



SELECTION PLAN - The integral component for appointing administrators of ANTIBIOTICE S.A. Iași

TABLE OF CONTENTS

Chapter 1. About the Selection Plan - Integral Component.....	2
Chapter 2. Contextual requirements.....	2
Chapter 3. Deadlines	4
Chapter 4. Selection criteria.....	11
Chapter 5. Detailed list of documents required at each stage of the selection procedure.....	12
Chapter 6. Identified risks.....	14
Chapter 7. The interview plan.....	14
Chapter 8. The scoring method	16
Chapter 9. Documents relating to the Declaration of Intent.....	17
Chapter 10. Privacy rules	18
Annexes	18
• Letter of expectations.....	Error! Bookmark not defined.
• Board Profile.....	Error! Bookmark not defined.
• Candidate Profile	18
• Declarations to be completed by candidates (Forms F1-F5).....	Error! Bookmark not defined.
• The announcement for the printed press	Error! Bookmark not defined.
• he announcement for the online press.....	Error! Bookmark not defined.
• The project of the mandate contract	Error! Bookmark not defined.

Chapter 1. About the Selection Plan – Integral Component

The entire component of the selection plan is, in accordance with the provisions of Art.1 (1) – (5) of G.D. no. 639/2023, a working document that is drawn up by the Selection and Nomination Commission and it is finalized until the announcement is published, which contains, but is not limited to, necessary elements such as the council profile, the candidate profile, the interview plan, the deadlines related to the stages between the date of initiation of the selection procedure and the date of presentation of the final report, as well as the initial component of the selection plan.

The selection plan is a working document that establishes the calendar of the selection process from the date of its initiation to the date of appointment of the persons designated for the positions of Administrator.

The Selection Plan is drawn up for the purpose of selecting the members of the Management Board of *ANTIBIOTICE S.A. Iași* for the term 2024 - 2028, in compliance with the provisions of the G.E.O. no. 109/2011 on the corporate governance of public enterprises, approved with amendments by Law no. 187/2023 and G.D. no. 639/2023 and it was drawn up in such a way that the selection procedure is carried out in compliance with the right to free competition, equity and equal opportunities, non-discrimination, transparency, equal treatment and the assumption of responsibility.

Chapter 2. Contextual requirements

In accordance with the provisions of Article 1, paragraph 3 of Annex no. 1 of G.D. No. 639/2023 - Methodological rules for establishing the selection criteria for the members of the administrative/supervisory boards of public enterprises, for drawing up the short list for each position, for their ranking, for the procedure regarding final appointments, as well as for establishing other measures necessary to implement the provisions of the Government Emergency Ordinance no. 109/2011 on the corporate governance of public enterprises, dated 27.07.2023. The contextual requirements are defined as "the set of specific conditions and circumstances that must be taken into account in the implementation of the principles and mechanisms of corporate governance. These contextual requirements are determined by the particularities of the organization and the environment in which it operates, the economic, financial and corporate governance status, the legislative context and the strategic position in which the public enterprise is at the time when the evaluation/selection of the members of the management/supervision board is carried out. Based on them, the profile of the council and the candidate, component elements of the selection plan, is drawn up".

The mission of ANTIBIOTICE S.A. is to provide healthcare professionals - doctors, pharmacists - from Romania and the 55 other countries in which it exports with medicines and therapeutically valuable active substances. The future strategy

develops the production in the class of anti-infective drugs as well as in therapeutic areas addressed to cardiovascular diseases, the central nervous system, the digestive tract and those for the prophylaxis of certain diseases or intended to increase the quality of life.

Antibiotice S.A. has a portfolio of 168 finished products from 11 therapeutic classes: prescription medicines, non-prescription medicines, food supplements, dermatocosmetic medicines, medical devices, veterinary medicines, biocidal products and biofertilizers.

Antibiotice S.A. is a manufacturer of active substances, the world leader in the production of Nystatin.

The Production Capacity consists of 4 manufacturing divisions: the Active Substances Division, the Sterile Products Division, the Topical Products Division and the Oral Solid Forms Products Division.

