



**DIAGNOSTIC AND THERAPEUTIC CENTER OF ATHENS HYGEIA  
S.A.**

**DECISIONS OF THE ORDINARY GENERAL MEETING OF  
SHAREHOLDERS**

**(07.06.2010)**

The **DIAGNOSTIC AND THERAPEUTIC CENTER OF ATHENS 'HYGEIA'** SA hereby announces that, on 07.06.2010 the Ordinary General Meeting of the Company's Shareholders was held, with **274 shareholders** present in person or by proxy representing **74.24% of the Company's paid up share capital**. The following items on the Agenda were discussed and resolved at the General Meeting:

**1. Submission and approval of the Company and Consolidated Annual Financial Statements of fiscal year 2009 and relevant Reports of the Board of Directors and Chartered Accountants-Auditors.**

It was unanimously resolved that the approval of the Company and Consolidated Annual Financial Statements of fiscal year 2009 and relevant Reports of the Board of Directors and Chartered Accountants-Auditors be approved. Pursuant to the Legislation in effect, the General Meeting decided unanimously not to distribute dividend for the Fiscal year 2009, in view of the resolved shareholders payment of an amount of **0.15€ per share** in the form of **Capital return** with an option to reinvest in items 9, 10 and 11.

**2. Discharge of Board members and Chartered Accountants-Auditors from any liability for indemnity in respect of the Company's affairs in fiscal year 2009.**

It was resolved unanimously that Board members and Chartered Accountants-Auditors be discharged from any liability for indemnity in respect of the Company's affairs in fiscal year 2009.

**3. Election of Chartered Accountants-Auditors for fiscal year 2010.**

As Ordinary auditor of the Company for the fiscal year 2010 was appointed Mr. Manolis Michalios and as substitute auditor was appointed Mr. Vassileios Kazas of the auditors' firm Grant Thornton S.A.

The above decisions were taken by minority shareholders representing 0.17% of the paid-up share capital.

**4. Approval of election of new Board members in replacement of resigned members.**

The General Meeting approved the appointment of Mr. Evaggelos Dedoulis in replacement of the resigned member Mr. Ioannis Zervos on 05.10.2009.

The Board approved the appointment of Mr. George Efstratiadis in replacement of the resigned member Mr. Themistocles Charamis on 29.10.2009.

The Board approved the appointment of Mr. Antonis Michopoulos in replacement of Mr. Floyd-Anthony Rapp on 28.01.2010.

The above decisions were taken by minority shareholders representing 0.23% of the paid-up share capital.

**5. Election of new Board of Directors. - Appointment of independent Board members.**

The election of the Board was resolved, consisting of Messrs. Constantinos Stavrou, Andreas Vgenopoulos, Areti Souvatzoglou, Komninos-Alexios Komninos, Antonis Michopoulos, George Efstratiadis, Paraskevas Kosmidis, Anastasios Kyprianidis, Christos Maroudis, Vasileios Seitaniades, Evaggelos Dedoulis, Meletios Moustakas and Alexandros Edipides. Messrs. Meletios Moustakas and Alexandros Edipides were appointed Independent Members. According to the Company's Articles, the new Board term is annual, expiring on the annual General Meeting of the closing year, non renewable beyond (2) years. The above decisions were taken by minority shareholders representing 0.23% of the paid-up share capital.

**6. Appointment of Members in the Audit Committee pursuant to article 37 of Law 3693/2008.**

Messrs, Meletios Moustakas, Alexandros Edipides and Anastasios Kyprianidis were re-elected members of the Company's Audit Committee pursuant to article 37 of Law 3693/2008. Mr. Anastasios Kyprianidis remains in the Chair.

The above decisions were taken by minority shareholders representing 0.17% of the paid-up share capital.

**7. Approval of contracts and remunerations in accordance with article 23a and 24 of codified law 2190/1920.**

Not discussed.

**8. Amendment of articles 1 (Incorporation, Company trade name), 13 (Powers of the Board) and 16 (Convocation of the Board) of the Company's Articles.**

The proposed amendments of the above articles were approved, draft of which has already been published in electronic form in the Company's webpage and in the ATHEX website.

