

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 Common Shares on a one for one basis in the Issuer Company in respect of the Annual General Meeting of the Company to be held at the offices of Investec Bank plc, 30 Gresham Street, London, EC2V 7QP, United Kingdom at 4.00pm on 5 June 2024 (and at any adjournment thereof).

I/We.....

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

being a holder of Depository Interests representing Common Shares 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 Annual General 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 abstain from voting on the specified resolution.

Common Resolutions	For	Against	Withheld
1 TO receive the Annual Report and Accounts of the Company for the year ended 31 December 2023 together with the directors’ and auditor’s reports thereon.			
2 TO approve the Director’s Remuneration Policy.			
3 TO receive the Director’s Remuneration Report for the year ended 31 December 2023.			
4 THAT Roy Davis be, and hereby is, re-elected as a director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			
5 THAT Paul Pagano be, and hereby is, re-elected as a director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			
6 THAT David Anderson be, and hereby is, re-elected as a director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			
7 THAT Andrew Boteler be, and hereby is, re-elected as a director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			
8 THAT Sara Barrington be, and hereby is, re-elected as a director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			
9 THAT James McCullough be, and hereby is, re-elected as a director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			
10 THAT Crowe LLP be, and hereby is, reappointed as auditor of the Company to hold office until the conclusion of the next Annual General Meeting of the Company.			

Signature..... Date..... 2024

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 notarial 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 4.00 p.m. on 31 May 2024.
- Any alterations made to this Form of Direction should be initialled.
- 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.
- 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 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.
- If you are an institutional investor you may also be able to appoint a proxy electronically via the Proxyimity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxyimity, please go to www.proxyimity.io.
- The Depository will appoint the Chairman of the meeting as its proxy to cast your votes. The Chairman may also vote or 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 ‘Withheld’ option is provided to enable you to abstain from voting on the resolutions. However, it should be noted that a ‘Withheld Vote’ 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 4.00pm on 31 May 2024.

Business Reply Plus
Licence Number
RUCA-ESGL-RSXY



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