

**RESOLUTION OF THE EXTRAORDINARY GENERAL MEETING OF THE
SHAREHOLDERS OF
MED LIFE S.A.
No. 1 / 13.09.2017**

The extraordinary general meeting of the shareholders of Med Life S.A. (the "**Meeting**"), joint stock company governed under unitary system and functioning in accordance with the laws of Romania, with registered office in Romania, Bucharest, no. 365 Calea Grivitei, 1st District, registered before the Trade Registry adjoined to the Bucharest Tribunal, under no. J40/3709/1996, sole registration code 8422035, having subscribed and paid share capital in amount of RON 5,023,000 (hereinafter the "**Company**"), legally and statutorily summoned, by virtue of art. 111 and art. 117 par. (1) of Law 31/1990 regarding companies, republished, of Law 24/2017, of art. 5 of the CNVM Regulation no. 6/2009 regarding the exercise of certain rights of the shareholders within the general meetings of the shareholders of companies and of art. 10 of the Company's articles of association, by publishing the convening notice in the Romanian Official Gazette, Part IV no. 2839 / 11.08.2017 and in the newspaper "Bursa", edition from 11.08.2017, as well as by transmitting the convening notice to the Bucharest Stock Exchange and towards the Financial Supervisory Authority by current report no. 8 dated 09.08.2017 and published on 10.08.2017,

Lawfully and statutorily gathered on the date of **13.09.2017**, 11:00 hours, during the first summons to the "Paris Gauche" salon within Hotel "Novotel", no. 37B Calea Victoriei, 1st District, Bucharest, by personal presence or by representative, as well as by expressing votes by correspondence, of a number of 32 shareholders owning a number of 16.299.485 shares with voting rights, representing 81,1243 % of the total voting rights, respectively 81,1243 % of the share capital of the Company.

DECIDES

1. With unanimity of votes validly expressed in the Meeting approves

The authorization of the Board of Directors of the Company to increase the share capital of the Company as follows:

1.1 Authorizing the Board of Directors of the Company to increase the share capital of the Company by cash contribution, with a maximum amount of 650,000 RON, through one or more issuances of new shares, without the total number of new shares exceeding 2,600,000, implicitly from the current value of 5,023,000 RON, up to the maximum amount of the share capital of 5,673,000 RON, for a period of 3 years from the date of the adoption of the decision of the EGSM.

1.2 Amending the Articles of Association of the Company by adding a new article after Article 9.4, numbered 9.5 with the following content:

"The Board of Directors is authorized, by no later than September 13th 2020, to increase the Company's share capital by a maximum of 650,000 RON by issuing a maximum of 2,600,000 new shares, in exchange for contributions in cash, if the increase of the share capital will be made by the Board of Directors to the maximum allowed the share capital to be increased from the value of 5,023,000 RON to the value of 5,673,000 RON (authorized social capital)."

1.3 Delegation to the Board of Directors of all attributions in respect of the decision on the increase of the share capital and the implementation of the share capital increase referred to in point 1.1, including but not limited to:

- a) depending on the market conditions, determining the moment of the increase of the share capital, as well as the extent to which, within the limits of the granted authorization, one or more increases of the share capital are made;**
- b) establishing the details of the increase in shares, such as the number of shares to be issued, the issue price, the exercise of the right of preference, the issue price in the placement to third parties etc.;**
- c) determining the way of placing the remaining unsubscribed shares in the exercise of the right of preference, the subscription mechanism and approving the details of the subscription procedure, including but not limited to the content of the subscription form, the documents that must accompany the subscription, the persons to whom the shares will be offered, the date of payment of the subscribed shares, the number rounding mechanism of shares;**

- d) drawing up the prospectus for the increase, in accordance with applicable European and national legislation, and negotiating and contracting service providers who will assist the Company in the process of drawing up the prospectus and the related operations, the placement of new shares;
- e) the negotiation with/and contracting of the brokerage company that will assist the Company in the share issue process related to the increase of the share capital;
- f) carrying out all necessary or recommended formalities in connection with the implementation and registration of the share capital increase, including the drawing up and signing of any documents, the filing and receipt of any documents and information, the issuance of any statements and decisions, the representation of the Company before any institutions, For the purpose of implementing the share capital increase, including but not limited to: the Trade Registry, the Financial Supervisory Authority, the Central Depository SA, the Bucharest Stock Exchange S.A.;
- g) ascertain and validating the results of the subscription of the newly issued shares and the determining the method of placement of the remaining unsubscribed shares/cancellation of unsubscribed shares, if any;
- h) approving the increase of the Company's share capital, within the limits of the valid subscriptions;
- i) approval of the changes in the Company's Articles of Association as a result of the increase of the share capital;
- j) updating the Articles of Association of the Company.

2. With unanimity of votes validly expressed in the Meeting approves

Empowering the Chairman of the Board of Directors to draw up and sign in the name and on behalf of the Company, to carry out and to perform and submit any documents and to make any necessary declarations for registration/filing of the decisions of the EGSM, in order to carry out any other formalities, such as publication, including payment of any fees, to request and receive any documents / documents issued by the Trade Registry Office and / or any other competent authority, and granting them the right to delegate to another person the mandate to carry out the abovementioned formalities.

3. With unanimity of votes validly expressed in the Meeting approves

The date of 29.09.2017 as the record date for the identification of the shareholders to which the effects of the decisions of the EGSM shall apply in accordance with the applicable law.

The hereby Decision has been drafted and signed in Bucharest, in 4 (four) original counterparts, each having a number of 4 pages, today 13.09.2017.

Meeting President

Mihail Marcu

Meeting Secretary

Cristina Tudoras