



MED LIFE S.A. BOARD OF DIRECTORS' NOTE

REF. TO ITEM 3 OF THE GENERAL ASSEMBLY MEETING OF THE SHAREHOLDERS OF THE COMPANY DATED [28]/[29].04.2022, RELATED TO DISCHARGE OF LIABILITY OF THE MEMBERS OF THE BOARD OF DIRECTORS, FOR THE 2021 FINANCIAL YEAR

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 33,217,623 (the “**Company**”) being forgathered at the convening of the Chairman of the Board of Directors, according to the dispositions of Companies' Law no. 31/1990 and of Law no. 24/2017 on the issuers of financial instruments and market operations, as subsequently amended and restated, as well as of the dispositions of the Company’s Articles of Association,

Whereas:

- *the dispositions of art. 9.2 para. f) of the Company’s Articles of Association, according to which the Ordinary General Meeting of the Shareholders approves the discharge of liability of the members of the Board of Directors, with respect to the activity deployed in the former financial year;*
- *the closing of the 2021 financial year and that the directors have fulfilled their mandates during 2021;*
- *the upcoming Annual General Meeting of the Shareholders of the Company, on which agenda is included the discharge of liability of the members of the Board of Directors;*
- *the activity developed by the directors during the 2021 financial year, as presented to the shareholders, in the 2021 Financial Year Directors’ Report;*

Proposes:

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