

## Hikma Pharmaceuticals PLC

### Results of 2024 Annual General Meeting

**LONDON, 25 April 2024** Hikma Pharmaceuticals PLC (LSE: HIK) (NASDAQ Dubai: HIK) (OTC: HKMPY) (LEI:549300BNS685UXH4JI75) (the ‘Company’ or ‘Hikma’) announces that its Annual General Meeting (‘AGM’) was held at Sofitel London St James, 6 Waterloo Place, London SW1Y 4AN earlier today (25 April 2024) and commenced at 11.00 am. All the proposed resolutions were duly passed by shareholders by way of a poll. Resolutions 1 to 17 (inclusive) were passed as ordinary resolutions and Resolutions 18 to 21 (inclusive) were passed as special resolutions. Resolutions 22 to 25 (inclusive) were passed as ordinary resolutions on which only Independent Shareholders (that is, excluding members of the Darhold Concert Party, in accordance with the City Code on Takeovers and Mergers) were entitled to vote.

Copies of the resolutions dealing with special business passed at the AGM have been submitted to the FCA’s Electronic Submission System and will be available from the National Storage Mechanism. Capitalised terms used but not otherwise defined in this announcement shall have the meanings given to them in the Notice of Meeting dated 22 March 2024.

The total number of votes cast on the poll for each resolution (the full text of the resolutions is detailed in the Notice of Meeting dated 22 March 2024) is set out below. The number of Ordinary Shares in issue at the close of business on 23 April 2024 was 234,718,492. At that time there were 12,833,233 Ordinary Shares held in treasury, which are not counted in the voting capital of the Company which, therefore, was 221,885,259.

Resolution	Votes For	% of Eligible Votes	Votes Against	% of Eligible Votes	Total Votes Cast	Total votes cast as a % of ISC <sup>1</sup>	Withheld <sup>2</sup>
1. To receive the 2023 report and accounts	181,198,032	99.77%	420,652	0.23%	181,618,684	81.85%	2,002,379
2. To approve a final dividend of 47 cents per share	183,619,000	100.00%	-	0.00%	183,619,000	82.75%	2,063
3. To re-appoint PricewaterhouseCoopers LLP as Auditor	182,047,455	99.14%	1,571,545	0.86%	183,619,000	82.75%	2,063
4. To authorise the Audit Committee to determine the remuneration of the Auditor	183,350,922	99.85%	268,755	0.15%	183,619,677	82.75%	1,386
5. To elect Riad Mishlawi as a Director	182,679,147	99.49%	931,142	0.51%	183,610,289	82.75%	10,774
6. To re-elect Said Darwazah as a Director	175,159,173	95.46%	8,330,791	4.54%	183,489,964	82.70%	131,099
7. To re-elect Mazen Darwazah as a Director	173,570,357	94.59%	9,919,072	5.41%	183,489,429	82.70%	131,634
8. To re-elect Victoria Hull as a Director	171,362,071	93.33%	12,252,259	6.67%	183,614,330	82.75%	6,733
9. To re-elect Ali Al-Husry as a Director	181,637,139	98.99%	1,851,670	1.01%	183,488,809	82.70%	132,254
10. To re-elect John Castellani as a Director	182,829,533	99.57%	783,105	0.43%	183,612,638	82.75%	8,425
11. To re-elect Nina Henderson as a Director	182,724,512	99.52%	889,994	0.48%	183,614,506	82.75%	6,557
12. To re-elect Cynthia Flowers as a Director	182,948,600	99.64%	665,730	0.36%	183,614,330	82.75%	6,733

