

**Resolution no. 9 /2015
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 March 31, 2015**

on electing 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 Agnieszka Szpara as the Chairperson of the Meeting.
2. The resolution takes effect upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 10 /2015
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 March 31, 2015**

on electing the Scrutiny Committee

1. The Ordinary General Meeting hereby resolves to repeal the principle of secret ballot when appointing the Ballot Counting Committee.
2. The Ordinary General Meeting, due to the low number of members present at the Ordinary General Meeting, the Chairperson of the General Meeting shall perform the duties of the Ballot Counting Committee.
3. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot on sections 1 and 2 of the Resolution no. 10 respectively, jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. Altogether, 10,632,186 valid votes were cast. The Resolution was passed (sections 1 and 2 separately) with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 11 /2015
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 March 31, 2015**

on approving 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:

- 1) Opening the Annual General Meeting.
- 2) Electing the Chairperson of the Annual General Meeting.
- 3) Determining whether the Annual General Meeting has been duly convened and is able to adopt binding resolutions.
- 4) Electing the Scrutiny Commission.
- 5) Approving the agenda.
- 6) Considering and adopting the resolution on the approval of the Company's financial statement, consolidated financial statement and the Management Board report on the Company's operations as well as the Management Board report on the operations of the Group EMC Instytut Medyczny for the financial year 2014.
- 7) Adopting the resolution on covering losses incurred in the financial year 2014.
- 8) Considering and adopting the resolution on the approval of the Supervisory Board report on its activity in the financial year 2014.
- 9) Adopting resolutions on granting discharge to the members of the Management Board of the Company from liability in relation to the exercise of their duties in the financial year 2014.
- 10) Adopting resolutions on granting discharge to the members of the Supervisory Board of the Company from liability in relation to the exercise of their duties in the financial year 2014.
- 11) Adopting a resolution on increasing the share capital of the Company through the issue of Series I ordinary bearer shares while waiving the pre-emptive rights of the existing shareholders and on amending the Articles of Association.
- 12) Adopting a resolution on increasing the share capital of the Company and amending the Articles of Association of the Company.
- 13) Closing the Annual General Meeting.

3. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 12 /2015
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 March 31, 2015**

***on approving the Company's financial statement
for the financial year 2014***

1. 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 the Company's financial statements for the financial year 2014, which includes:

- a) balance sheet as at 31.12.2014, with total assets and liabilities amounting to PLN 195,307,831.53.
- b) profit and loss account for the period from 01.01.2014 to 31.12.2014 with a net loss amounting to PLN 2,908,258.00.
- c) additional information and clarifications.

2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 13/2015
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 March 31, 2015**

***on approving the Company's consolidated financial statement
for the financial year 2014.***

1. 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 the consolidated financial statements of the Capital Group EMC Instytut Medyczny S.A, which includes:

- a) balance sheet as at 31.12.2014, with total assets and liabilities amounting to PLN 242,652 thousand.
 - b) profit and loss account for the period from 01.01.2014 to 31.12.2014 with a net loss amounting to PLN 5,817 thousand.
 - c) additional information and clarifications.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no.14/2015
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 March 31, 2015**

***on approving the Management Board report
on the Company's- EMC Instytut Medyczny- operations
in the financial year 2014***

1. 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 the Management Board report on the Company's - EMC Instytut Medyczny - operations in the financial year 2014.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

Resolution no. 15/2015
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 March 31, 2015

***on approving the Management Board report on
the operations of the Group EMC Instytut Medyczny
in the financial year 2014***

1. 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 the Management Board report on the operations of the Group EMC Instytut Medyczny in the financial year 2014.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

Resolution no. 16/2015
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 March 31, 2015

on covering the losses incurred in the financial year 2014

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 resolves to cover the losses incurred by the Company in the financial year 2014 in the amount of PLN 2,908,258.00 (in words: two million nine hundred and eight thousand two hundred and fifty-eight) entirely from the Company's earnings from previous years.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

Resolution no. 17/2015
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 March 31, 2015

