

**Resolution no. 43/2017  
of the Extraordinary General Meeting of the Company  
under the business name of EMC Instytut Medyczny Spółka Akcyjna  
with its registered office in Wrocław  
of 13 December 2017**

***on electing the Chairperson of the Meeting***

1. The Extraordinary General Meeting of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby resolves to appoint Jakub Rybarczy as the Chairperson of the Extraordinary General Meeting.
2. The resolution takes effect upon its adoption.

*Shareholders, who participated in the secret ballot, jointly hold 9 457 271 shares, which constitutes 71,19 % of the share capital of the Company. Altogether, 10 957 310 valid votes were cast. The Resolution was adopted with 10 957 310 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.*

**Resolution no. 44/2017  
of the Extraordinary General Meeting of the Company  
under the business name of EMC Instytut Medyczny Spółka Akcyjna  
with its registered office in Wrocław  
of 13 December 2017**

***on electing the Ballot Counting Committee***

1. The Extraordinary General Meeting of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby resolves that the secret ballot when choosing scrutiny committee be waived.
2. The Extraordinary General Meeting resolves that, due to the low number of members present at the Extraordinary General Meeting, the Chairman of the General Meeting shall perform the duties of the Ballot Counting Committee.
3. The resolution becomes effective upon its adoption.

*Shareholders, who participated in the open ballot, jointly hold 9 457 271 shares, which constitutes 71,19 % of the share capital of the Company. Altogether, 10 957 310 valid votes were cast. The Resolution was adopted with 10 957 310 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.*

**Resolution no. 45/2017  
of the Extraordinary General Meeting of the Company  
under the business name of EMC Instytut Medyczny Spółka Akcyjna  
with its registered office in Wrocław  
of 13 December 2017**

***on adopting the agenda***

1. The Extraordinary General Meeting of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby resolves to accept the following agenda:
  - 1) Opening the Extraordinary General Meeting.
  - 2) Electing the Chairperson of the Extraordinary General Meeting.
  - 3) Determining whether the Extraordinary General Meeting has been duly convened and is able to adopt binding resolutions.
  - 4) Electing the Ballot Counting Committee.
  - 5) Adopting the agenda.
  - 6) Adopting a resolution on appointing a member for the Supervisory Board of EMC Instytut Medyczny S.A.
  - 7) Adopting a resolution on appointing a member for the Supervisory Board of EMC Instytut Medyczny S.A.
  - 8) Adopting a resolution on determining the principles of remunerating Members of the Supervisory Board
  - 9) Closing the Extraordinary General Meeting.
2. The resolution takes effect upon its adoption.

*Shareholders, who participated in the open ballot, jointly hold 9 457 271 shares, which constitutes 71,19 % of the share capital of the Company. Altogether, 10 957 310 valid votes were cast. The Resolution was adopted with 10 957 310 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.*

**Resolution no. 46/2017  
of the Extraordinary General Meeting of the Company  
under the business name of EMC Instytut Medyczny Spółka Akcyjna  
with its registered office in Wrocław  
of 13 December 2017**

***on appointing a Supervisory Board member***

1. The Extraordinary General Meeting of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby resolves to appoint Michał Hulbój as a Supervisory Board member.
2. The resolution takes effect upon its adoption.

*Shareholders, who participated in the secret ballot, jointly hold 9 457 271 shares, which constitutes 71,19 % of the share capital of the Company. Altogether, 10 957 310 valid votes were cast. The Resolution was adopted with 10 957 310 votes 'for' i.e. 100 % of the votes cast with no votes 'against' and no abstention.*

**Resolution no. 47/2017  
of the Extraordinary General Meeting of the Company  
under the business name of EMC Instytut Medyczny Spółka Akcyjna  
with its registered office in Wrocław  
of 13 December 2017**

***on appointing a Supervisory Board member***

1. The Extraordinary General Meeting of EMC Instytut Medyczny S.A. with its registered office in Wrocław hereby resolves to appoint David Soukup as a Supervisory Board member.
2. The resolution takes effect upon its adoption.

*Shareholders, who participated in the secret ballot, jointly hold 9 457 271 shares, which constitutes 71,19 % of the share capital of the Company. Altogether, 10 957 310 valid votes were cast. The Resolution was adopted with 7 196 548 votes 'for' i.e. 65,68 %, of the votes cast with no votes 'against' and 3 760 762 abstentions.*

**Resolution no. 48/2017  
of the Extraordinary General Meeting of the Company  
under the business name of EMC Instytut Medyczny Spółka Akcyjna  
with its registered office in Wrocław  
of 13 December 2017**

***on determining the principles of remunerating Members of the Supervisory Board***

The Extraordinary General Meeting of EMC Instytut Medyczny S.A. with its registered office in Wrocław, on the basis of the Company Statutes § 10 (21) and the Regulations of the General Meeting, § 2 (13), hereby resolves to determine the principles of remunerating Members of the Supervisory Board:

**§ 1**

The remuneration of Supervisory Board members who meet the independence criteria as specified in Art. 129 (3) of the Act of May 11, 2017 on Statutory Auditors, Audit Firms And Public Supervision:

- 1) due to being appointed a member of the Supervisory Board – a monthly remuneration of PLN 2,500.00 (two thousand five hundred zlotys) gross,
- 2) for personal participation in the meeting of the Supervisory Board – no remuneration,
- 3) due to being appointed a member of the Audit Committee- a monthly remuneration of PLN 1,000.00 (one thousand zlotys) gross.

**§ 2**

The remuneration of Supervisory Board members who fail to meet the independence criteria as specified in Art. 129 (3) of the Act of May 11, 2017 on Statutory Auditors, Audit Firms And Public Supervision:

- 1) for personal participation in the meeting of the Supervisory Board – a monthly remuneration of PLN 1,000.00 (one thousand zlotys) gross,
- 2) due to being appointed a member of the Audit Committee- a monthly remuneration of PLN 500.00 (five hundred zlotys) gross.

**§ 3**

A Supervisory Board Member shall not be entitled to receive a remuneration for participating in the passing of a resolution or resolutions of the Supervisory Board and the Audit Committee by voting through another member of the Board as well as in writing or by using means of direct remote communication.

**§ 4**

Resolution no. 28/2014 of the Ordinary General Meeting of EMC Instytut Medyczny SA of May 14, 2014 regarding the rules for remunerating members of the Supervisory Board is hereby repealed.

**§ 5**

The resolution takes effect upon its adoption.

*Shareholders, who participated in the secret ballot, jointly hold 9 457 272 shares, which constitutes 71,19 % of the share capital of the Company. Altogether, 10 957 310 valid votes were cast. The Resolution was adopted with 7 196 548 votes 'for' i.e. 65,68 %, of the votes cast with no votes 'against' and 3 760 762 abstentions.*