Resolution	Votes For	% of Eligible Votes	Votes Against	% of Eligible Votes	Total Votes Cast	Total votes cast as a % of ISC <sup>1</sup>	Withheld <sup>2</sup>
13. To re-elect Douglas Hurt as a Director	182,827,276	99.57%	785,362	0.43%	183,612,638	82.75%	8,425
14. To re-elect Laura Balan as a Director	183,048,421	99.69%	565,909	0.31%	183,614,330	82.75%	6,733
15. To re-elect Dr Deneen Vojta as a Director	183,188,326	99.77%	426,004	0.23%	183,614,330	82.75%	6,733
16. To receive and approve the annual report on Remuneration	167,893,145	91.44%	15,724,640	8.56%	183,617,785	82.75%	3,278
17. To authorise the Directors to allot shares and grant rights to subscribe for shares	177,588,670	96.74%	5,992,661	3.26%	183,581,331	82.74%	39,732
18. To authorise the disapplication of pre-emption rights (General)	175,982,388	95.86%	7,602,205	4.14%	183,584,593	82.74%	36,470
19. To authorise the disapplication of pre-emption rights (Acquisition or Capital Investment)	168,246,123	91.85%	14,920,062	8.15%	183,166,185	82.55%	454,878
20. To authorise the Company to purchase Ordinary Shares	182,110,127	99.32%	1,251,967	0.68%	183,362,094	82.64%	258,969
21. To authorise the Company to hold general meetings on not less than 14 clear days' notice	178,012,603	96.95%	5,601,835	3.05%	183,614,438	82.75%	6,625
22. To approve the Rule 9 Waiver (Buyback Waiver)	72,087,355	56.62%	55,225,852	43.38%	127,313,207	57.38% <sup>3</sup>	277,747
23. To approve the Rule 9 Waiver (Existing Awards Waiver)	119,728,008	94.04%	7,583,303	5.96%	127,311,311	57.38% <sup>3</sup>	279,643
24. To approve the Rule 9 Waiver (2024 Awards Waiver)	119,728,008	94.04%	7,583,303	5.96%	127,311,311	57.38% <sup>3</sup>	279,643
25. To approve the Rule 9 Waiver (2025 Awards Waiver)	119,727,713	94.04%	7,583,598	5.96%	127,311,311	57.38% <sup>3</sup>	279,643

<sup>1</sup> Issued Ordinary Share capital of the Company (excluding treasury shares).

<sup>2</sup> A "withheld" vote is not a vote in law and is not counted in the calculation of the proportion of votes "for" or "against" a resolution.

<sup>3</sup> In order to comply with the City Code on Takeovers and Mergers, only the votes cast by the independent shareholders were counted for the purposes of Resolutions 22 to 25.

### **Declaration of final dividend**

The dividend of 47 cents per share will be paid on 3 May 2024 to shareholders on the register at the close of business on 22 March 2024. Shareholders who are not resident in Jordan have been given the option of receiving their dividend in Pounds Sterling. The exchange rate in respect of this dividend will be \$1.265373 to £1. The exchange rate for Jordanian Dinar is fixed to the US Dollar at circa \$1 to 0.708JD.

**Resolution 22 – approval of the Rule 9 Waiver (Buyback Waiver)**

Resolution 22, being the ordinary resolution to approve the waiver of Rule 9 of the City Code on Takeovers and Mergers (the '**Rule 9 Waiver (Buyback Waiver)**'), in connection with any increase in the Darhold Concert Party's holdings in the Company's voting capital to 30% or more, resulting from the exercise of the Company's share buyback authority pursuant to Resolution 20, was duly passed by 56.62% of the votes cast by the independent shareholders of the Company (being holders of Ordinary Shares other than the Darhold Concert Party) with 43.38% of the votes against. Resolution 22 enables Hikma to fully exercise the authority granted under Resolution 20 to make on-market purchases of up to approximately 10% of its issued Ordinary Share capital, which is a standing authority sought by the Company on an annual basis and at today's AGM was approved with a majority of 99.32%. Resolutions 20 and 22 together provide the Company with additional flexibility to return value to shareholders, including through a possible future buyback programme. Had Resolution 22 not been passed, the Company's optionality in this regard would have been restricted. Hikma will continue to engage with proxy advisers and shareholders on the rationale and merits of the Rule 9 Waiver (Buyback Waiver) as part of a constructive dialogue.

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**Enquiries:**

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