Antibiotice S.A. operates in the competitive market in Romania and in 55 other countries where it sells active substances and medicines.

The contextual requirements for Antibiotice S.A. administrators. with mandates for the period 2024-2028 are:

1. to have a good vision of the role of Antibiotice S.A. on its positioning in the market, on the risks it faces;
2. to have the ability to quickly identify and operationalize optimal solutions that effectively respond to the technical, financial, economic and social constraints faced by the company;
3. to have the ability to first analyze various situations or to make correct decisions in a timely manner, which are as much as possible adapted to the context of the public enterprise;
4. to be able to inspire the members of the executive management with appropriate measures and actions to make the necessary effort to achieve the strategic objectives;
5. to have the ability to establish an organizational culture based on customer understanding and satisfaction, quality and performance;

In addition to these requirements derived from the contextual skills, knowledge and experience mentioned above, the members of the Management Board must also meet the following requirements:

1. to have a minimum of knowledge, skills and experience in the field of activity of the public enterprise;
2. to know the responsibilities of the Council and those related to the position of administrator;
3. to be able to form medium and long-term visions, to have the ability to undertake a medium and long-term Business Plan;

4. to have the necessary qualities to assume responsibility towards the entire Council and to demonstrate independence;
5. to demonstrate knowledge regarding the management of a public enterprise based on the principles of good corporate governance;
6. to demonstrate knowledge regarding the development and maintenance of a business based on sustainability principles;
7. to demonstrate integrity, honesty and transparency in relations with other administrators and the public enterprise;
8. to have the necessary skills for teamwork, for good communication, to have a financial culture and a decision-making capacity;
9. to be familiar with the requirements of legislation in the field and with the contemporary financial management practices, including the board's fiduciary responsibilities and the principles of financial accounting, financial auditing and financial reporting;
10. to understand the importance of assessing and mediating organizational risks and to be familiar with risk management methodologies and processes.

Chapter 3. Deadlines

Activity	Responsibility	Deadline	Deliverable	AMEPIP documents	Notes
Initiation of the selection procedure	Supervisory authority	6 months before the current board's mandate expires	Trigger document	Articles of Association of the public enterprise Administrative act/decision of the general meeting of shareholders/associates regarding the initiation of the selection procedure	According to the provisions of Art. 3, paragraph (1), letter c) from Annex no. 1 to G.D. no. 639/2023
AMEPIP notification regarding the initiation of the procedure	Supervisory authority	Within 2 working days from the date of adoption of the administrative acts/decisions of the general meeting regarding the initiation of the selection	-		According to the provisions of Art. 3, paragraph (3), letter c) from Annex no. 1 to G.D. no. 639/2023

		procedures.			
Drafting the initial component of the selection plan, submitting it for consultation and formulating proposals for its finalization	The Public Tutelary Authority in consultation with the General Meeting of Shareholders	Within 10 days from the date of the selection procedure	Selection-project plan of the initial component	The letter of expectations and the proof of consulting with the shareholders Contextual requirements The strategy of public enterprise and the sector to which it belongs	According to the provisions of art. 1, paragraph (1), point 4 of the annex no. 1 at G.D. no. 639/2023
Defining the initial component of the selection plan	The Public Tutelary Authority in consultation with the general meeting of shareholders	Within 5 days of the previous stage	The initial component, which includes, but it is not limited to: the letter of expectations, the key aspects of the procedure, the calendar, the responsible parties and their roles, the identified risks, the documents to be submitted until the administrators are appointed.	The initial component and the proof of publication of the project of the initial component of the selection plan, that is, the consultation of the shareholders	According to the provisions of Art. 1, paragraph (1), point 4 and Art. 5 paragraph (1) of the annex no. 1 at G.D. no. 639/2023
Contracting the independent expert	The tutelary public authority or AMEPIP	-	Service agreement		According to the provisions of art. 6 of the annex no. 1 of G.D. no. 639/2023
Establishing the Selection and Nomination Commission	The tutelary public authority	-	Administrative Act of the Tutelary Public Authority on the establishment of the Selection and Nomination	The administrative act of the APT establishing the selection committee	According to the provisions of art. 7 of Annex no. 1 of G.D. no. 639/2023

