INVITATION
for Extraordinary General Meeting of the Shareholders
of "Sopharma" AD
ISIN BG11SOSOBT18
Event identification code SFAEGM15012027

The Board of directors on the grounds of art. 223 of the Commercial Law and art. 115 of the Law on Public Offering of Securities, convenes an Extraordinary General Meeting of the Shareholders of "Sopharma" AD with unique identification code SFAEGM15012027, for **January 15, 2027** at 11:00 a.m. (09:00 a.m. UTC) at the Company's headquarters in Sofia city with place of holding: 5 Lachezar Stanchev Str., Ground Floor, Sopharma Business Towers, Sopharma Event Center and in the absence of a quorum on that date – February 05, 2027 at 11:00 a.m. (09:00 a.m. UTC) at the same place, same time and the same agenda..

Pursuant to art. 16a, para 2 of the Articles of Association of the Company and art. 115b, para 5 of the LPOS the Board of directors informs the shareholders that the voting for the Extraordinary General Meeting, scheduled for January 15, 2027 and in the absence of a quorum on that date, for February 05, 2027, will be possible by correspondence and electronic means, according to the rules described in this invitation.

The Extraordinary General Meeting of Shareholders scheduled for January 15, 2027, and in the absence of a quorum on that date - for February 05, 2027, shall be held under the following agenda and with the following proposals for decisions by the Board of Directors:

Substantive issues:

1. Approval of a resolution on the repurchase of treasury shares. ***Proposed resolution:*** The General Meeting of Shareholders, pursuant to Article 187b of the Commercial Law and Article 111, paragraph 5 of the Law on Public Offering of Securities, adopts a resolution to buy back treasury shares from the Company's capital under the following conditions: no more than 3% for each calendar year; the term for carrying out the buy-back shall not exceed 3 years; the minimum buyback price shall not be lower than the par value of one share of the Company's capital; the maximum buy-back price shall be 4.00 euros (four euros) per share; The General Meeting authorizes the Board of Directors of the Company to determine all other parameters of the buy-back and to take the necessary factual and legal actions to implement the resolution of the General Meeting of Shareholders.

Pursuant to art. 16a, para 2 of the Articles of Association of the Company and art. 115b, para 5 of the LPOS the voting for the Extraordinary General Meeting, scheduled for January 15, 2027 and in the absence of a quorum on that date February 05, 2027 through correspondence and electronic means will be accepted subject to the following rules:

1. Pursuant to art. 16a of the Articles of Association of the Company the shareholders may exercise their voting right before the date of the meeting by correspondence
2. The voting right at the EGM of "Sopharma" AD exercised through correspondence, represents an explicit, written, notarized statement of will from a shareholder of the Company, which is for a specific EGM and contains data on: identification of the shareholder in accordance with the requirements for registration for participation in the EGM; the number of shares owned by the shareholder; the agenda items proposed for discussion at the specific EGM of the Company, in accordance with the invitation for convening General Meeting of shareholders announced in the Commercial Register; proposals for decisions on each of the items on the agenda; the manner of voting on each of the agenda items (for each agenda item only one of the listed voting methods must be indicated: 'For', 'Against' or 'Abstained'); date and signature. For convenience of the shareholders, a sample declaration for voting by correspondence containing the relevant requisites is attached to this invitation.

This document is a translation from Bulgarian language. In case of divergence the Bulgarian original is prevailing.

3. The necessary data for identification of a shareholder are – an individual are: Full name, a personal identification number and address. The necessary data for identification of a shareholder - legal entity are: name, registered office and management address, unique identification code and full name of the Company representative(s).

4. The statement of will under item 2 above, if made in a foreign language, must be accompanied by a translation into Bulgarian, certified in accordance with the requirements of the Regulations on Legalisation, Certification and Translation of Documents and Other Papers. In the event of any discrepancy between the texts, the information contained in the Bulgarian translation shall be deemed correct.

5. In case the voting right is exercised through correspondence by a shareholder - legal entity, the explicit statement of will must be accompanied by an original or a certified copy of a valid commercial registration certificate, respectively of the respective fund - shareholder, an up-to-date certificate for judicial registration of the fund - shareholder, and for the funds under the Collective Investment Schemes and Other Undertakings for Collective Investments Act (**CISCICL**) - the documents stipulated in the Act, certifying the existence and identification of the fund and its management Company and their right to carry on business, as well as identification of the persons who manage and represent the fund (BULSTAT certificate of the fund, certificate of current status of the management Company, license to operate under the **CISCICL** and permission to organize and manage the fund). The commercial and/or court registration certificate and/or other identification documents issued in a foreign language must be accompanied by a translation into Bulgarian subject to the conditions set out in item 4 above.

