

**Resolution no. 1 /2012**

**of the Ordinary General Meeting of the Company**

**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in Wrocław of 5 June 2012**

***on: the election of the Chairperson of the Meeting***

1. The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby appoints Ms. Hanna Gerber as the Chairperson of the Meeting.
2. The resolution takes effect upon its adoption.

The Person opening the Meeting stated that 4,351,628 shares participated in a secret ballot, of which 5,851,666 valid votes were cast, which accounts for 100% of the share capital.

The Resolution was adopted in a secret ballot with:

- 1,420,997 votes 'for' i.e. 24.28% of the votes cast,
- 330 064 votes 'against' i.e. 5.64% of the votes cast and
- 4,100,605 abstentions i.e. 70.08% of the votes cast.

**Resolution no. 2 /2012**

**of the Ordinary General Meeting of the Company**

**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in Wrocław of 5 June 2012**

***on: the election of the Scrutiny Committee***

1. Acting pursuant to § 17 of the Regulations of the General Meeting of the Company under the business name of EMC Instytut Medyczny S.A., the Ordinary General Meeting hereby appoints the following persons as members of the Scrutiny Committee of the General Meeting held on 5 May 2012:
  - 1) Katarzyna Libor-Mazur,
  - 2) Zdzisław Cepiel,
  - 3) Piotr Gerber.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a secret ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in a secret ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

Subsequently, the Chairperson of the General Meeting announced that they would proceed to vote on the adoption of the agenda:

**Resolution no. 3 /2012**

**of the Ordinary General Meeting of the Company**

**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in Wrocław of 5 June 2012**

***on: the approval of the agenda***

1. The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny S.A. hereby decides to accept the following agenda as determined and announced by the Management Board of the Company pursuant to the applicable law:
  - a. Opening the Ordinary General Meeting.
  - b. Election of the Chairperson of the Ordinary General Meeting.
  - c. Determination of whether the Ordinary General Meeting has been duly convened and is able to adopt binding resolutions.
  - d. Election of the Scrutiny Committee.
  - e. Approval of the agenda.
  - f. Consideration and adoption of the resolution on the approval of the Company's financial statement, consolidated financial statement and the Management Board's report on the Company's operations for the financial year 2011.
  - g. Consideration and adoption of the resolution on the approval of the Supervisory Board's report from its operations in the financial year 2011.
  - h. Adoption of the resolution on the distribution of profit for the financial year 2011.
  - i. Adoption of resolutions on granting a vote of acceptance to members of the Management Board confirming the discharge of duties in the financial year 2011.
  - j. Adoption of resolutions on granting a vote of acceptance to the members of the Supervisory Board confirming the discharge of their duties in the financial year 2011.
  - k. Closing the Ordinary General Meeting.
  
2. The resolution becomes effective upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 4 /2012**

**of the Ordinary General Meeting of the Company**

**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in  
Wrocław of 5 June 2012**

***on: the approval of the Company's financial statement,  
consolidated financial statement and the Management Board's report on the Company's  
operations in the financial year 2011.***

1. Acting pursuant to Art. 393 in connection with Art. 395 § 2 (1) of the Code of Commercial Companies, the Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny S.A. hereby, approves:

- 1) The Company's financial statement for the financial year 2011, which includes:
  - a) balance sheet as at 31.12.2011, with total assets and liabilities amounting to PLN 130,820 thousands.
  - b) profit and loss account for the period from 01.01.2011 to 31.12.2011 with a net profit amounting to PLN 5,179,066.24.
  - c) additional information and clarifications
- 2) The consolidated financial statement of the Capital Group EMC Instytut Medyczny S.A. for the financial year 2011, which includes:
  - a) balance sheet as of 31.12.2011, with total assets and liabilities amounting to PLN 135,554 thousand
  - b) profit and loss account for the period from 01.01.2011 to 31.12.2011 with a net profit amounting to PLN 345 thousands.
  - c) additional information and clarifications.
- 3) The Management Board's report on the Company's operations for the financial year 2011.
- 4) The Management Board's report on the operations of the Capital Group EMC Instytut Medyczny S.A. for the financial year 2011.