			Commission.	The regulation of organization and operation of the selection committee	
Development of Council Profile and Candidate Profile	The corporate governance department of the Public Guardianship Authority	-	Board Profile Candidate Profile	Board profile and evidence of shareholder consultation	According to the provisions of Art. 12, paragraph (1) from Annex no. 1 to G.D. no. 639/2023
Development of the integral component of the selection plan	Selection and Nomination Committee	Within 10 days of establishment	Selection plan - the integral component that includes, but it is not limited to: the board profile, the candidate profile, the interview plan, the terms related to the stages between the date the selection procedure is launched and the date of the presentation of the final report, as well as the initial component of the selection plan.	The integral component of the selection plan Justification on how to establish the criteria for the selection of administrators, by reference to the specifics and complexity of the company's activity, as well as to the requirements in the letter of expectations The project of the mandate contract	Conform prevederilor art. 1, alin. (5) și art. 10, alin. (1) din Anexa nr. 1 la H.G. nr. 639/2023
Approval of Board Profile and Candidate Profile	The Public Guardianship Supervisory Agency or the General Meeting of Shareholders		Administrative action		According to the provisions of article 12, paragraph (3) from Annex no. 1 to H.G. no. 639/2023

Publication of the selection notice	The Public Guardianship Supervisory Agency	At least 30 days before the deadline for submitting applications specified in the announcement	The selection announcement in at least 2 widely distributed economic and/or financial publications, on the AMEPIP website, of the public enterprise and on at least one human resource recruitment platform or site with high visibility at national level.	<p>The announcement regarding the selection of council members and proof of its publication at least 30 days before the deadline for submitting candidacies specified in the announcement, according to the requirements established by art. 29 of GEO no. 109/2011</p> <p>The act by which the extension of the deadline for submitting candidacy files was approved (if applicable)</p> <p>The announcement regarding the extension of the deadline for submitting candidacy files, as well as the proof of its publication in compliance with the provisions of art. 29 of GEO no. 109/2011 (if applicable)</p>	Conform prevederilor art. 19 din Anexa nr. 1 la HG nr. 639/2023 și art. 29, alin. (4) din O.U.G. 109/2011
Development of the evaluation questionnaire	Selection and Nomination Committee	-	Evaluation questionnaire		-

Submission of application files	Candidates	Within 30 days from the date of publication of the advertisement	Application files	Clarifications requested by the application deadline, as well as the answers hereto Application files submitted by the deadline specified in the announcement	According to the provisions of article 20, paragraph (1) from Annex no. 1 to H.G. no. 639/2023
Evaluating the compliance of application files and Developing the Long List	Selection and Nomination Committee	Within 5 days from the deadline for submitting applications	Long List	The clarifications requested from the candidates by the selection committee, as well as the answers received CSN decisions to reject incomplete application files, (if applicable) The long list and the analysis that went into making thereof	-
Communication to the candidates of the analysis stage results of the conformity of application files	Selection and Nomination Committee	Within 1 day of drawing up the Long List	Information	CSN communications informing candidates about the rejection of incomplete application files	-

Evaluation of application files and their approval by AMEPIP	Selection and Nomination Committee and AMEPIP	Between 5 and 10 days after making the Long List	Questionnaire filled-in by candidates	Notices received from AMEPIP	-	
Submitting, correcting and scoring candidate assessment questionnaires			Matrix partially filled-in			Additional information compared to that in the application file requested by CSN
						CSN decisions to remove candidates from the long list in descending order of the score obtained according to the requirements of the candidate profile, up to the limit of a maximum of 5 candidates
Corroborating the results and creating the Short List			Short List	The short list and the analyzes that led to its creation	According to the provisions of article 22, paragraph (1) from Annex no. 1 to HG no. 639/2023	
Communication to candidates on the retention/non-retention of the Short List candidacy	Selection and Nomination Committee	In no more than 3 days from the date of communication to the candidates	Answers to any objections	CSN communicatio		
Receiving	Candidates					

