

MED LIFE S.A.

Registered Office: Bucharest, 365, Calea Grivitei, 1st district, Romania
Unique Registration Code at the National Office of Trade Registry: 8422035
Order number on the Trade Registry: J1996003709402
Subscribed and paid-in share capital: 132,870,492 RON



No. 39 / 29 April 2025

**To: BUCHAREST STOCK EXCHANGE
FINANCIAL SUPERVISORY AUTHORITY**

ANNOUNCEMENT

According to the stipulations of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, and Law no. 24/2017 on issuers of financial instruments and market operations (republished)

Report Date: **29 April 2025**

Name of the issuing company: **MED LIFE S.A. ("MedLife" or "the Company")**

Registered Office: **Bucharest, 365 Calea Grivitei, district 1, Romania**

Telephone / Fax number: **0374 180 470**

Unique Registration Code at the National Office of Trade Registry: **8422035**

Order number on the Trade Registry: **J1996003709402**

EUID: **ROONRC.J1996003709402**

Subscribed and paid-in share capital: **RON 132,870,492**

Total number of shares: **531,481,968 (out of which 665,983 shares without voting rights and 530,815,985 shares with voting rights)**

Regulated market on which the issued securities are traded: **Bucharest Stock Exchange, Premium Category**

Important events to report:***Resolution of the Ordinary General Meeting of Shareholders of MED LIFE S.A.***

In accordance with Law no. 31/1990, republished, as further amended and supplemented, Law no. 24/2017 on issuers and market operations, republished and FSA Regulation no. 5/2018 on issuers and market operations, Med Life S.A. informs investors regarding the:

Resolution of the Ordinary General Meeting of Shareholders of MED LIFE S.A. from 29 April 2025

The resolution is attached herein to this current report.

Mihail Marcu
Chief Executive Officer

**RESOLUTION OF
THE ORDINARY GENERAL SHAREHOLDERS MEETING**

MED LIFE S.A.

No. 1 / 29.04.2025

The ordinary 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. 1451/25.03.2025 and in the newspaper "Bursa", edition 51 of 21.03.2025, as well as by sending the convening notice to the Bucharest Stock Exchange and to the Financial Supervisory Authority in the current report no. 29 of 21.03.2025,

Legally and statutorily assembled on 29.04.2025, at 10.00 hours, in the first 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 57 shareholder holdings on the Reference Date **11.04.2025** a total number of 448,995,843 shares bearing voting rights, representing 84.5777% of the total voting rights and 84.4800% 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
approves

The individual annual financial statements of the Company for the financial year ended 31.12.2024, prepared in accordance with the International Financial Reporting Standards (IFRS), based on the Independent Auditor's Report and the Company's Administrators' Report for the financial year 2024.

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

approves

The consolidated annual financial statements of the Company for the financial year ended 31.12.2024, prepared in accordance with the International Financial Reporting Standards, based on the Independent Auditor's Report and the Company's Administrators' Report for the financial year 2024.

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

approves

The Company's Annual Report comprising the Company's individual and consolidated annual financial statements for the financial year 2024, and also the Directors' Report and the Sustainability Report prepared in accordance with the Corporate Sustainability Reporting Directive (CSRD), for the financial year 2024.

4. By a total number of 448,995,843 shares for which valid votes have been cast, representing 84.4800% of the Company's share capital and a total number of 448,832,512 votes cast validly, of which 448,832,512 votes were cast "for" representing 100% of the total number of votes validly casted by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting and 163.331 votes casted "abstained"

approves

The discharge of the members of the Board of Directors of their responsibilities for the 2024 financial year.

5. By a total number of 448,995,843 shares for which valid votes have been cast, representing 84.4800% of the Company's share capital and a total number of 446,247,519 votes cast validly, of which 446,247,519 votes were cast "for" representing 100% of the total number of votes validly casted by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, and 2,748,324 votes casted "abstained"

approves

The aggregate amount of RON 8,800,000/year (net amount) as the general limit for (i) all additional remuneration that may be granted to the members of the Board of Directors and (ii) all remuneration of the executive managers of the Company.

6. By a total number of 448,995,843 shares for which valid votes have been cast, representing 84.4800% of the Company's share capital and a total number of 448,995,843 votes cast validly, of which 439,840,435 votes were cast "for" representing 97.9609% of the total number of votes validly casted by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, 9,155,408 votes were cast "against" representing 2.0391% of the total number of votes validly casted by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting

approves

The Remuneration Report of the members of the Board of Directors and executive managers of the Company for the year 2024, as presented to the shareholders (consultative vote).

7. By a total number of 448,995,843 shares for which valid votes have been cast, representing 84.4800% of the Company's share capital and a total number of 446,247,519 votes cast validly, of which 446,247,519 votes were cast "for" representing 100% of the total number of votes validly casted by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, and 2,748,324 votes casted "abstained"

approves

The revenue and expenditure budget and business programme of the Company at individual level for the 2025 financial year.

8. By a total number of 448,995,843 shares for which valid votes have been cast, representing 84.4800% of the Company's share capital and a total number of 446,247,519 votes cast validly, of which 446,247,519 votes were cast "for" representing 100% of the total number of votes validly casted by the shareholders attending in person, represented and who have casted votes by correspondence in the Meeting, and 2,748,324 votes casted "abstained"

approves

The consolidated revenue and expenditure budget and business programme of the Company for the 2025 financial year.

9. By unanimous votes validly cast by all shareholders attending in person, represented or casting votes by correspondence in the Meeting

approves

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

MED LIFE S.A.

Registered Office: Bucharest, Calea Grivitei, no. 365, district 1, Romania
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Subscribed and paid-in share capital: 5,536,270.5 RON



and to fulfil any formalities regarding the OGSM 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 29.04.2025.

Meeting Chairman
Mihail Marcu

Meeting Secretary
Caloian-Istrate Serban-Danut