53%	0	0,00%	2 228 509	4,47%
- from them through a representative	49 505 004	99,27%	36,73%	47 276 495	94,80%	0	0,00%	2 228 509	4,47%

Under these results the AGM took the following DECISION:

**The AGM empowers the representing the public company SOPHARMA AD to conclude on behalf of the Company a framework contract for the rental of conference areas and parking spaces between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor - a deal falling within the scope of Art. 114, par. 1, item 1 and item 2 in connection with para 7 of POSA, under the conditions set out in Section Five of the Substantiated Report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 21 of the agenda:**

**Empowerment within the meaning of Art.114, para 1 of POSA concerning the conclusion of a contract for the lease of offices between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor.**

The Chairman read the proposal of the Board of Directors for a decision on this item on the agenda, namely: *The AGM empowers the representing of the public company SOPHARMA AD to conclude on behalf of the Company a contract for the lease of offices between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor - a deal falling within the scope of Article 114, para 1, item 1 and item 2 in connection with para 7 of the POSA, under the conditions set out in Section Six of the Substantiated Report.*

Until the discussions on this item of the agenda have been concluded, no other proposals for decisions have been made in accordance with the provision of Art. 115, para. 2, item 3 of the Public Offering of Securities Act.

The Chairman announced the end of the discussions and reminded the persons interested in the transaction under Art. 114, para 7 of the Public Offering of Securities Act that they, whether mentioned in the Substantiated report or not, are not entitled to vote in taking a decision on this point of the agenda, and that the decision will be adopted by a simple majority of the remaining shares, and then vote on the proposal for a decision of the Board of Directors.

***Voting results:***

	Actual votes			Voted “FOR”		Voted “AGAINST”		Voted “ABSTAINED”	
	Number	% of the represente d capital	% of the registre d capital	Number	% of the represente d capital	Number	% of the represente d capital	Number	% of the represente d capital
Total	49 869 108	54,36%	37,00%	47 640 599	95,53%	0	0,00%	2 228 509	4,47%
- from them through a representative	49 505 004	99,27%	36,73%	47 276 495	94,80%	0	0,00%	2 228 509	4,47%

Under these results the AGM took the following DECISION:

**The AGM empowers the representing of the public company SOPHARMA AD to conclude on behalf of the Company a contract for the lease of offices between SOPHARMA AD as a tenant and Sopharma Properties REIT as a lessor - a deal falling within the scope of Article 114, para 1, item 1 and item 2 in connection with para 7 of the POSA, under the conditions set out in Section Six of the Substantiated Report.**

The decision was taken with a majority as per the Commercial Law and the Articles of Association of the Company.

No objections to the manner of voting and the results were received.

**On item 22 of the agenda:**

Miscellaneous.

There are no suggestions on this point and there is no vote.

The agenda of the Annual General Meeting of Shareholders of Sopharma AD was exhausted, therefore the Chairperson closed the meeting.

The present minutes were prepared and signed in three identical copies. An integral part of these minutes are: the Commission's Quorum Verification Protocol and the represented capital, the list of the shareholders and shareholder representatives with the number of shares owned and represented by them, who were present at the Annual Meeting of Sopharma AD; the powers of attorney by shareholders for representation at the General Meeting; current certificates of commercial registration for shareholders - legal entities and the materials for the convening and the agenda items of the General Meeting, conducted on June 7, 2019 in Sofia.

CHAIRPERSON OF THE AGM:

SECRETARY OF THE AGM:

.....  
/ Pelagia Viatcheva/

.....  
/Hristina Kerezova/

TELLER:

.....  
/Teodora Poplazarova/

**Sofia**  
**June 7, 2019**