

MINUTES of the 2020 annual general meeting of the Members of Eastpharma Ltd. (the "Company") held at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda on Wednesday, 28th May, 2020 at 10.00 a.m. (Bermuda time).

PRESENT: Marcia Spencer (Chairman)
(proxy for 54,489,924 shares)

Rahlema Robinson (proxy for 13,160,076 shares)

IN ATTENDANCE: Aytac Aysuna Erden
Fulya Bayram Burgul
Jarlath Wade

1. **CHAIRPERSON**

Marcia Spencer chaired the meeting and agreed to act as secretary to the meeting.

2. **CONFIRMATION OF NOTICE AND QUORUM**

The Chairman confirmed that notice of the meeting had been given to BNY Nominees Limited, as the members' depository of the Company and that, as two proxies were present, the meeting was quorate pursuant to bye-law 27.1 of the Company's bye-laws.

3. **MINUTES**

The minutes of the annual general meeting of the Members held on 29th May, 2019 were approved.

4. **FINANCIAL STATEMENTS AND THE AUDITOR'S REPORT**

IT WAS NOTED THAT the financial statements of the Company for the financial year ended 31st December, 2019, together with the Auditor's report thereon, were laid before the meeting.

5. **DIRECTORS**

IT WAS RESOLVED THAT:

for the purpose of bye-law 37.1 of the Company's bye-laws the board shall consist of FOUR directors;

John Coombe-Tennant
Mesut Çetin
Christoph Sven Hoffmann
Philipp D. Haas

6. **RE-APPOINTMENT OF DIRECTOR**

IT WAS RESOLVED THAT Mesut Cetin who retires by rotation under bye-law 38.2 of the Company's bye-laws, be reappointed as a director until his appointment is terminated in accordance with the Company's bye-laws.

7. **RE-APPOINTMENT OF INDEPENDENT DIRECTORS**

As neither of the independent members has been an employee of the company or the group; has had a direct/indirect material business relationship with the company; has received an additional material remuneration from the company apart from a directors fee; has close family ties with any of the company's advisors, directors or senior employees; has had significant links with other directors through involvement in other companies or bodies; has represented a significant shareholder and moreover as both independent members are non-executives,

IT WAS RESOLVED THAT Christoph Sven Hoffmann and John Coombe-Tennant be and are hereby re-elected as independent members.

8. **VACANCY**

Pursuant to bye-law 37.4 of the Company's bye-laws the Board is hereby authorised to fill any vacancy in their number left unfilled at this meeting.

9. **AUDITOR**

IT WAS RESOLVED THAT Messrs. Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. a member of global Ernst&Young organisation, be and are hereby appointed as Auditor of the Company until the conclusion of the next annual general meeting at a fee to be agreed by the Directors.

10. **CONFIRMATION OF ACTS**

IT WAS RESOLVED THAT the Members ratify and confirm all and any actions taken by the Directors and Officers of the Company relative to the business of the Company up to the date of this meeting.

11. **CLOSE**

There being no further business, the proceedings then concluded.



Marcia Spencer
Chairman