

**DRAFT RESOLUTION OF
THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING
MED LIFE S.A.**

No. 2 / [30.04.2026] / [04.05.2026]

The extraordinary general shareholders meeting of MED LIFE S.A. (the "**Meeting**"), a joint stock company managed in a one tier system and functioning under the laws of Romania, having its headquarters in Romania, Bucharest, no. 365, Calea Grivitei, district 1, registered with the National Office of the Trade Registry associated with the Bucharest Tribunal, under no. J1996003709402, EUID:ROONRC.J1996003709402, sole registration code 8422035, having a share capital subscribed and paid of RON 132,870,492 (hereinafter the "**Company**"), legally and statutorily convened, on the grounds of art. 117 of the Companies Law no. 31/1990, republished, as further amended and supplemented, of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as further amended and supplemented ("**Law 24/2017**") and regulations adopted for the application thereof, corroborated with art. 10 of the Company's Articles of Association, by publication of the convening notice in the Official Gazette of Romania, Part IV no. 1879/27.03.2026 and in the newspaper "Bursa", edition 57 of 27.03.2026, as well as by sending the convening notice to the Bucharest Stock Exchange and to the Financial Supervisory Authority in the current report no. 20 of 27.03.2026,

Legally and statutorily assembled on [30.04.2026] / [04.05.2026], at 10.30 hours, in the [first][second] convening at the headquarters of the Company located in Bucharest, no. 365, Calea Grivitei, district 1, attended in person or by representation as well as by casting the votes through correspondence, by a number of [●] shareholders holding on the Reference Date **21.04.2026** a total number of [●] shares bearing voting rights, representing [●]% of the total voting rights and [●]% of the share capital of the Company on the Reference Date,

RESOLVES

1. [By unanimous votes validly cast by all shareholders attending in person, represented or casting votes by correspondence in the Meeting]/

[By a total number of [●] shares for which valid votes have been cast, representing [●]% of the Company's share capital and a total number of [●] votes cast validly, of which [●] votes were cast "for" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, [●] votes were cast "against" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting and [●] votes casted "abstained"]

[approves] / [rejects]

The acquisition by the Company, either directly or by a third party acting on its own behalf, but for the Company, of a total number of 6,732,879 own shares, for a maximum period of time of 18 months from the date of publishing the decision in the Official Gazette of Romania, part IV, at a price per share (i) minimum equal to the market price of a share on the BVB at the time of purchase and (ii) maximum equal to the higher value between the price of the last independent transaction and the highest price at that time of the purchase offer on the BVB, in accordance with the provisions of Article 3, paragraph (2) of Commission's Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programs and stabilization measures. The nominal value of the own shares thus acquired by the Company, including those already in its portfolio, cannot exceed the threshold of 10% of the subscribed share capital of the Company as of the date of the buy-back. The own shares thus acquired will be offered to the employees and management members of the Company, former or current management members, or former or current employees of some of the Company's subsidiaries (namely companies which, at the time of granting, are controlled legal entities of the Company), and/or will be offered in exchange for shares/ownership interests held in the Company's subsidiaries by former or current management members or former or current employees of some of the Company's subsidiaries.

2. [By unanimous votes validly cast by all shareholders attending in person, represented or casting votes by correspondence in the Meeting]/

[By a total number of [●] shares for which valid votes have been cast, representing [●]% of the Company's share capital and a total number of [●] votes cast validly, of which [●] votes were cast "for" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, [●] votes were cast "against" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting and [●] votes casted "abstained"]

[approves] / [rejects]

Empowerment of the Board of Directors of the Company in order to execute all necessary and useful operations and/or procedures, regarding the implementation of point 1 above. The Board of Directors is granted power also to decide upon modifying the scope of the share buy-back programme mentioned at point 1 above, except for the situation in which the new scope would require the approval of the general shareholders meeting.

3. [By unanimous votes validly cast by all shareholders attending in person, represented or casting votes by correspondence in the Meeting]/

[By a total number of [●] shares for which valid votes have been cast, representing [●]% of the Company's share capital and a total number of [●] votes cast validly, of which [●] votes were cast "for" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, [●] votes were cast "against" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting and [●] votes casted "abstained"]

[approves] / [rejects]

The updated Articles of Incorporation of the Company, in the form attached to this Notice of Meeting, in accordance with the Explanatory Note regarding the

approval of certain amendments to the Articles of Incorporation of Med Life S.A., presented to the shareholders.

4. [By unanimous votes validly cast by all shareholders attending in person, represented or casting votes by correspondence in the Meeting]/

[By a total number of [●] shares for which valid votes have been cast, representing [●]% of the Company's share capital and a total number of [●] votes cast validly, of which [●] votes were cast "for" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, [●] votes were cast "against" representing [●]% of the total number of votes held in the Meeting by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting and [●] votes casted "abstained"]

[approves] / [rejects]

Empowerment of the Chairman of the Board of Directors of the Company to draw up and sign on behalf of the Company, to file any documents and to issue any required affidavits and to fulfil any formalities regarding the EGSM resolutions, such as publication formalities, including to pay any taxes, to request and receive any documents / deeds issued by any competent authorities, as well as to authorise other person to carry out the mandate in connection with the aforementioned.

The aforementioned resolutions have been prepared and signed in Bucharest, in [4] original copies, each comprising [4] pages, today [30.04.2026] / [04.05.2026].

Meeting Chairman

[●]

Meeting Secretary

[●]