

**PROPOSAL OF RESOLUTIONS TO BE PASSED
IN THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF
AB-BIOTICS, S.A.**

The Board of Directors, in its meeting held on 2 August 2024, approved the following proposal of resolutions to be submitted to the shareholders in the Ordinary General Shareholders' Meeting of "AB-BIOTICS S.A." (the "Company"), to be held at Avinguda Can Fatjó dels Aurons, 3 Cub 1, 08174 Sant Cugat del Vallés (Barcelona), on 25 September 2024 at 9.30 hours, on first call, and on second call, if necessary, on 26 September 2024 at the same time.

First.- Review and approval, where applicable, of the Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes), corresponding to the financial year ended on 31 March 2024, verified by the Company's Account Auditors

Approve the Annual Accounts (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes) of the Company, corresponding to the financial year ended on 31 March 2024, which were verified by the Company's Account Auditors.

Second.- Review and approval, where applicable, of the proposal of allocation of results of financial year ended on 31 March 2024

Approve and allocate the result drafted by the Board of Directors of the Company in its meeting held on 2 August 2024 and described in the Notes to the annual accounts closed on 31 March 2024, which is described below:

Basis of distribution:

Results: Profits of the financial year: € 8,230,129.

Allocation: To voluntary reserves.

Third.- Censorship and approval, where applicable, of the management of the Company by the Board of Directors during the financial year ended on 31 March 2024

Approve the Management Report for the financial year ended on 31 March 2024, as well as the management performed by the Board of Directors during said period.

Fourth.- Re-election, where applicable, of the auditors of the Company for financial year ending on 31 March 2025

Approve the re-election of KPMG AUDITORES, S.L., with registered address at Paseo de la Castellana 259 C de 28046 MADRID; registered with the Register of Companies of Madrid under Volume 11,961, Sheet 90, Section 8, Sheet M-188007; holder of Spanish Tax Identification Number (N.I.F.) B78510153; registered with the Official Registry of Account Auditors under number S0702; and registered with the Register of Companies of the Institute of Certified Public Accountants of Spain under number 10, for a one-year term as Account Auditor of the Company for financial year ending on 31 March 2025.

Fifth.- Establishing the maximum annual compensation of the members of the Board of Directors and the compensation of the executive directors for financial year ending on 31 March 2025

Maintain for the financial year ending on 31 March 2025 the same compensation for the Board of Directors and the executive directors that was set at the previous General Meeting for the financial year ending on 31 March 2024.

In this regard, the maximum annual amount to be received by the Board as a whole would be established as follows:

1. Remuneration for the mere position of director

The maximum total compensation to be received by the Board will be €75,000 per year, although the amounts corresponding to the Board Members will initially be allocated as follows:

- Executive Directors: €7,500 per year.
- It is also expressly stated that the directors appointed by Kaneka continue to voluntarily waive their right to receive any compensation from the Company.

2. Remuneration for executive functions

Likewise, it is agreed that the maximum compensation to be received by the two executive directors as a whole, for their executive functions, shall be €1,000,000. It is expressly stated that this amount includes all the compensation items applicable in the current financial year (fixed and variable amount) and that it is a maximum amount, as required by law, but it does not necessarily have to be the amount actually received. In fact, the variable part will be closely linked to the performance of the executive directors, as well as to the Company's results.

Sixth.- Acknowledgement of the resignation handed in by the director Mr. Kazuhiko Fujii

Acknowledge the resignation of Mr. Kazuhiko Fujii from his office of director of the Company, effective as from the date of the Ordinary General Shareholders' Meeting, whose particulars are already on file with the Commercial Registry of Barcelona. The resignation was handed in by means of separate resignation letter addressed to the Company prior to this act.

Approve the management of Mr. Kazuhiko Fujii and thank him for the diligence and dedication in the performance of the duties of his office.

Seventh.- Appointment of Mr. Jun Enoki as new member of the Board of Directors of the Company.

Appoint as new member of the Board of Directors of the Company, for the statutory term, **Mr. Jun Enoki**, married, of legal age, a Japanese citizen, with address for these purposes at Avinguda Can Fatjó dels Aurons, 3 Cub 1, 08174 Sant Cugat del Vallés (Barcelona), and holder of passport of his citizenship number TR7300548, in force.

Mr. Jun Enoki will accept his appointment as director of the Company by any valid legal means.

Eighth.- Delegation of authorities on the Board of Directors, with authority of substitution, to formalize, complement, interpret, remedy, develop and execute the resolutions adopted by the Ordinary General Shareholders' Meeting, as well as to record them in a public instrument

Delegate to the Board of Directors, with the broadest powers necessary and with express powers of appointing substitute agents, to execute, interpret, complete and correct formal and material errors of the resolutions passed by the General Shareholders' Meeting and also to formalize, remedy and request the recording thereof, when necessary, expressly authorizing the Chairman of the Board of Directors as well as the Secretary, the first Vice Secretary and the second Vice Secretary non-directors so they may jointly and severally notarize the corresponding certifications, and/or to appear before a notary to execute and sign as many public deeds as necessary, including deeds of clarification, rectification or remedy or supplementary deeds necessary, where applicable or as a result of the verbal or written assessment of the Commercial Registry, for their final recording at said Registry and at any other Public Registries that may apply.