***on approving the Supervisory Board report on its activity
in the financial year 2014***

1. The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny S.A. hereby approves the Supervisory Board report from its operations in the financial year 2014.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 18/2015
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 March 31, 2015**

***on granting discharge to Mr. Piotr Gerber—the President of the Management Board
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 31.08.2014***

1. 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 discharge to Mr. Piotr Gerber— the President of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.08.2014.
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 19/2015
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 March 31, 2015**

***on granting discharge to
Ms. Agnieszka Szpara –the President of the Management Board
from liability in relation to the exercise of her duties
in the period 01.09.2014 to 31.12.2014***

- 1) 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 discharge to Ms. Agnieszka Szpara—the President of the Management Board from liability in relation to the exercise of his duties in the period 01.09.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 20/2015
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 March 31, 2015**

on granting discharge to Ms. Krystyna Wider-Poloch – the Vice-President of the Management Board from liability in relation to the exercise of her duties in the period 01.01.2014 to 31.12.2014

- 1) 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 discharge to Ms. Krystyna Wider-Poloch – the Vice-President of the Management Board from liability in relation to the exercise of her duties in the period 01.01.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 21/2015
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 March 31, 2015**

on granting discharge to Mr. Józef Tomasz Juros – the member of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014

- 1) 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 discharge to Mr. Józef Tomasz Juros – a Member of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 22/2015
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 March 31, 2015**

**on granting discharge to Mr. Zdzisław Cepiel —a member of the Management Board
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 31.12.2014**

1. 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 discharge to Mr. Zdzisław Cepiel —a Member of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014
2. The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 23/2015
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 March 31, 2015**

***on granting discharge to Ms. Hanna Gerber
from liability in relation to the exercise of her duties
in the period 01.01.2014 to 24.11.2014
as the President of the Supervisory Board in the period 01.01.2014 to 08.09.2014
and a Member of the Supervisory Board in the period 09.09.2014 to 24.11.2014***

- 1) 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 discharge to Ms. Hanna Gerber from liability in relation to the exercise of her duties in the period 01.01.2014 to 24.11.2014: as the President of the Supervisory Board in the period 01.01.2014 to 08.09.2014 and a Member of the Supervisory Board in the period 09.09.2014 to 24.11.2014.
- 2) The resolution takes effect upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 24/2015
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 March 31, 2015**

***on granting discharge to Mr. Vaclav Jirku
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 31.12.2014
as the Vice-President of the Supervisory Board in the period 01.01.2014 to 02.12.2014
and the President of the Supervisory Board in the period 03.12.2014 to 31.12.2014***

- 1) 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 discharge to Mr. Vaclav Jirku from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014 as the Vice-President of the Supervisory Board in the period 01.01.2014 to 02.12.2014 and the President of the Supervisory Board in the period 03.12.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 25/2015
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 March 31, 2015**

***on granting discharge to Mr. Eduard Matak – a Member of the Supervisory Board
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 31.12.2014***

- 1) 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 discharge to Mr. Eduard Matak – a Member of the Supervisory Board- from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 26/2015
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 March 31, 2015**

***on granting discharge to Mr. Waldemar Krzysztof Kmieciak
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 31.12.2014 as
a Member of the Supervisory Board in the period 01.01.2014 to 02.12.2014
and the Vice-President of the Supervisory Board
in the period 03.12.2014 to 31.12.2014***

- 1) 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 discharge to Mr. Waldemar Krzysztof Kmieciak from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014 as a Member of the Supervisory Board in the

period 01.01.2014 to 02.12.2014 and the Vice-President of the Supervisory Board in the period 03.12.2014 to 31.12.2014.

- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 27/2015
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 March 31, 2015**

***on granting discharge to Mr. Michał Wnorowski- a Member of the Supervisory Board
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 14.05.2014***

- 1) 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 discharge to Mr. Michał Wnorowski - a Member of the Supervisory Board -from liability in relation to the exercise of his duties in the period 01.01.2014 to 14.05.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

**Resolution no. 28/2015
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 March 31, 2015**

***on granting discharge to Mr. Artur Smolarek – a Member of the Supervisory Board
from liability in relation to the exercise of his duties
in the period 01.01.2014 to 31.12.2014***

- 1) 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 discharge to Mr. Artur Smolarek— a Member of the Supervisory Board -from liability in relation to the exercise of his duties in the period 01.01.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

Resolution no. 29/2015
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 March 31, 2015

***on granting discharge to Mr. Jędrzej Litwiniuk a Member of the Supervisory Board
from liability in relation to the exercise of his duties
in the period 14.05.2014 to 31.12.2014***

- 1) 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 discharge to Mr. Jędrzej Litwiniuk - a Member of the Supervisory Board -from liability in relation to the exercise of his duties in the period 14.05.2014 to 31.12.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

Resolution no. 30/2015
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 March 31, 2015

***on granting discharge to Mr. Piort Gerber
from liability in relation to the exercise of his duties
in the period 01.09.2014 to 20.11.2014 as
a Member of the Supervisory Board in the period 01.09.2014 to 08.09.2014
and the President of the Supervisory Board in the period 08.09.2014 to 20.11.2014***

- 1) 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 discharge to Mr. Piotr Gerber from liability in relation to the exercise of his duties in the in the period 01.09.2014 to 20.11.2014: as a Member of the Supervisory Board in the period 01.09.2014 to 08.09.2014 and the President of the Supervisory Board in the period 08.09.2014 to 20.11.2014.
- 2) The resolution becomes effective upon its adoption.

The Chairperson stated that the shareholders who participated in a secret ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. The Resolution was passed with 10,632,186 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.

Resolution no. 31/2015
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 March 31, 2015

***on increasing the share capital of the Company
through the issue of Series I ordinary bearer shares,
waiving the pre-emptive rights of the existing shareholders
and on amending the Articles of Association***

The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny Spółka Akcyjna resolves as follows:

§1

1. Acting pursuant to Art. 431 §1 and §2 (1) of the Code Commercial Partnership and Companies to increase the share capital of the Company from the amount of PLN 48,078,096.00 (in words: forty-eight million seventy-eight thousand and ninety six) to the amount of PLN 53,141,384.00 (in words: fifty three million one hundred and forty-one thousand three hundred and eighty-four) that is by the amount of PLN 5,063,288.00 (in words: five million sixty-three thousand two hundred and eighty-eight).
2. The increase in the share capital, referred to in point 1, shall be effected by the issue ordinary bearer Series I shares, with a nominal value of PLN. 4.00 (PLN four) each.
3. The Series I shares will be taken up in a private placement pursuant to art. 431 § 2 (1) of the Code of Commercial Companies, on the basis of the offer addressed to individual shareholders in the number specified in and in accordance with the Resolution of the Management Board of March 26,2015 (No 1/03/2015) (the "Resolution of the Management Board"), i.e. the shareholders of CareUp BV and PZU Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych BIS 2 managed and represented by Towarzystwo Funduszy Inwestycyjnych PZU Spółka Akcyjna. A copy of the said resolution of the Board constitutes Attachment no.1 hereto.
4. The issue price for series I shares shall be fixed pursuant to the Resolution of the Management Board at PLN 15.80 (in words: fifteen 80/100) per share.
5. Series I shares shall be taken up for a cash contribution. The cash contribution for taking up Series I shares shall be made prior to the registration of the increase of the initial capital of the Company.
6. Series I shares shall participate in the dividend starting with the payments from profit which shall be allocated for division for the financial year 2015 i.e. from January 1, 2015.
7. The conclusion of the agreement for taking up series I shares shall take place by April 30,2015.

§2

Pursuant to art. 433 §2 of the Code Commercial Partnership and Companies as well as having familiarised itself with the opinion of the Company's Management Board in writing that justifies the deprivation of the existing Shareholders of the pre-emptive right to Series I shares and the suggested issue price, acting in the interest of the Company, the Ordinary General Meeting hereby deprives the existing shareholders of the Company of the entire pre-emptive right to Series I shares. The said opinion of the Company's Management Board constitutes the Attachment no. 2 hereto.

