

**Draft resolutions for the Ordinary General Meeting of EMC Instytut Medyczny S.A. convened for
March 31, 2016**

The Management Board of EMC Instytut Medyczny S. A. announces the draft resolutions for the Ordinary General Meeting of EMC Instytut Medyczny S.A. convened for March 31, 2016.

**Resolution no. 5 /2016
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, 2016**

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 _____ as the Chairperson of the Meeting.
2. The resolution takes effect upon its adoption.

**Resolution no. 6 /2016
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, 2016**

on electing the Scrutiny Committee

1. The Ordinary General Meeting hereby resolves that the secret ballot, when choosing scrutiny committee, be waived.
2. The Ordinary General Meeting, due to the small number of members present at the Ordinary General Meeting, resolves that the Chairperson of the General Meeting shall perform the duties of the Ballot Counting Committee.
3. The resolution becomes effective upon its adoption.

**Resolution no. 7 /2016
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, 2016**

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 resolutions on the approval of the Company's financial statement, consolidated financial statement and the Management Board report on the Company's performance as well as the Management Board report on the performance of the Group EMC Instytut Medyczny for the fiscal year 2015.
 - 7) Adopting the resolution on the coverage of loss/ the allocation of profit for the fiscal year 2015.
 - 8) Considering and adopting the resolution on the approval of the Supervisory Board report on its performance in the fiscal year 2015.
 - 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 fiscal year 2015.
 - 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 fiscal year 2015.
 - 11) Closing the Annual General Meeting.
2. The resolution becomes effective upon its adoption.

**Resolution no. 8 /2016
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, 2016**

***on approving the Company's financial statement
for the fiscal year 2015***

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 fiscal year 2015, which includes:

- a) balance sheet as at 31.12.2015, with total assets and liabilities amounting to PLN _____.
 - b) profit and loss account for the period 01.01.2015 to 31.12.2015 with a net loss amounting to PLN _____.
 - c) additional information and clarifications.
2. The resolution becomes effective upon its adoption.

**Resolution no. 9 /2016
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, 2016**

***on approving the Company's consolidated financial statement
for the fiscal year 2015.***

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 31.12.2015, with total assets and liabilities amounting to PLN _____ .

- b. profit and loss account for the period from 01.01.2015 to 31.12.2015 with a net loss amounting to PLN _____.
 - c. additional information and clarifications.
2. The resolution becomes effective upon its adoption.

**Resolution no. 10 /2016
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, 2016**

***on approving the Management Board report on
EMC Instytut Medyczny performance
in the fiscal year 2015***

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 performance in the fiscal year 2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 11 /2016
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, 2016**

***on approving the Management Board report on
the performance of the Group EMC Instytut Medyczny
in the fiscal year 2015***

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 fiscal year 2015.
2. The resolution becomes effective upon its adoption

**Resolution no. 12/2016
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, 2016**

on covering the losses incurred in the fiscal year 2015

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 allot the total net profit generated by the Company in 2015 in the amount of PLN_____ (_____) for the Company's reserve capital/ to cover the losses incurred by the Company in 2015 in the amount of PLN _____ (_____) entirely from the Company's earnings from previous years.
2. The resolution becomes effective upon its adoption.

Resolution no. 13/2016
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, 2016

on approving the Supervisory Board report on its performance

1. The Ordinary General Meeting of the Company under the business name of EMC Instytut Medyczny S.A. hereby approves the Supervisory Board report on its performance in the fiscal year 2015.
2. The resolution becomes effective upon its adoption.

Resolution no. 14/2016
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, 2016

on granting discharge to Mrs Agnieszka Szpara- the President of the Management Board
from liability in relation to the exercise of her duties
in the period 01.01.2015 do 31.12.2015

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 Mrs Agnieszka Szpara — the President of the Management Board from liability in relation to the exercise of her duties in the period 01.01.2015 do 31.12.2015.
2. The resolution becomes effective upon its adoption.

Resolution no. 15/2016
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, 2016

on granting discharge to Mr. Tomasz Suchowierski- the member of the Management Board
from liability in relation to the exercise of his duties
in the period 01.01.2015 to 31.12.2015

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. Tomasz Suchowierski – a Member of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

Resolution no. 16/2016
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, 2016**

***on granting discharge to Mr. Jozef Tomasz Juros –a member of the Management Board from
liability in relation to the exercise of his duties
in the period 01.01.2015 to 31.12.2015***

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. Jozef Tomasz Juros—a member of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 17/2016
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, 2016**

***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 01.01.2015 to 31.12.2015***

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. Mr. Zdzisław Cepiel -a member of the Management Board from liability in relation to the exercise of his duties in the period 01.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 18/2016
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, 2016**

***on granting discharge to Mr. Ireneusz Pikulicki – a Member of the Supervisory Board from
liability in relation to the exercise of his duties
in the period 01.04.2015 to 31.12.2015***

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. Ireneusz Pikulicki – a Member of the Supervisory Board from liability in relation to the exercise of his duties in the period 01.04.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 19/2016
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, 2016**

on granting discharge to Mrs. Bożena Gołębiowska from liability in relation to the exercise of her duties as a Member of the Management Board in the period 01.04.2015 to 31.12.2015

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 Mrs. Bożena Gołębiowska – a Member of the Supervisory Board from liability in relation to the exercise of her duties in the period 01.04.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 20/2016
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, 2016**

on granting discharge to Mr. Vaclav Jirku from liability in relation to the exercise of his duties as the President of the Supervisory Board in the period 01.01.2015 to 31.12.2015.

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 01.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 21/2016
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, 2016**

on granting discharge to Mr Jędrzejowi Litwiniukowi from liability in relation to the exercise of his duties as a Member of the Supervisory Board in the period 01.01.2015 to 02.12.2015

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 01.01.2015 to 02.12.2015 as a Member of the Supervisory Board.
2. The resolution becomes effective upon its adoption.

**Resolution no. 22/2016
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, 2016**

***on granting discharge to Mr. Waldemar Krzysztof Kmiecik
from liability in relation to the exercise of his duties
as a Member of the Supervisory Board in the period 01.01.2015 to 02.12.2015***

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 from liability in relation to the exercise of his duties in the period 01.01.2015 to 02.12.2015 as a Member of the Supervisory Board.
2. The resolution becomes effective upon its adoption.

**Resolution no. 23/2016
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, 2016**

***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 01.01.2015 to 31.12.2015***

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 01.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 24/2016
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, 2016**

***on granting discharge to Mr. Eduard Maták– a Member of the Supervisory Board
from liability in relation to the exercise of his duties
in the period 01.01.2015 to 31.12.2015***

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 Maták— a Member of the Supervisory Board -from liability in relation to the exercise of his duties in the period 01.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 25/2016
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, 2016**

on granting discharge to Mr. Mateusz Słabosz– a Member of the Supervisory Board from liability in relation to the exercise of his duties in the period 15.01.2015 to 31.12.2015

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. Mateusz Słabosz– a Member of the Supervisory Board from liability in relation to the exercise of his duties in the period 15.01.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.

**Resolution no. 26/2016
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, 2016**

on granting discharge to Mr. Grzegorz Stępiński– a Member of the Supervisory Board from liability in relation to the exercise of his duties in the period 17.12.2015 to 31.12.2015

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. Grzegorz Stępiński– a Member of the Supervisory Board from liability in relation to the exercise of his duties in the period 17.12.2015 to 31.12.2015.
2. The resolution becomes effective upon its adoption.