Explanation of proposed resolutions for the 32nd Annual General Meeting of Krka, d. d., Novo mesto to be held on 9 July 2026

The Management and Supervisory Boards of Krka, d. d., Novo mesto, reviewed the materials for the 32nd Annual General Meeting (AGM) and drafted the Agenda and relevant resolutions.

Add 1.

The chair is elected for each AGM separately. Ixtlan Forum, d. o. o., Ljubljana is proposed as the vote enumerator based on its good references. The company has successfully conducted voting and vote counting procedures at Krka's AGMs for years.

Add 2.

The Supervisory Board reviewed the *2025 Annual Report of Krka, d. d., Novo mesto and the Krka Group*. The body raised no comments or reservations and approved the report unanimously. The *2025 Annual Report of Krka, d. d., Novo mesto and the Krka Group* was adopted. The Supervisory Board also reviewed the *Auditor's Report* and the certified auditor's performance and had no comments on any of them. Item 2.1 is of informative nature and as such the resolution is not subject to vote.

The Company drew up the *Report on Remuneration of Management and Supervisory Board Members* in compliance with the *Companies Act* (*ZGD-1*). The report provides a detailed review of remuneration packages, including all forms of fringe benefits the Company paid or owed to individual management and supervisory board members in the past financial year. The *Report on Remuneration* contains all elements set out in the *Companies Act*, Article 294 b, Paragraph 2. The auditors reviewed the *Report on Remuneration* and issued their report, which is attached to the *Report on Remuneration.* The *Report on Remuneration* is submitted to the AGM in the same manner as the annual report. The AGM has the right to an advisory vote on the *Report on Remuneration* for the past financial year. Immediately after voting at the AGM, the Company must publish the *Report on Remuneration* on the corporate website, where it must remain available free of charge for at least ten years.

The Management Board drafted a proposal for appropriation of the 2025 distributable profit in total of €392,571,447.07. The Supervisory Board endorsed the proposal. The Supervisory and Management Boards jointly propose that the AGM adopt the resolution on appropriation of distributable profit. The proposal follows Krka's strategic guidelines for the dividend policy. The Supervisory and Management Boards also propose that the AGM approve the work of the two bodies and discharge them from liabilities for the financial year 2025.

Attachments

- *2025 Annual Report*
  (https://seonet.ljse.si/default.aspx?doc=SEARCH&doc_id=92565)
- *2025 Supervisory Board Report of Krka, d. d., Novo mesto*
  (https://seonet.ljse.si/default.aspx?doc=SEARCH&doc_id=92559)
- *Report on Remuneration of Management and Supervisory Board Members of Krka, d. d., Novo mesto in 2025*

This translation is for convenience purposes only.

Add 3.

The Management Board estimates that a treasury share programme should be formed to enhance the financial stability and robust cash flows and reduce share capital. This could be done in the upcoming periods by cancelling treasury shares under the simplified procedure in compliance with the *Companies Act*, Article 381, Paragraphs 3 and 4.

The Management Board proposes that the AGM authorise it to set up a treasury share programme for up to a maximum of 10% of all issued shares. The Supervisory Board endorses the proposal.

The Company intends to implement the treasury share repurchase programme in compliance with applicable legislation and to report on changes in treasury shares in compliance with applicable regulations. The Management Board will report at upcoming AGMs on treasury share transactions to attain Krka's long-term strategic goals.

Novo mesto, 14 May 2026

Jože Colarič
President of the Management Board and CEO

Jože Mermal
President of the Supervisory Board