§3

In relation to the issue of Series I shares, the Ordinary General Meeting hereby authorises and obliges the Management Board of the Company to take all factual and legal action in particular necessary to:

- 1) submit a tender to the person indicated in §1 (3) of this resolution under the private subscription, as well as performing any other actions related to the private subscription.
- 2) conclude an agreement for taking up Series I shares;

§4

In relation to the increase in the share capital of the Company §5 of the Articles of Association shall be amended as follows:

§5

The share capital of the Company is 53,141,384.00 (in words: fifty three million one hundred and forty-one thousand three hundred and eighty-four and is divided into:

- a) 1 500 038 (million five hundred thousand thirty-eight) Series A preferred registered shares numbered from 0000001 to 1500038 with the nominal value of PLN 4,00 (four) per share.
- b) 2 500 062 (two million five hundred thousand and sixty-two) Series B ordinary bearer shares numbered from 0000001 to 2500062 with the nominal value of PLN 4,00 (four) per share.
- c) 1 500 000 (one million five hundred thousand) Series C ordinary bearer shares numbered from 0000001 to 1500000 with the nominal value of PLN 4,00 (four) per share.
- d) 400 000 (four hundred thousand) Series D ordinary bearer shares numbered from 0000001 to no more than 0400000 with the nominal value of PLN 4,00 (four) per share.
- e) 737 512 (seven hundred thirty-seven thousand five hundred twelve) Series E ordinary bearer shares numbered from 0000001 to 0737512 with the nominal value of PLN 4,00 (four) per share.
- f) 500 000 (five hundred thousand) Series F ordinary bearer shares numbered from 0000001 to 0500000 with the nominal value of PLN 4,00 (four) per share.
- g) 1 189 602 (one million one hundred eighty nine thousand six hundred and two) of Series G ordinary bearer shares numbered from 0000001 to 1189602 with the nominal value of PLN 4,00 (four) per share.
- h) 3 692 310 (three million six hundred ninety-two thousand three hundred and ten) Series H ordinary bearer shares numbered from 0000001 to 3692310 with the nominal value of PLN 4,00 (four) per share.
- i) 1,265,822.00 (in words one million two hundred and sixty-five thousand eight hundred and twenty-two) Series I ordinary bearer shares numbered from 0000001 to 1265822 with the nominal value of PLN 4,00 (four) per share.

Series A and B shares have been fully covered before the registration of the Company. Series C, D, E, F, G, H and I shares have been taken up for cash contributions, which were made prior to the registration of the increase of the initial capital of the Company by way of issue of Series C, D, E, F, G H and I shares respectively.'

§5

Pursuant to art. 430 (5) of the Code of Commercial Partnership and Companies, the Ordinary General Meeting hereby authorises the Supervisory Board of the Company to establish a revised standard version of the Articles of Association of the Company.

§6

Resolution becomes effective upon its adoption, while the amendments to the Articles of Association shall enter into force upon the registration of the increase in the share capital with the National Court Register.

ATTACHMENT NO. 1

RESOLUTION NO. 01/03/2015

of the Management Board of EMC Instytut Medyczny SA

**with its registered office in Wrocław
of March 26 2015**

on the allocation of the new issue of ordinary bearer Series I shares

Acting pursuant to art. 433 §2 of the Code Commercial Partnership and Companies the Management Board resolves as follows :

§ 1

The Management Board of EMC Instytut Medyczny SA hereby allocates a total of 1,265,822.00 (in words: one million two hundred and sixty-five thousand eight hundred and twenty-two) Series I ordinary bearer shares, on a pro rata basis to the shareholders of CareUpB.V. and PZU Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych BIS 2 managed and represented by Towarzystwo Funduszy Inwestycyjnych PZU Spółka Akcyjna.

§ 2

1. The nominal value of Series I shares is PLN. 4.00 (PLN four) per share.
2. The issue price for series H shares has been fixed at PLN 15.80 (in words: fifteen 80/100) per share.

