

LUNGLIFE AI, INC.

(Registered in Delaware, US under the General Corporation Law of the State of Delaware with registered number 4771503)

(the "Issuer Company")

FORM OF DIRECTION – Depository Interests

Form of Direction for completion by holders of Depository Interests representing shares of Common Stock on a one for one basis in the Issuer Company in respect of the Special Meeting of the Stockholders to be held at Mayer Brown International LLP at 201 Bishopsgate, London, EC2M 3AF, and online (if you want to attend online, please email LungLifeAI@walbrookpr.com or call +44 (0)20 7933 8780 and the dial in link will be sent by email) at 11.00 a.m. London time on 21 March 2024 (and at any adjournment thereof) (the "Special Meeting"). Capitalized terms used but not defined herein shall have the meanings given to them in the notice of the Special Meeting (the "Notice"), a copy of which the undersigned acknowledges that it has received and had an opportunity to review.

I/We.....

of

(Please insert full name(s) and address(es) in **BLOCK CAPITALS**)

being a holder of Depository Interests representing shares of Common Stock in the Issuer Company hereby instruct Link Market Services Trustees Limited, the Depository, to vote for me/us and on my/our behalf in person or by proxy at the Special Meeting of the Issuer Company to be held on the above date (and at any adjournment thereof) as directed by an X in the spaces below.

Please indicate with an "X" in the spaces below how you wish your vote to be cast. If no indication is given, you will be deemed as instructing the Depository to withhold / abstain from voting on the specified resolution.

Stockholder Resolutions	For	Against	Withhold / Abstain
1 TO authorize an amendment to the Issuer Company's corporate charter increasing the number of shares of Common Stock that the Issuer Company is authorized to issue to 100,000,000 shares in order to, among other things, accommodate the Placing and Subscription, and to authorize the Issuer Company to allot and issue up to 5,172,621 of Common Stock in the Placing and Subscription.			
2 TO disapply and waive the Pre-Emptive Rights with respect to the allotment and issuance of up to 5,172,621 shares of Common Stock in the Placing and Subscription.			
3 TO authorize an amendment to the Issuer Company's corporate charter regarding the stockholder vote or consent required to disapply and waive the Pre-Emptive Rights with respect to future stock placements and offerings.			
4 TO authorize the form of the amendment to the Issuer Company's corporate charter effectuating the matters described in Resolutions 1 and 3, above.			

The full text of the proposed resolutions is provided in the Notice.

Dated:, 2024

I/We authorise you to act in accordance with my/our instructions above.

For Individuals:

Signature of Holder:

Signature of Joint Holder (if applicable):

For Entities:

Signed for and on behalf of:

Name of Entity:

Signature:

Print Name of Signatory:

Print Title of Signatory:

Notes:

- To be effective, this Form of Direction and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power or authority, must be deposited at Link Group, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL by no later than 11.00 a.m. London time on 18 March 2024 or 72 hours prior to any reconvened meeting in the event of an adjournment or postponement of the meeting.
- Any alterations made to this Form of Direction should be initialed.
- In the case of a corporation this Form of Direction should be given under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
- In the case of joint holders of Depository Interests this Form of Direction may be signed by any of the Depository Interest holders but the names of all of them should be stated.
- Please indicate how you wish your votes to be cast by placing "X" in the box provided. On receipt of this form duly signed, you will be deemed to have authorised the Depository to vote, or to withhold / abstain from voting, as per your instructions.
- Depository Interests held in uncertified form (i.e. in CREST), representing Common Shares on a one for one basis in the Issuer Company, may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
- The Depository will appoint the chairperson of the meeting as its proxy to cast your votes. The chairperson may also vote or withhold / abstain from voting as he or she thinks fit on any other business (including amendments to resolutions) which may properly come before the meeting.
- The "Withhold / Abstain" option is provided to enable you to abstain from voting on the resolutions. However, it should be noted that a vote withheld / abstained is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- Depository Interest holders wishing to attend the meeting should request a Letter of Representation by contacting the Depository at Link Market Services Trustees Limited, Central Square, 29 Wellington Street, Leeds, LS1 4DL or by email to nominee.enquiries@linkgroup.co.uk by no later than 11.00 a.m. London Time on 18 March 2024.
- It you want to revoke your voting instructions you may do so prior to its exercise by:
 - giving written notice of the revocation to Link Group by email at shareholderenquiries@linkgroup.co.uk or by post to Link Group, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL by 11.00 a.m. London Time on 18 March 2024; or
 - properly completing and executing a later-dated voting instruction and delivering it to Link Group by no later than 11.00 a.m. London time on 18 March 2024 or 72 hours prior to any reconvened meeting in the event of an adjournment or postponement of the meeting.

Business Reply Plus
Licence Number
RUCA-ESGL-RSXY



PXS 1
Link Group
Central Square
29 Wellington Street
LEEDS
LS1 4DL