



**2024 Annual Meeting of Stockholders**  
**May 21, 2024**  
**9:00 a.m.**

**Agenda**

- I. Opening of Meeting and Welcome
- II. Introductions
- III. Introduction of Inspector of Election and  
Count of Stockholders
- IV. Summary of Matters Requiring Stockholder Approval  
and Board Recommendations
  1. Election of eight (8) directors
  2. Ratify EisnerAmper LLP as the Company's Independent  
Registered Public Accounting Firm for Fiscal Year 2024
  3. Approve the compensation of the Company's named executive  
officers, on an advisory basis
  4. Approve the Amended and Restated 2022 Stock Incentive Plan
- V. Report of Preliminary Voting Results
- VI. Adjournment
- VII. Question and Answer Session  
See following page for "Rules of Conduct and Procedures"

## **RULES OF CONDUCT AND PROCEDURES**

We would like to welcome you to the 2024 Annual Meeting of Stockholders of ANI Pharmaceuticals, Inc. The meeting will follow the Agenda on the preceding page. After the adjournment of the formal meeting, we will take stockholders' questions related to the business of the Company. In fairness to all stockholders in attendance and in the interest of maintaining an orderly meeting, we ask that you honor the following rules of conduct and procedures:

1. Recording of this virtual Annual Meeting is prohibited.
2. Only holders of the Company's series A preferred stock, common stock and class C special stock as of the record date of April 4, 2024, or holders of valid proxies representing such stockholders, are entitled to vote their shares, which can be done online at [www.virtualshareholdersmeeting.com/ANIP2024](http://www.virtualshareholdersmeeting.com/ANIP2024). The polls will remain open until such time as they are declared closed later in the meeting.
3. If you have not yet voted or wish to change your vote may do so by clicking on the voting button on the web portal and following the instructions. If you have sent in your proxy or have previously voted via telephone or internet and do not want to change your vote, you do not need to take any further action at this time.
4. Under the Company's Second Amended and Restated Bylaws and applicable laws, only business properly brought before the meeting may be considered. The proper time to submit proposals for this meeting was on or prior to December 13, 2023.
5. If you would like to ask a question during the question and answer period, please follow the instructions on the web portal to submit your question. The Chair has sole discretion to determine which questions, if any, are appropriate.
6. So that all stockholders may have an equal opportunity to ask a question via the web portal, each stockholder will be limited to one question and we will limit the time allotted for each question to 30 seconds.
7. Subject to the above rules, questions from all stockholders are welcome. However, the purpose of the meeting will be observed and the Chair or Secretary will stop discussions which are:
  - a. Not relevant to the business of the meeting or the conduct of the Company's operations;
  - b. Substantially repetitious of questions or statements made by other stockholders;
  - c. Related to pending or threatened litigation;
  - d. Not in good taste, ill-mannered or crude; or
  - e. Related to personal, clinical study, patient or similar issues. Please note that representatives of the Company who can respond to these types of issues will be available outside the meeting room to assist stockholders with such issues.
8. The Chair has sole discretion to rule on any of the foregoing rules and on all other matters related to the conduct of the meeting and the question and answer period. The Chair may interrupt or terminate the comments of any stockholder that are not in accordance with these rules or with the orderly conduct of the meeting or the question and answer period.
9. Any person who does not comply with these rules and procedures or who disrupts the orderly conduct of the meeting or the question and answer period may be asked to leave the meeting.

**THANK YOU FOR YOUR ATTENDANCE AND COOPERATION.**