

MED LIFE S.A. BOARD OF DIRECTORS' NOTE

REFERRING TO THE PROPOSAL FOR FILLING THE VACANT POSITION OF MEMBER OF THE BOARD OF DIRECTORS OF MED LIFE S.A.

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 26.03.2018, 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 that Mrs. Mihaela-Gabriela Cristescu has given up her mandate as Member of the Board of Directors of the Company;*
- *Bearing in mind the dispositions of art. 9.2 align. c) of the Company's Articles of Association, according to which the Ordinary General Meeting of the Shareholders can elect and revoke the members of the Board of Directors of the Company;*
- *Bearing in mind the vast professional experience held by Mrs. Ana Maria Mihaescu, which recommends her for the prior mentioned position, and taking into consideration her activity as interim member of the Board of Directors of the Company;*

Proposal:

1. Appointing Mrs. Ana Maria Mihaescu as a member of the Board of Directors of the Company, pursuant to renouncing the mandate of Board of Directors member by Mrs. Mihaela-Gabriela Cristescu.

Mihail Marcu

President of the Board of Directors