6. As a valid means of exercising the right to vote by correspondence, the shareholders of "Sopharma" AD may use any of the following exhaustively listed methods: mail/courier - by means of a letter sent to the Company through "Bulgarian Posts" EAD/courier with a return receipt, certifying the the time when the Company receives the letter; e-mail - by means of an electronic message, which should be signed with a qualified electronic signature by the shareholder and attached to it an electronic document (electronic image) of the declaration of intent and all accompanying documents, also signed with qualified electronic signature (QES) by the shareholder or the proxy; personal delivery, against an incoming number, to an employee of "Sopharma" AD at the address: Sofia city, 1756, 5 Lachezar Stanchev Str., Sopharma Business Towers, Reception building A after a pre-arranged time for delivery by phone 02 8134 319. When using "Bulgarian Posts" EAD/courier to send the documents, the shareholders may indicate that the costs of the shipment will be covered by the recipient.

7. " Sopharma" AD will only accept voting by correspondence if the written statement with the vote of the respective shareholder, regardless of the chosen method of sending is received by the Company no later than the last day, preceding the date set for the EGM.

8. In case that a shareholder of "Sopharma" AD who exercised his voting right through correspondence attends the Extraordinary General Meeting his exercised voting right through correspondence is valid unless the shareholder states otherwise upon registration to attend the meeting. In this case, on the matters on which the shareholder votes at the General Meeting in person will outweigh the vote by correspondence.

9. Mailing or courier correspondence address: Sofia city, 1756, 5 Lachezar Stanchev Str., Sopharma Business Towers, Building A, floor 11 for "Sopharma" AD - to the attention of the Investor Relations Director. E-mail correspondence address: ir@sopharma.bg.

Written materials for the meeting are available to shareholders at the Company's headquarters in Sofia, every working day from 8:30 a.m. to 5:00 p.m. The invitation, together with the written materials on the agenda items of the meeting, have been sent to the Commission for Financial Supervision, "Central Depository" AD and the regulated market, announced to the public and published on the website of "Sopharma" AD - *www.sopharmagroup.com* for the time from the announcement of the invitation in the Commercial Register until the end of the General Meeting.

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The Board of directors of "Sopharma" AD informs that the total number of voting shares at the EGM of the Company at the date of the decision of the Board of directors to convene the Extraordinary General Meeting is 539 157 603 dematerialized, registered shares with voting right, ISIN code of the emission: BG11SOSOBT18. As of the date of the decision of the Board of Directors to convene the Extraordinary General Meeting, the total number of shares issued by the company is 539 157 603.

Pursuant to Art. 115b, para. 1 of the Law on Public Offering of Securities, the right to vote at the General Meeting is exercised by the persons registered as such with the right to vote in the central securities register 14 days prior to the date of the General Meeting, which date, valid for this Extraordinary General Meeting of Shareholders, is January 01, 2027 when it is held on the regular date of January 15, 2027, or January 22, 2027 when the General Meeting is held on the reserve date due to the lack of a quorum on the first date. Persons registered as such with the right to vote as of the specific date have the right to participate and exercise their right to vote at the General Meeting. To determine the circle of persons entitled to vote at the General Meeting scheduled for January 15, 2027, with a reserve date of February 05, 2027, the Company will obtain from the Central Securities Register a shareholder register current as of January 01, 2027, or as of January 22, 2027, in accordance with the provisions of Art. 115b, para. 2 of LPOS.

On the grounds of art. 118, para 2, item 4 of LPOS, persons holding together or separately at least 5 per cent of the capital of the public Company "Sopharma" AD may in compliance with the restriction under art. 118, para 3 of LPOS, request the inclusion of agenda items and propose resolutions on already included agenda items for the General Meeting under the provisions of art. 223a of the Commercial Law. Not later than 15 days before the opening of the General Meeting, these shareholders shall submit for announcement with the Commercial Register a list of the items that they would like to be included in the agenda and the respective proposals for decisions on them, respectively proposals for decisions on items already on the agenda. With the announcement in the Commercial Register, the items are considered included in the proposed agenda of the General Meeting, respectively proposals for decisions on items already on the agenda. At the latest on the next business day, following the announcement, the shareholders shall submit the list of items, the proposals for decisions and the written materials at the address of the Company's management, as well as to the Financial Supervision Commission and the regulated market in which the shares of the Company are admitted to trading.