possible appeals and providing answers to them	and Selection and Nomination Committee			ns by which selected candidates are informed about the inclusion of their candidacy on the short list and by which they are requested to submit the declaration of intent within 15 days from the date of notification	
Communication to the Short List candidates of the fact that they must submit the declaration of intent, in writing, to the Public Guardianship Authority	Selection and Nomination Committee	Within one day of making the Short List	Information		-
Submission of declarations of intent	Candidates	Within 15 days from the date of communication	Declarations of intent	Declarations of Intent of Shortlisted Candidates	According to the provisions of article 22, paragraph (2) from Annex no. 1 to H.G. no. 639/2023
Analysis of the statement of intent and how the results of the analysis were integrated into the evaluation of the candidate	Selection and Nomination Committee	Between 3 and 5 days after the deadline for submitting the declarations	Matrix partially filled-in	Analysis of the declaration of intent and how the results of the analysis were integrated into the evaluation of the candidate	According to the provisions of article 22, paragraph (3) from Annex no. 1 to H.G. no. 639/2023
Final selection of candidates based on interview	Selection and Nomination Committee	Between 5 and 10 days after the analysis of the declarations of intent	Matrix fully filled-in	The interview plan The minutes of the CSN regarding the conduct of the interviews Ranking of the shortlisted	According to the provisions of article 22, paragraph (4) from Annex no. 1 to H.G. no. 639/2023

				candidates after the interview	
Preparation of the ranking of candidates, the final report and their sending to AMEPIP and the head of APT	Selection and Nomination Committee	Between 3 and 5 days from the date of the interviews	Final Report	Minutes and decisions of the CSN	According to the provisions of article 22, paragraph (7) from Annex no. 1 to H.G. no. 639/2023
				Requests for information addressed by the candidate about the application of the selection criteria to the personal case, as well as about the score obtained (if applicable) Complaints received and how to resolve them (if applicable)	
				The project of the mandate contract Any other relevant information or documents related to the selection process	

Chapter 4. Selection criteria

In the recruitment and selection procedures carried out in accordance with the provisions of the applicable corporate governance legislation, two categories of criteria are used:

1. **the eligibility criteria** – initial requirements whose compliance conditions candidates' access to the selection procedure;
2. **the evaluation criteria** - skills and traits necessary for candidates to be able to successfully fulfill the role assigned to them; these are individual criteria.

The eligibility criteria are detailed in the Candidate Profile and in the print and online advertisements.

The evaluation criteria, which we find in the Council matrix integrated in the Profile of the Management Board are skills and traits necessary for the candidates to be able to successfully fulfill the role assigned to them; these criteria are grouped in the following chapters:

- Competences specific to the activity sector of the public enterprise;
- Competencies of strategic/technical importance;
- Corporate governance skills;
- Social and personal skills;
- Local and international experience;
- Specific competences and restrictions for civil servants or other categories of personnel within the Public Guardianship Authority or within other public authorities or institutions;
- Features;
- Alignment with the Letter of Expectations.

Chapter 5. Detailed list of documents required at each stage of the selection procedure

To participate in the selection process for the administrator positions of ANTIBIOTICE Iași S.A. the candidates must submit an application file, which must contain the following documents:

Stage	Necessary documents
Submission of application files	<ol style="list-style-type: none"> 1. List of documents (only in the file on paper); 2. Curriculum vitae; 3. Children: <ol style="list-style-type: none"> a. Copy of the identity document; b. Copy of the criminal record; c. Copy of the fiscal record (excluding fiscal attestation certificate);

