



**RESOLUTION OF THE  
ORDINARY GENERAL SHAREHOLDERS' MEETING  
OF  
MED LIFE S.A.  
No. 1 / 28.04.2022**

The ordinary general shareholders' meeting of Med Life S.A. (the "**Meeting**"), a joint stock company managed in a one-tier system and operating in accordance with the laws of Romania, with registered office in Romania, Bucharest, no. 365 Calea Grivitei, 1<sup>st</sup> district, registered with the Trade Registry adjoined to the Bucharest Tribunal, under no. J40/3709/1996, sole registration code 8422035, having subscribed and paid up share capital amounting to RON 33,217,623 (hereinafter the "**Company**"), legally and statutorily convened, in accordance with art. 117 of Companies Law no. 31/1990, republished, Law no. 24/2017 on issuers of financial instruments and market operations as subsequently amended and restated, and other secondary regulations issued in the implementation of the above mentioned and with art. 10 of the Company's articles of association, by publishing the convening notice in the Romanian Official Gazette, Part IV no. 1244/25.03.2022 and in the newspaper "Artificial Intelligence", edition of 25.03.2022, as well as by transmitting the convening notice to the Bucharest Stock Exchange and to the Financial Supervisory Authority by current report of 25.03.2022,

Legally and statutory assembled on **28.04.2022**, 10:00 hours, on the first convening at the Company's administrative headquarters situated in Bucharest, Calea Grivitei nr. 365, CEx building, 1st District, by personal presence or by representation, as well as by expressing votes by correspondence, of a number of 42 shareholders owning a number of 105,675,463 shares with voting rights, representing 79.54% of the total voting rights, respectively 79.53% of the Company's share capital,

**DECIDES**

1. With a total number of 105,636,187 shares for which were casted valid votes, respectively with a number of 105,636,187 validly expressed votes, representing 79.50% of the Company's share capital and 79.51% of the voting rights attached to the shares representing the share capital of the Company, out of which 105,636,187 votes expressed "**for**" representing 100% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 0 votes expressed "**against**" representing 0% of the



total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 39,276 "**abstained**" votes, approves

**The approval of the individual annual financial statements of the Company as at 31.12.2021, prepared according to the International Financial Reporting Standards, based on the reports presented by the Board of Directors and the Company's financial auditor.**

2. With a total number of 105,636,187 shares for which were casted valid votes, respectively with a number of 105,636,187 validly expressed votes, representing 79.50% of the Company's share capital and 79.51% of the voting rights attached to the shares representing the share capital of the Company, out of which 105,636,187 votes expressed "**for**" representing 100% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 0 votes expressed "**against**" representing 0% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 39,276 "**abstained**" votes, approves

**The approval of the consolidated annual financial statements as at 31.12.2021, prepared according to the International Financial Reporting Standards, based on the reports presented by the Board of Directors and the Company's financial auditor.**

3. With a total number of 105,636,187 shares for which were casted valid votes, respectively with a number of 105,636,187 validly expressed votes, representing 79.50% of the Company's share capital and 79.51% of the voting rights attached to the shares representing the share capital of the Company, out of which 105,636,187 votes expressed "**for**" representing 100% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 0 votes expressed "**against**" representing 0% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 39,276 "**abstained**" votes, approves

**The approval of the discharge of liability of the members of the Board of Directors for the 2021 financial year.**

4. With a total number of 93,284,862 shares for which were casted valid votes, respectively with a number of 93,284,862 validly expressed votes, representing 70.21% of the Company's share capital



SISTEMUL MEDICAL  
**MedLife**

and 70.22% of the voting rights attached to the shares representing the share capital of the Company, out of which 93,284,862 votes expressed "**for**" representing 100% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 0 votes expressed "**against**" representing 0% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 12,390,601 "**abstained**" votes, approves

**The approval of the Board of Directors' remuneration for the entire duration of the current mandates, as follows: (i) RON equivalent of 5,000 Euro/month in net worth for each member of the Board of Directors, except for the Chairman and (ii) RON equivalent of 7,000 Euro/month in net worth for the Chairman of the Board of Directors.**

5. With a total number of 93,284,862 shares for which were casted valid votes, respectively with a number of 93,284,862 validly expressed votes, representing 70.21% of the Company's share capital and 70.22% of the voting rights attached to the shares representing the share capital of the Company, out of which 92,297,224 votes expressed "**for**" representing 98.94% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 987,638 votes expressed "**against**" representing 1.06% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 12,390,601 "**abstained**" votes, approves

**The approval of the aggregate amount of 8,800,000 RON as a general limit for (i) all supplementary remunerations that can be awarded to the members of the Board of Directors and for (ii) all remunerations of the executive directors of the Company.**

6. With a total number of 93,768,995 shares for which were casted valid votes, respectively with a number of 93,768,995 validly expressed votes, representing 70.57% of the Company's share capital and 70.58% of the voting rights attached to the shares representing the share capital of the Company, out of which 67,913,227 votes expressed "**for**" representing 72.43% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 25,855,768 votes expressed "**against**" representing 27.57% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 11,906,468 "**abstained**" votes, approves



SISTEMUL MEDICAL  
**MedLife**

**The approval of the Remuneration Report of the Members of the Board of Directors and of the executive directors of the Company for the 2021 financial year, advisory vote of the OGMS.**

7. With a total number of 105,636,187 shares for which were casted valid votes, respectively with a number of 105,636,187 validly expressed votes, representing 79.50% of the Company's share capital and 79.51% of the voting rights attached to the shares representing the share capital of the Company, out of which 105,635,687 votes expressed "**for**" representing 99.99% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 500 votes expressed "**against**" representing 0.01% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 39,276 "**abstained**" votes, approves

**The approval of the revenue-expenditure budget and the activity plan of the Company at individual level for the 2022 financial year.**

8. With a total number of 105,636,187 shares for which were casted valid votes, respectively with a number of 105,636,187 validly expressed votes, representing 79.50% of the Company's share capital and 79.51% of the voting rights attached to the shares representing the share capital of the Company, out of which 105,636,187 votes expressed "**for**" representing 100% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 0 votes expressed "**against**" representing 0% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 39,276 "**abstained**" votes, approves

**The approval of the revenue-expenditure budget and the activity plan at consolidated level for the 2022 financial year.**

9. With a total number of 105,636,187 shares for which were casted valid votes, respectively with a number of 105,636,187 validly expressed votes, representing 79.50% of the Company's share capital and 79.51% of the voting rights attached to the shares representing the share capital of the Company, out of which 105,636,187 votes expressed "**for**" representing 100% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, 0 votes expressed "**against**" representing 0% of the total votes



SISTEMUL MEDICAL  
**MedLife**

validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and 39,276 "**abstained**" votes, approves

**The empowerment of the Chairman of the Board of Directors of the Company to draft and sign, on behalf of the Company, to fulfil and to submit any documents, as well as to give any necessary statements and to carry out any formalities regarding the OGSM, such as publishing, including paying any fees, requesting and receiving any documents issued by any competent authorities, as well as granting the right to delegate to another person the mandate for the aforementioned.**

This Resolution was drafted and signed in Bucharest, in 2 original copies, each having a number of 5 pages, today, 28.04.2022.

**Chairman of the Meeting**

**Mihail Marcu**

**Secretary of the Meeting**

**Narcisa Oprea**