

**RESOLUTION  
OF THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF  
MED LIFE S.A.  
No. 1 /27.04.2017**

The Extraordinary General Shareholders' Meeting of MED LIFE S.A. („**The Meeting**”), a joint stock company organized under the laws of Romania, having its registered offices in Bucharest, 365 Calea Grivitei, 1st district, Romania, registered at the Bucharest Trade Registry under number J40/3709/1996, sole registration number 8422035, having a subscribed and paid-in share capital of Lei 5,023,000 (hereinafter referred to as the "**Company**"), legally and statutory convened, according to the dispositions of art. 111 and of art. 117 align. (1) of Law no. 31/1990 on companies, as republished, of art. 243 of Law no. 297/2004 regarding the capital market, of art. 5 of the National Securities Commission Regulation no. 6/2009 regarding the exercise of certain shareholders' rights in the general shareholders meetings of companies and of art. 10 of the Company's Articles of Association, by publishing the Convening Notice in the Official Gazette of Romania, part IV, no. 1006 dated 27.03.2017, as well as the transmission of the Convening Notice to the Bucharest Stock Exchange Market and to the Financial Supervisory Authority through the Current Report dated 24.03.2017,

Legally and statutory convened on 27.04.2017, 10,00 hours, during the first convening in the "Paris Gauche" Hall of "Novotel" Hotel, no. 37B Calea Victoriei, 1st District, Bucharest, by personal presence or by representative, as well as by expressing the votes by correspondence, of a number of 29 shareholders, which hold together 14,673,906 shares each with its voting right, representing 73,0336% of the total voting rights, 73,0336% of the Company's share capital, respectively,

**DECIDES**

1. It is hereby approved, with unanimity, by validly expressed votes  
**Presentation and approval of the procedure for caring out the Company's general shareholders meetings ("GSM Procedure").**
2. It is hereby approved, with unanimity, by validly expressed votes  
**Approval of the draft of the administration contract for the members of the Board of Directors.**
3. It is hereby approved, with unanimity, by validly expressed votes  
**To empower the CEO to undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved by the EGSM on**

**27.04.2017, as well as approval of the power to appoint other person in order to fulfil the formalities mentioned above.**

1. It is hereby approved, with unanimity, by validly expressed votes,  
**To set the date of 16.05.2017 as record date for identifying the shareholders upon whom the resolutions of the EGSM have effect, in accordance with the provisions of article 238 of Law 297/2004.**

The present Decision has been drafted and signed in Bucharest, in 4 (four) originals, each containing 2 pages, today, 27.04.2017.

**Chairman of the Board**

Mihail Marcu

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**Secretary of the Meeting**

Cristina Tudoras

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