- d. Copy of the marriage certificate or other documents, only if the name on the submitted documents is different from the one on the identity document;
 - e. Copy of the bachelor's degree or equivalent;
 - f. Copies of other completed forms of higher education (if applicable) – other bachelor's programs, master's programs, doctorate and MBA. The copies of diplomas or certificates of participation in short-term training programs will not be sent;
 - g. Copies of the documents that prove the required professional experience (Reges/Revisal excerpt, copy of work book if applicable), mandate/management contracts, certificates issued by employers, certificate of ascertainment for natural person issued by ONRC, certificates appropriated by signature and issuer's stamp showing the employer's turnover during the periods specified by the candidate in the CV, signature certificates and issuer's stamp it shows the exact periods - year, month - in which the candidate exercised a role as a member of the Audit Committee within a CA/SC (if applicable), other documents appropriated by the issuer's signature and stamp certifying the candidate's direct contribution to improving the financial performance of the companies he managed/led and so on)
4. Forms:
- a. F1 - Enrollment application;
 - b. F2 - Declaration on personal responsibility regarding the conformity of the documents and information presented in the file, the absence of conflict of interests and situations of incompatibility.
 - c. F3 - The Agreement regarding the acquisition of data in order to verify the information.
 - d. F4 - Consent for the processing of personal data.
 - e. F5 - Declaration of interests.
5. Letter of recommendation (minimum 1 - maximum 5).
Statement of Intent

**Submission of
declarations of
intent**

The Form templates can be downloaded from the internet pages www.ms.ro and www.antibiotice.ro .

Chapter 6. Identified risks

The list of possible risks and the measures that will be taken to reduce these risks, ensuring that the rights of shareholders are observed and that the interests of the public enterprise are secured). Below there are a few examples:

	Risk identified	Impact	Probability of occurrence	Mitigation measures
1	Time crunch	moderate	average	Allocation of time reserves on each activity and each stage of the project in the detailed project plan submitted to the Selection Committee.
2	Small number of candidates applying	high	low	<ul style="list-style-type: none"> - Adding new channels on which to send recruitment campaign messages - Direct approach with head-hunting methods of the identified targets.
3	Withdrawal of shortlisted candidates in the selection process	high	low	<ul style="list-style-type: none"> - Ensuring an initial candidate sourcing flow large enough to allow a sufficient number of accepted candidates to be shortlisted - Shortening to the minimum possible the period of decision to accept a candidate

Chapter 7. The interview plan

The members of the Selection and Nomination Committee agreed on the following interview plan:

<p>ACCOMODATION</p> <p>Reception and accommodation of the candidate: Presentation of the interviewers, the structure of the interview.</p>
<p>PRESENTATION BY THE CANDIDATE OF THE CONTEXTUAL REQUIREMENTS OF THE COMPANY</p> <p>The candidate briefly presents the contextual requirements of the company as deduced from the official data consulted (including the Letter of Expectation) and then the candidate displays the main attributes of his personal profile – the academic and professional background, outstanding achievements in his career, achievements that constitute</p>

arguments for occupying the administrator position for which he applied – attributes that optimally respond to the contextual requirements of society.
PRESENTATION BY THE CANDIDATE OF THE COMPETENCES HE HAS IN DIRECT CORRELATION WITH THE STAGES IN HIS PROFESSIONAL COURSE IN WHICH HE DEVELOPED THESE SKILLS:
<p>SPECIFICS TO THE COMPANY'S FIELD OF ACTIVITY</p> <ul style="list-style-type: none"> • Integration into the organization of the principles of action and the organization and operation methods specific to the manufacturing of medicines • Optimum management of the company harmonizing the interests of business partners with those of the company • Finding and adopting viable solutions to ensure an infrastructure and a modern material base sufficient to allow the optimal operation of the company • Ensuring an optimal organizational structure • Ensuring an optimal structure of SCIM
<p>PROFESSIONAL/TECHNICAL SPECIFICS OF STRATEGIC IMPORTANCE</p> <ul style="list-style-type: none"> • Organization and reorganization of companies/administrations and processes • Business analysis • Organizational digitization • Negotiation
<p>CORPORATE GOVERNANCE PROFESSIONAL SPECIFICS</p> <ul style="list-style-type: none"> • Management by objectives • Business sustainability management • Integrating corporate governance legislation into actions
PRESENTATION OF THE MANAGERIAL VISION
It is the response to the specific challenges facing the company in relation to the context thereof
It is the response to operational performance expectations
It is the response to expectations regarding financial performance
It is the response to the expectations regarding the quality of the services and/or the way the infrastructure is managed
It is the answer to the expectations regarding the investment policy applicable to the public enterprise
It is the answer to the expectations regarding the reduction of receivables
It is the answer to the expectations regarding the policy of dividends/payments from the net profit applicable to the public enterprise
It is the response to expectations in the field of ethics, integrity and corporate governance
These are the indicators he believes appropriate for monitoring the performance of the public enterprise during the term of office, correlated with the formulated objectives

It realistically and comprehensively presents the picture of possible constraints, risks and limitations to be encountered in achieving the proposed objectives and the plan of actions for reducing/eliminating thereof
CLARIFICATION
Questions asked by the candidate to the interviewers.
COMPLETION
Ending the interview

Estimated maximum duration: 30 minutes.

