

**DRAFT RESOLUTION OF THE
ORDINARY GENERAL SHAREHOLDERS' MEETING
OF
MED LIFE S.A.
No. 1 /[29.09.2021]/[30.09.2021]**

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, 1st 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, republished 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. [●]/[●] and in [●], edition of [●], as well as by transmitting the convening notice to the Bucharest Stock Exchange and to the Financial Supervisory Authority by current report no. [●] of [●],

Legally and statutorily assembled on [29.09.2021]/[30.09.2021], 10:00 hours, on the [first][second] 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 [●] shareholders owning a number of [●] shares with voting rights, representing [●]% of the total voting rights, respectively [●]% of the Company's share capital.

DECIDES

1. [With unanimity of voting rights validly expressed by present or represented shareholders, respectively by the shareholders which voted by correspondence in the Meeting],
[With a total number of [●] shares for which were casted valid votes, respectively with a number of [●] validly expressed votes, representing [●]% of the Company's share capital and [●]% of the voting rights attached to the shares representing the share capital of the Company, out of which [●] votes expressed "**for**" representing [●]% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, [●] votes expressed "**against**" representing [●]% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and [●] "**abstained**" votes]
[approves][rejects]

Appointing ERNST & YOUNG ASSURANCE SERVICES S.R.L., with its registered headquarters in Bucharest, 1st District, 15- 17 Ion Mihalache Bvd., Bucharest Tower Center Building, 21st Floor, as financial auditor of the Company, in order to perform the annual individual and consolidated financial statements of the Company, related to the financial years that will be ended on 31 December 2021 and 31 December 2022. The duration of the financial audit agreement will be 2 years.

2. [With unanimity of voting rights validly expressed by present or represented shareholders, respectively by the shareholders which voted by correspondence in the Meeting],

[With a total number of [●] shares for which were casted valid votes, respectively with a number of [●] validly expressed votes, representing [●]% of the Company's share capital and [●]% of the voting rights attached to the shares representing the share capital of the Company, out of which [●] votes expressed "for" representing [●]% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence, [●] votes expressed "against" representing [●]% of the total votes validly expressed in the Meeting by present or represented shareholders, respectively by the shareholders which voted by correspondence and [●] "abstained" votes]

[approves][rejects]

Granting power of attorney to the Chairman of the Board of Directors of the Company in order to perform and sign, in behalf of the Company, to fulfill and to register any and all necessary documents, as well as to give any necessary affidavits and to fulfill any formalities related to the OGSM decisions, for example publication formalities, including to pay any taxes and fees, to request and receive any type of documents issued by any competent authority, as well as to grant the right to delegate to any other third party the given power of attorney for the afore mentioned formalities.

This Resolution was drafted and signed in Bucharest, in [4] original copies, each having a number of [...] pages, today, [29.09.2021]/[30.09.2021].

Chairman of the Meeting

[●]

Secretary of the Meeting

[●]