

**Resolution no. [●]
of the Annual General Meeting of Shareholders of
Centrum Medyczne ENEL-MED Spółka Akcyjna, with its registered office in Warsaw,
of 23 May 2013**

The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna has decided to appoint as the Chairman of the Meeting.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna has decided to approve the following agenda of the Meeting:

- 1) opening of the Annual General Meeting Of Shareholders;
- 2) appointment of the Chairman of the Annual General Meeting Of Shareholders;
- 3) confirming the correctness of convening the General Meeting of Shareholders and its ability to pass resolutions;
- 4) approving the agenda;
- 5) passing the resolution on correcting resolution no.12 of the Annual General Meeting of Shareholders of 24 May 2012 on the distribution of the profit achieved by the Company in the 2011 financial year;
- 6) examining the financial statements of the Company for the 2012 financial year and passing the resolution on approving these financial statements;
- 7) examining the Directors' report on activities of the Company in the 2012 financial year and passing the resolution on approving this Directors' report;
- 8) examining the report of the Supervisory Board for the 2012 financial year;
- 9) passing resolutions on exonerating members of the Company's Management Board in respect of their duties in the 2012 financial year:
 - Adam Stanisław Rozwadowski,
 - Jacek Jakub Rozwadowski;
- 10) passing resolutions on exonerating members of the Company's Supervisory Board in respect of their duties in the 2012 financial year:
 - Anna Maria Rozwadowska,
 - Janusz Ryszard Jakubowski,
 - Anna Piszcz,
 - Zbigniew Wojciech Okoński,
 - Adam Augustyn Ciuhak;
- 11) passing resolution on the method of covering loss for 2012;
- 12) closing of the Annual General Meeting Of Shareholders.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna, with its registered office in Warsaw, has decided to correct resolution no. 12 of the Annual General Meeting of Shareholders of 24 May 2012 on the distribution of the profit achieved by the Company in the 2011 financial year, in the following way:

- 1) the text: *“distribute the net profit of PLN 4,087,000.00 (in words: four million eighty seven thousand Polish zloty) achieved by the Company in the 2011 financial year”* shall be replaced with the following words: *“distribute the net profit of PLN 4,086,736.71 (in words: four million eighty six thousand seven hundred thirty six 71/100 Polish zloty) achieved by the Company in the 2011 financial year”*;
- 2) the text: *“the amount of PLN 3,379,993.00 (in words: three million three hundred seventy nine thousand nine hundred ninety three Polish zloty) shall be transferred to the supplementary capital of the Company”* shall be replaced with the text: *“the amount of PLN 3,379,729.71 (in words: three million three hundred seventy nine thousand seven hundred twenty nine 71/100 Polish zloty) shall be transferred to the supplementary capital of the Company.”*

Justification of the draft resolution:

The proposed correction of resolution no. 12 of the Annual General Meeting of Shareholders of 24 May 2012 on the distribution of the profit achieved by the Company in the 2011 financial year in the aforementioned manner is a result of incorrect amount of the profit achieved by the Company disclosed in the resolution passed – the resolution was pertaining to the amount of the profit rounded to thousand Polish zloty. This mistake was due to the fact that in the financial statements for the 2011 financial year the profit was disclosed in the amount rounded to thousand Polish zloty. This mistake resulted in disclosing the amount of PLN 4,087,000.00 (i.e. the amount by PLN 263.29 higher) in the resolution instead of the profit of PLN 4,086,736.71 achieved by the Company. Due to the aforementioned reasons, the Management Board of the Company proposes passing the resolution on correcting resolution no. 12 of the Annual General Meeting of Shareholders of 24 May 2012 on the distribution of the profit achieved by the Company in the 2011 financial year.

At the same time, it should be noted that the correction of the text of the aforementioned resolution would not impact the amount of the divided awarded and paid to shareholders.

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Based on Article 395 § 2 point 1 of the Code of Commercial Companies, the Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw approves the financial statements of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw for the 2012 financial year.

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of 23 May 2013**

Based on Article 395 § 2 point 1 of the Code of Commercial Companies, the Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw approves the Directors' Report of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw on activities of the Company in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Adam Stanisław Rozwadowski in respect of his duties as the President of the Management Board in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Jacek Jakub Rozwadowski in respect of his duties as the Vice President of the Management Board in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Anna Maria Rozwadowska in respect of her duties as the Chairman of the Supervisory Board in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Janusz Ryszard Jakubowski in respect of his duties as the Member of the Supervisory Board in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Anna Piszcz in respect of her duties as the Member of the Supervisory Board in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Zbigniew Wojciech Okoński in respect of his duties as the Member of the Supervisory Board in the 2012 financial year.

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of 23 May 2013**

The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw has decided to exonerate Adam Augustyn Ciuhak in respect of his duties as the Member of the Supervisory Board in the 2012 financial year.

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The Annual General Meeting of Shareholders of Centrum Medyczne ENEL-MED Spółka Akcyjna with its registered office in Warsaw examined the recommendation of the Management Board with respect to coverage of the Company's loss for the 2012 financial year and the opinion of the Supervisory Board on the recommendation.

The Annual General Meeting of Shareholders has decided to cover the loss incurred by the Company for the 2012 financial year in net amount of PLN 8,831,012.63 from profits for next years.