Chapter 8. The scoring method

The criteria presented above will be evaluated, according to the provisions of Annex no. 1a of G.D. no. 639/2023, based on the following scoring grid:

Score	Proficiency level	Description
N/A	Not applicable.	This competency does not need to be applied or demonstrated.
1	Basic level	He has an understanding of the basics.
2	Intermediate	<ul style="list-style-type: none"> • He has a level of experience acquired through basic training and/or several similar experiences. This level of competence requires the support of people with expertise. • He understands and can correctly use terms, concepts, principles and issues related to this competence. • He knows and he uses the applicable regulatory documents, regulations and guidelines.
3	Competent	<ul style="list-style-type: none"> • He is capable of performing the requirements associated with this competency. The support of people with expertise may be necessary at times, but usually he demonstrates this ability independently. • He has applied this competency in the past with minimal external support. • He understands and he can analyze the implications of changes in business processes, policies and procedures.
4	Advanced	<ul style="list-style-type: none"> • He performs the tasks associated with this skill without external support. He is recognized within the organization he belongs to as an expert in this field, he is able to provide support and he has advanced experience in this field. • He provided practical/relevant ideas, resources and practical insights on process or practice development, at board governance and senior executive level.

		<ul style="list-style-type: none"> • He is able to interact and have constructive discussions with the executive management, but also to train others in the application of this competence.
5	Expert	<ul style="list-style-type: none"> • He is known as an expert in this field to provide support and to identify solutions for complex problems related to this area of expertise. • He demonstrated excellence in applying this competency across multiple boards and/or organizations. • He is perceived as an expert, leader and innovator in this competency by the board, organization and/or other organizations.

Chapter 9. Documents relating to the Letter of Intent

The letter of intent is the candidate's response to the need to respond to the objectives specified by the shareholders in the Letter of Expectation and it demonstrates how the candidate understands to translate into actions the achievement of the objectives proposed by the Management Board in the administration plan approved by the Public Guardianship Supervisory Agency.

According to article 1 of the G.D. no. 639/2023, Annex no. 1c, *the letter of intent is part of the set of mandatory documents that the qualified candidates on the short list for the position of administrator and director prepare and submit* and which must include the following chapters:

- **CHAPTER I.** The connection between the personal profile and the objectives that must be achieved, according to the letter of expectation;
- **CHAPTER II.** The assessments regarding the specific challenges facing the company, related to its contextual situation;
- **CHAPTER III.** The personal answers and vision regarding the shareholders' expectations, as well as the company's strategic development plan during the term of office;
- **CHAPTER IV.** Proposal of indicators that I consider appropriate for monitoring the company's performance during the term of office;
- **CHAPTER V.** Constraints, risks and limitations that may be encountered in achieving the proposed objectives and the plan of actions to reduce/eliminate thereof.

For the development of the Letters of Intent, the candidates will use the information found in the Letter of Expectation, as well as in all official sources of accessible information.

Chapter 10. Privacy Policy

1. The Selection Committee will ensure transparency over the entire recruitment and selection process, while observing the privacy of the data provided by the candidates.
2. All information concerning all candidates, throughout the process, will be made public by the publishing thereof online on the designated websites.
3. All personal information will be kept confidential.
4. Both the long list and the short list are confidential and they will not be published. The candidates accepted or rejected from these lists will be individually notified in writing.

Annexes

- Letter of expectation
- The Council's profile
- The candidate's profile
- The declarations to be filled-in by candidates (Forms F1-F5)
- The advertisement for the print media
- The announcement for the online press
- The draft mandate contract++