2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 5 /2012**

**of the Ordinary General Meeting of the Company**

**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in  
Wrocław of 5 June 2012**

***on the approval of the Supervisory Board's report  
from its operations in the financial year 2011.***

1. The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny S.A. hereby approves the Supervisory Board's report from its operations in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 6 /2012**

**of the Ordinary General Meeting of the Company**

**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in  
Wrocław of 5 June 2012**

***on: allotment of profit for the financial year 2011***

1. Pursuant to Art. 395 §2 (2) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby decides to allot the total net profit generated by the Company in the financial year 2011 in the amount of PLN 5,179,066.24 (five million one hundred and seventy-nine thousand six hundred and six zlotys and 24/100) for the Company's reserve capital.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 7 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr. Piotr Gerber—the President of the Management Board,***  
***confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr. Piotr Gerber— the President of the Management Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 3.643.887 shares participated in a ballot, of which 4.436.184 valid votes were cast, which accounts for 51,05 % of the share capital.

The Resolution was adopted in a secret ballot with:

- 4.436.184 votes ‘for’ i.e. 100 % of the votes cast,
- 0 votes ‘against’ i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast
- 707.741 shares did not participate in the ballot, representing 1,415,482 votes.

**Resolution no. 8 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Ms. Krystyna Wider-Poloch —the Vice-President of the***  
***Management Board confirming the discharge of her duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Ms. Krystyna Wider-Poloch — the Vice-President of the Management Board, confirming the discharge of her duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes ‘for’ i.e. 100 % of the votes cast,
- 0 votes ‘against’ i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 9 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr. Marek Kołodziejski— the member of the Management Board, confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr. Marek Kołodziejski — the member of the Management Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 10 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr. Tomasz Juros —the member of the Management Board, confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr. Tomasz Juros —the member of the Management Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97% of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 11 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Ms. Hanna Gerber —the President of the Supervisory Board,***  
***confirming the discharge of her duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Ms. Hanna Gerber —the President of the Supervisory Board , confirming the discharge of her duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4.111.566 shares participated in a ballot, of which 5.521.602 valid votes were cast, which accounts for 57,60 % of the share capital.

The Resolution was adopted in a secret ballot with:

- 5.521.602 votes ‘for’ i.e. 100 % of the votes cast,
- 0 votes ‘against’ i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast
- 240.062 shares did not participate in the ballot, representing 330.064 votes.

**Resolution no. 12 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Ms. Aleksandra Żmudzińska — the Vice Chairperson of the***  
***Supervisory Board, confirming the discharge of her duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Ms. Aleksandra Żmudzińska — the Vice Chairperson of the Supervisory Board, confirming the discharge of her duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97 % of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes ‘for’ i.e. 100 % of the votes cast,
- 0 votes ‘against’ i.e. 0 % of the votes cast and

- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 13 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Ms. Danuta Smoleń— the member of the Supervisory Board,***  
***confirming the discharge of her duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Ms. Danuta Smoleń—the member of the Supervisory Board, confirming the discharge of her duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97 % of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 14 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr. Marek Michalski —the member of the Supervisory Board,***  
***confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr. Marek Michalski —the member of the Supervisory Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97 % of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and



- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 15 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr. Witold Paweł Kalbarczyk —the member of the Supervisory Board, confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr. Witold Paweł Kalbarczyk —the member of the Supervisory Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97 % of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 16 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr. Jacek Łopatniuk —the member of the Supervisory Board, confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr. Jacek Łopatniuk — the member of the Supervisory Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97 % of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

**Resolution no. 17 /2012**  
**of the Ordinary General Meeting of the Company**  
**under the business name of EMC Instytut Medyczny Spółka Akcyjna with its registered office in**  
**Wrocław of 5 June 2012**

***on: granting a vote of acceptance to Mr.Marcin Szuba— the member of the Supervisory Board,***  
***confirming the discharge of his duties in the financial year 2011***

1. Acting pursuant to Art. 395 §2 (3) of the Code of Commercial Companies, the Ordinary General Meeting of Company under the business name of EMC Instytut Medyczny S.A., hereby grants a vote of acceptance to Mr.Marcin Szuba— the member of the Supervisory Board, confirming the discharge of his duties in the financial year 2011.
2. The resolution takes effect upon its adoption.

The Chairperson stated that 4,351,628 shares participated in a ballot, of which 5,851,666 valid votes were cast, which accounts for 60,97 % of the share capital.

The Resolution was adopted in an open ballot with:

- 5,851,666 votes 'for' i.e. 100 % of the votes cast,
- 0 votes 'against' i.e. 0 % of the votes cast and
- 0 abstentions i.e. 0 % of the votes cast.

As the agenda was exhausted, the Chairperson declared the meeting closed.