Shareholders have the right, subject to the requirements of the law, to make substantive proposals for decisions on any item included on the agenda until the debate on this item is terminated and before the General Meeting votes a resolution on the respective item. In exercising this right, the restriction provided in art. 118, para 3 of LPOS is valid.

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 situation and the commercial activity of the Company, no matter whether they are related to the agenda or not.

The registration of the shareholders for participation in the General Meeting will take place on the announced day of its holding from 9:30 to 10:50 a.m. (from 7:30 to 8:50 a.m. UTC).

For registration and participation in the EGM, individuals - shareholders present an identity document. Legal entities - shareholders shall present an original or a certified copy of a current commercial / judicial registration certificate as well as an identity document of the legal representative.

Rules for proxy voting:

Pursuant to the provisions of art. 18, para 2 of the Articles of Association of the Company a proxy of shareholders in the General Meeting must contain an explicit written letter of attorney for the particular general meeting with a minimum content as per art. 116, para 1 of LPOS.

In case a shareholder – legal entity is represented by a physical person the authorized person must provide their identity document, original or a certified copy of a current certificate of commercial/court registration of the shareholder – legal entity, resp. the documents described in item 5 of the rules for voting by correspondence above for the shareholders - funds under the **CISCICL,** as well as an explicit written letter of attorney for the particular general meeting with content as per art. 116, para 1 of LPOS signed by the principal of the shareholder – legal entity, entered in the current certificate of commercial/court registration.

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In case a shareholder is represented by a legal entity - the person, representing the proxy, apart from their identification document must present an original or a certified copy of a current certificate of commercial/court registration of the proxy - legal entity, an explicit written letter of attorney for the particular general meeting with content as per art. 116, para 1 of LPOS issued by the shareholder. If the shareholder is a legal person, the person representing the proxy must also present an original or a certified copy of a current certificate of commercial/court registration of the shareholder resp. the documents described in item 5 of the rules for voting by correspondence above for the shareholders - funds under the **CISCICL.**

The power of attorney should contain:

- A statement on the rights of the proxy in the cases of further included issues and/or proposals for decisions under art. 118, para 2, item 4 of the LPOS in connection with art. 223a of the Commercial Law;
- A statement on the rights of the proxy in the hypothesis of art. 231, para 1 of the Commercial Law;
- A statement on the right of the proxy to make substantive proposals for decisions on the items included in the agenda until the discussion on the respective issue – art. 115, para 2, item 6 of LPOS. In this case the authorizing officer should explicitly indicate in the power of attorney a way to vote or give the proxy the right to vote at his own discretion.

Pursuant to art. 116, para 4 of LPOS the re-authorization with the rights granted to the proxy according to the power of attorney given to him, as well as the power of attorney given in violation and/or in inconsistency with the provisions of art. 116, para 1 of the LPOS is void.

A commercial/court registration certificate, as well as all documents identifying a legal entity acting as a shareholder or proxy, and a power of attorney authorising representation at the General Meeting, if issued in a foreign language, must be accompanied by a translation into Bulgarian, certified in accordance with the requirements of the Regulations on Legalisation, Certification and Translation of Documents and Other Papers. In the event of any discrepancy between the texts, the information contained in the Bulgarian translation shall be deemed correct.

The Board of directors of "Sopharma" AD shall provide a sample of a power of attorney together with the materials for the General meeting. The sample of a power of attorney is also available on the Company's website - www.sopharmagroup.com.

For the purposes of the technical arrangements for the registration procedure for participation in the General Meeting of Shareholders, copies of the issued powers of attorney and the accompanying documents identifying the shareholders and proxies that are legal entities must be submitted to the Company in hard copy or electronic form no later than the end of the business day preceding the date of the General Meeting, namely by 5:00 p.m. (3:00 p.m. UTC) on 14 January 2027, or, if the General Meeting is held on the reserve date, by 5:00 p.m. (3:00 p.m. UTC) on 4 February 2027.

"Sopharma" AD will receive and accept valid electronic notifications and proxies by e-mail to the following e-mail: **ir@sopharma.bg** as the electronic messages should be signed with a qualified electronic signature (QES) by the principal or natural person and accompanied by an electronic document (electronic image) of the power of attorney, which is also signed with a qualified electronic signature (QES) by the legal representative.

Pursuant to art. 227, para 3 Commercial Law, in case of an absence of a quorum of the date of the Extraordinary General Meeting of Shareholders announced with this invitation, the same shall be held on February 05, 2027 at 11:00 a.m. (9:00 a.m. UTC) on the same place and with the same agenda. In this case, agenda items may not be included under the provisions of art. 223a of the Commercial Law.

Ognian Ivanov Donev

/signature/

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