§ 3

Given that the issue of Series I shares is the issue with the disapplication of pre-emptive rights of the existing shareholders - the Management Board resolves to allocate the shares in the following manner:

1) **CareUp B.V. a limited liability company**, incorporated and existing under the laws of the Netherlands, seated in Amsterdam, Strawinskylaan 1223, 1077XX Amsterdam, The Netherlands, entered into the Commercial Register (the Chamber of Commerce for Amsterdam) under number 37143600 ("CareUp") **shall take up 940,698 (nine hundred forty-six thousand six hundred and ninety-eight) Series I shares.**

2) **PZU FIZ AN BIS 2** with its registered office in Warsaw, the fund represented and managed by TFI PZU SA with its registered seat in Warsaw at: al. Jana Pawła II 24, 00-133 Warsaw, a company registered in the District Court for the Capital City of Warsaw, XII Commercial Division of the National Court Register, under NCR number 0000019102, NIP number: 527-22-28-027 ("PZU") **shall take up 325, 124 (in words: three hundred twenty-five thousand one hundred and twenty-four) Series I shares.**

§ 4

The resolution becomes effective upon its adoption.

ATTACHMENT NO. 2

THE OPINION OF THE MANAGEMENT BOARD

of a company operating under business name EMC Instytut Medyczny S.A. with its seat in Wrocław

on the disapplication the pre-emptive right of the existing Shareholders in relation to the issue of Series I shares

The Management Board of EMC Instytut Medyczny Spółka Akcyjna with its seat in Wrocław (hereinafter referred to as the "Company") acting pursuant to art. 433 (2) of the Code of Commercial Partnerships and Companies, gives its opinion on the disapplication of the pre-emptive right of series I shares:

Due to the fact that the Series I shares will be offered to the specified individual shareholders pursuant to the Resolution of the Management Board of the Company of March 26, 2015 (Resolution no. 01/03/2015), the disapplication of the pre-emptive right of the existing Shareholders will allow the Company to gain funds necessary to carry out investment projects planned which consist in developing the EMC network through redevelopment and acquisition.

Furthermore, the procedure to increase the share capital, once carried out promptly and with the waiver of the pre-emptive right of the existing shareholders, will contribute to the strengthening of the Company's position in relation to the entities that conduct competitive business activities. Regarding the above, the Management Board of the Company recommends disapplying the pre-emptive right of the shareholders in connection with the issue of Series I shares as fully justified and in line with the interest of Company.

**Resolution no. 32/2015
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 March 31, 2015**

***on increasing the share capital of the Company
through the issue of Series I ordinary bearer shares,
waiving the pre-emptive rights of the existing shareholders
and on amending the Articles of Association***

The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny Spółka Akcyjna resolves as follows:

§1

1. Acting pursuant to Art. 431 §1 and §2 (1) of the Code Commercial Partnership and Companies to increase the share capital of the Company from the amount of PLN 48,078,096.00 (in words: forty-eight million seventy-eight thousand and ninety six) to the amount of PLN 53,141,384.00 (in words: fifty three million one hundred and forty-one thousand three hundred and eighty-four) that is by the amount of PLN 5,063,288.00 (in words: five million sixty-three thousand two hundred and eighty-eight).
2. The increase in the share capital, referred to in point 1, shall be effected by the issue ordinary bearer Series I shares, with a nominal value of PLN. 4.00 (PLN four) each.
3. The Series I shares will be taken up in a private placement pursuant to art. 431 § 2 (1) of the Code of Commercial Companies, on the basis of the offer addressed to individual shareholders in the number specified in and in accordance with the Resolution of the Management Board of March 26,2015 (No 1/03/2015).(the "Resolution of the Management Board"), i.e. the shareholders of CareUp BV and PZU Fundusz Inwestycyjny Zamknięty Aktywów Niepublicznych BIS 2 managed and represented by Towarzystwo Funduszy Inwestycyjnych PZU Spółka Akcyjna. A copy of the said resolution of the Board constitutes Attachment no. 1 hereto.
4. The issue price for series I shares shall be fixed pursuant to the Resolution of the Management Board at PLN 15.80 (in words: fifteen 80/100) per share.
5. Series I shares shall be taken up for a cash contribution. The cash contribution for taking up Series I shares shall be made prior to the registration of the increase of the initial capital of the Company.
6. Series I shares shall participate in the dividend starting with the payments from profit which shall be allocated for division for the financial year 2015 i.e. from January 1, 2015.

