



ADL BIONATUR SOLUTIONS, S.A.

2022 Ordinary General Shareholders' Meeting

The Board of Directors of ADL BIONATUR SOLUTIONS, S.A. (the “**Company**”) has resolved to call the shareholders to the Ordinary General Shareholders' Meeting to be held on 29 June 2022 at 11 hs, on first call, in Madrid, Hotel Meliá Madrid Serrano, 139 Claudio Coello St., and, if necessary, on the following day at the same time and place on second and last call (most certainly, the General Meeting will be held on first call).

The Ordinary General Shareholders' Meeting will be held according to the following

Agenda

- 1st Point.-** Examination and approval, as appropriate, of the annual accounts and management report of the Company as well as of the consolidated annual accounts of the Group for the financial year ending at 31 December 2021.
- 2nd Point.-** Approval, if appropriate, of the management and activities carried out by the Board of Directors for the financial year ending at 31 December 2021.
- 3rd Point.-** Examination and approval, as appropriate, of the proposed application of results for the financial year closed at 31 December 2021.
- 4th Point.-** Ratification and appointment of Mr. John Dixon as proprietary director (*consejero dominical*).
- 5th Point.-** Appointment of Auren Auditores, S.L.P. as auditor for the Company for the financial years 2022, 2023 and 2024.
- 6th Point.-** Delegation to the Board of Directors of the power to increase the share capital in the terms of article 297.1.b) of the Spanish Capital Companies Law as well as the power to exclude, totally or partially, the pre-emptive subscription right in accordance with the provisions of Article 506 of the Spanish Capital Companies Law.
- 7th Point.-** Authorisation to the Board of Directors for the acquisition of treasury shares, either directly or indirectly, within the legal limits and requirements.

This document is a translation of an original text in Spanish. In case of any discrepancy between both texts, the Spanish version will prevail.

- 8th Point.-** Delegation to the Board of Directors of the power to issue fixed-income securities, preferred shares or instruments of a similar nature (including promissory notes or warrants), simple, convertible and/or redeemable into Company shares. Setting of the criteria for determining the bases and types of the conversion and/or swap and attribution to the Board of Directors of the powers to increase capital by the necessary amount.
- 9th Point.-** Delegation to the Board of Directors of the power to issue convertible bonds into shares of the Company, excluding the pre-emptive subscription right, as well as to increase the share capital by the amount necessary to cover the conversion or exchange thereof.
- 10th Point.-** Issuance of bonds convertible into shares of the Company to be subscribed by offsetting credits and increasing the share capital by the amount necessary to cover their conversion.
- 11th Point.-** Amendment of the corporate name, so that the Company is renamed “Biotechnology Assets, S.A.”, and consequent amendment of the By-laws and of the Regulations for the General Shareholder’s Meeting:
- 11.1.** Change of the Company’s name and consequent amendment of article 1 (*Denominación*) of the By-laws.
- 11.2.** Amendment of the preamble of the Regulations for the General Shareholder’s Meeting with regard to the Company name.
- 12th Point.-** Necessary authorizations.

Shareholders have the right to request in writing, prior to the General Shareholders’ Meeting or verbally during the same, all the information or clarifications that they may deem necessary regarding the matters on the agenda and, specially, the rights that article 197 of the Spanish Capital Companies Law provides to shareholders in this regard.

It is expressly stated, under article 272 of the Spanish Capital Companies Law, the right of any shareholder to examine, at the Company’s registered office, and to immediately and freely obtain the documents which are submitted to the General Shareholders’ Meeting for its approval, from the date of this notice of call to the General Shareholders’ Meeting. These documents are also available at the Company’s corporate website <https://adlbionatur.com/es/informacion-inversores/#general-assembly>.

Shareholders have also the right to be represented at the General Shareholders’ Meeting by another person, whether a shareholder or not. Shareholders may obtain the necessary information for the exercise of that right by directly addressing the Company or by consulting the Company’s corporate website www.adlbionatur.com.

In any case, shareholders attending the General Meeting will have to submit the assistance card issued for these purposes by the corresponding bank.

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Shareholders may obtain more information by consulting the Company's corporate website www.adlbionatur.com, as well as by contacting the investor relations department in the following address: ir@adlbionatur.com

Finally, it is noted that the Board of Directors has resolved to request the presence of a Notary Public to record the minutes of the meeting pursuant to section 203 of the Spanish Capital Companies Law, read together with article 101 of the Regulations of the Commercial Registry (*Reglamento del Registro Mercantil*).

Jerez de la Frontera, 28 May 2022.- Victor Infante, Vice-Chairman of the Board of Directors.

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