

MED LIFE S.A. BOARD OF DIRECTORS' NOTE

REF. APPOINTING THE FINANCIAL AUDITOR OF THE COMPANY

The members of the Board of Directors of Med Life S.A. a joint stock company, dully administrated on a one tier model, functioning according to Romanian legislation, with its headquarters in Bucharest, 365 Grivitei st., 1st District, registered with Bucharest Trade Registry Office under no. J40/3709/1996, Sole Identification Number 8422035, having a subscribed and paid shared capital of RON 5,536,270.5 (the “**Company**”), dully gathered on 22.03.2018, being forgathered by the President of the Board of Directors, according to the dispositions of Law no. 31/1990 regarding companies, of Law no. 297/2004 regarding the capital market, as well as of the dispositions of the Company’s Articles of Association, represented by the President of the Board of Directors,

- *Bearing in mind the dispositions of art. 9.2 align. d) of the Company’s Articles of Association, according to which the Ordinary General Meeting of the Shareholders is bound to appoint and to revoke the Company’s financial auditor and to establish the minimum duration of the financial audit contract;*
- *Bearing in mind that, in previous years, Deloitte Audit S.R.L., with its headquarters in Bucharest, 4-8 Nicolae Titulescu st., 2nd floor – Deloitte Area and 3rd floor, 1st District (“**Deloitte**”) has performed the function of financial auditor to the Company;*
- *Bearing in mind that the gathering of the Annual General Meeting of the Shareholders of the Company shall take place and one of the items included on its agenda is the naming of the financial auditor to the Company;*

Proposal:

1. Naming of Deloitte as financial auditor to the Company, in order to audit 2018 and 2019 financial years, both on an individual basis and on a consolidated basis, for a two-year contractual term.

Mihail Marcu

President of the Board of Directors