7. The conclusion of the agreement for taking up series I shares shall take place by April 30,2015.

§2

Pursuant to art. 433 §2 of the Code Commercial Partnership and Companies as well as having familiarised itself with the opinion of the Company's Management Board in writing that justifies the deprivation of the existing Shareholders of the pre-emptive right to Series I shares and the suggested issue price, acting in the interest of the Company, the Ordinary General Meeting hereby deprives the existing shareholders of the Company of the entire pre-emptive right to Series I shares

§3

In relation to the issue of Series I shares, the Ordinary General Meeting hereby authorises and obliges the Management Board of the Company to take all factual and legal action in particular necessary to:

1. submit a tender to the person indicated in §1 (3) of this resolution under the private subscription, as well as performing any other actions related to the private subscription.
2. conclude an agreement for taking up Series I shares;

§4

In relation to the increase in the share capital of the Company §5 of the Articles of Association shall be amended as follows:

§5

The share capital of the Company is 53,141,384.00 (in words: fifty three million one hundred and forty-one thousand three hundred and eighty-four and is divided into:

- a) 1 500 038 (million five hundred thousand thirty-eight) Series A preferred registered shares numbered from 0000001 to 1500038 with the nominal value of PLN 4,00 (four) per share.
- b) 2 500 062 (two million five hundred thousand and sixty-two) Series B ordinary bearer shares numbered from 0000001 to 2500062 with the nominal value of PLN 4,00 (four) per share.
- c) 1 500 000 (one million five hundred thousand) Series C ordinary bearer shares numbered from 0000001 to 1500000 with the nominal value of PLN 4,00 (four) per share.
- d) 400 000 (four hundred thousand) Series D ordinary bearer shares numbered from 0000001 to no more than 0400000 with the nominal value of PLN 4,00 (four) per share.
- e) 737 512 (seven hundred thirty-seven thousand five hundred twelve) Series E ordinary bearer shares numbered from 0000001 to 0737512 with the nominal value of PLN 4,00 (four) per share.
- f) 500 000 (five hundred thousand) Series F ordinary bearer shares numbered from 0000001 to 0500000 with the nominal value of PLN 4,00 (four) per share.
- g) 1 189 602 (one million one hundred eighty nine thousand six hundred and two) of Series G ordinary bearer shares numbered from 0000001 to 1189602 with the nominal value of PLN 4,00 (four) per share.
- h) 3 692 310 (three million six hundred ninety-two thousand three hundred and ten) Series H ordinary bearer shares numbered from 0000001 to 3692310 with the nominal value of PLN 4,00 (four) per share.
- i) 1 265 822 (in words one million two hundred and sixty-five thousand eight hundred and twenty-two) Series I ordinary bearer shares numbered from 0000001 to 1265822 with the nominal value of PLN 4,00 (four) per share.

Series A and B shares have been fully covered before the registration of the Company. Series C, D, E, F, G, H and I shares have been taken up for cash contributions, which were made prior to the registration of the increase of the initial capital of the Company by way of issue of Series C, D, E, F, G H and I shares respectively.'

§5

Pursuant to art. 430 (5) of the Code of Commercial Partnership and Companies, the Ordinary General Meeting hereby authorises the Supervisory Board of the Company to establish a revised standard version of the Articles of Association of the Company.

§6

The resolution becomes effective upon its adoption, while the amendments to the Articles of Association shall enter into force upon the registration of the increase in the share capital with the National Court Register.

The Chairperson stated that the shareholders who participated in an open ballot jointly held 9,132,148 shares, which accounts for 75.98% of the share capital of the Company. 10,632,186 valid votes were cast. Since 0 votes 'for', 7,196,548 votes 'against' and 3,435,628 abstentions were cast the Resolution was not passed.