The above decisions were taken by minority shareholders representing 0.30% of the paid-up share capital.

**9. Increase of the Company's Share Capital through capitalization of reserves, with respective increase of the nominal value of each share. Amendment of article 5 (Share Capital - Shares) of the Company's Articles.**

It was resolved unanimously that the Company's share capital be increased by the amount of 24,498,027.45€, through capitalization of part of reserve '*Share premium*', with respective increase of the nominal value of each share from 0.41€ to 0.56€. After that, the Company's Share Capital amounts to 91,459,302.48€ divided into 163,320,183 registered shares of par value of 0.56€. Finally, it was resolved unanimously that article 5 of the Company's Articles be modified accordingly.

**10. Decrease of the Company's Share Capital through cash return to shareholders, with a respective decrease of the nominal value of each share. Further amendment of article 5 (Share Capital - Shares) of the Company's Articles.**

It was resolved that the Company's share capital be decreased by the amount of 24,498,027.45€, for the purpose of returning same to the shareholders **with cash payment of 0.15€/share**, with respective decrease of the nominal value of each share from 0.56€ to 0.41€. After that, the Company's Share Capital amounts to 66,961,275.03€ divided into 163,320,183 registered shares of par value of 0.41€ each. Finally, it was resolved that article 5 of the Company's Articles be modified accordingly. Finally, the Company's Board of Directors was authorized to set the date and determine the process of payment of the amount to be returned to the beneficiaries as a result of the share capital decrease, taking into consideration

the Financial Calendar announced to investors with any necessary adjustments required for practical or legal reasons.

The above decisions were taken by minority shareholders representing 0.001% of the paid-up share capital.

**11. Increase of the Company's share capital with issuance of new shares at an above par price, with payment in cash through giving shareholders the opportunity to reinvest capital return. - Further amendment of article 5 of the Company's Articles. - Determination of the distribution price of new shares and other terms of the increase. - Admission for trading of the new shares to be issued as a result of the share capital increase to be traded in ATHEX. - Authorization of the Company's Board of Directors to determine all matters pertaining to the distribution and admission of the new shares in Athex and any other related matter.**

It was resolved that the Company's share capital be increased by the amount of 13,392,254.76€ with issuance of up to 32,664,036 new common registered shares of a par value of 0.41€, effected by giving shareholders the opportunity to reinvest capital return through payment in cash, and that Article 5 of the Company's Articles be amended accordingly. The Board of Directors was authorized to determine the distribution price of the shares, which will be 10% less than the average closing price of the Company's share in Athex of the first five (5) sessions in which the share will be traded without capital return right. It was resolved that the shares to be issued as a result of the share capital increase be admitted for trading at the Athens Stock Exchange. The Company's Board of Directors was authorized to determine all matters pertaining to the distribution and admission of the new shares in Athex and any other related matter.

The above decisions were taken by minority shareholders representing 0.29% of the paid-up share capital.

**12. Authorization to the Board of Directors to increase the Company's share capital pursuant to article 13, para. 1 of codified law 2190/1920. Amendment of article 5 of the Company's Articles.**

The Board was assigned the power for a five-year period since the decision making, to increase the share capital in whole or in part through issuance of new shares, pursuant to article 13 para. 1 of codified law 2190/1920, for an amount which cannot exceed the amount of the already paid-up share capital, i.e the amount of 66,961,275.03€ and it was resolved that article 5 of the Company's Articles be amended accordingly.

The above decisions were taken by minority shareholders representing 0.29% of the paid-up share capital.

**13. Authorization to the Board of Directors to issue bond loans in accordance with articles 3a combined with article 13 of codified law 2190/1920 and article 1 of L. 3156/2003 and further amendment of article 5 of the Company's Articles.**

The Board was assigned the power to issue bond loan for a five-year period since the decision making, whereby granting bondholders conversion right of their bonds into Company shares, pursuant to article 3a of codified law 2190/1920 on the terms of article 13 para. 1 of codified law 2190/1920. It was resolved that article 5 of the Company's Articles be amended.

The above decisions were taken by minority shareholders representing 0.30% of the paid-up share capital.

**14. Other items.**

Not discussed.