

MED LIFE S.A. BOARD OF DIRECTORS' NOTE

REF. DISCHARGE OF THE MEMBERS OF THE BOARD OF DIRECTORS FOR THE 2019 FINANCIAL YEAR

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 RON (the "Company") being forgathered by the President of the Board of Directors, according to the dispositions of Law no. 31/1990 regarding commercial entities, 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. f) of the Company's Articles of Association, the Ordinary General Meeting of the Shareholders is bound to discharge the members of the Board of Directors, with respect to the activity deployed in the former financial year;*
- *Bearing in mind the closing of the 2019 financial year and of the fact the directors have fully achieved their respective mandates during year 2019;*
- *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 discharge of the members of the Board of Directors;*
- *Bearing in mind the activity displayed by the directors during the 2019 financial year, as presented to the shareholders, in the 2019 Financial Year Directors' Report;*

Proposal:

1. Discharge of the members of the Board of Directors for the 2019 financial year.

Mihail Marcu

Chairman of the Board of Directors