ATHENS MEDICAL CENTER S.A.

Annual Regular General Meeting of the Shareholders

on 23rd June 2016

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1. Invitation to the General Meeting

ATHENS MEDICAL CENTER S.A.
S.A. Registry No 13782/06/B/86/06
GEMI No. 356301000
Invitation to the Shareholders of the Societe Anonyme
under the name
ATHENS MEDICAL CENTER S.A.
to the Annual Regular General Meeting

Following the decision of the Company's Board of Directors on 30th May 2016, the Shareholders of the societe anonyme under the name "ATHENS MEDICAL CENTER S.A." are invited according to the Law and the Articles of Association of the Company, to the Annual Regular General Meeting that will take place on Thursday 23rd June 2016 at 10:00 a.m. in the company's offices (Meeting Room, building E') in Maroussi, Attica, on 1, Distomou Street, in order to discuss and decide on the following issues of the agenda:

1. Submission and approval of the annual Financial Report for the fiscal year 1/1/2015-31/12/2015, which includes the Annual Financial Statements for the fiscal year 01/01/2015-31/12/2015 along with the relevant Reports by the Board of Directors and the Auditor.
2. Ratification of the election of the temporary member of the Board of Directors that took place on 30/5/2016, according to article 22 of the Articles of Association.
3. Election of new members of the Board of Directors due to the expiration of its term. Designation of the independent members according to Article 3 of Law 3016/2012 and, from those, the members of the Audit Committee according to article 37 par.1 of Law 3693/2008.
4. Release of the Board of Directors and the Auditor of any liability for damages in relation to the Annual Financial Statements and their actions for the fiscal year 01/01-2015-31/12/2015.
5. Approval of remuneration for the members of the Board of Directors.

6. Approval of the amendment and codification of the contract of the Chairman of the Board of Directors dated 1/7/1992, as amended and in effect.
7. Approval of the Auditor's remuneration for the regular and tax audit of the fiscal year 2015.
8. Election of an Auditing company for the regular and tax audit of the fiscal year 2016.
Various Announcements.

Furthermore, according to the same decision of the Board of Directors mentioned above, in case the required by the Law and the Articles of Association quorum will not be achieved on 23/06/2016, the General Meeting will meet again as a A' Repeat Meeting on Thursday 7th July 2016, at 10:00, in the Company's offices (Meeting Room, Building E') in Maroussi, Attica, on 1, Distomou Street.

Please note that a new invitation for the possible repeat meeting will not be published, according to article 29 of the C.L. 2190/1920, as currently in force.

According to C.L. 2190/1920, as amended by L. 3884/2010 and currently is in force, the Board of Directors informs the Company's shareholders of the following:

A. THE RIGHT TO ATTEND THE GENERAL MEETING AND THE RIGHT TO VOTE.

Whoever appears to be a shareholder of the Company in the registry of Dematerialised Securities System (D.S.S.), which is managed by "Hellenic Exchanges S.A." ("HELEX"), where the company's securities (shares) are kept, has the right to attend the Regular General Meeting on 23rd June 2016 and exercise his right to vote. The capacity of the shareholder is proved by a relevant written certificate by the above mentioned authority or, alternatively, by a direct electronic linkup of the Company with the records of the above mentioned authority. The shareholder's capacity must exist on 18th June 2016 ("Record Date"), i.e. on the beginning of the fifth (5th) day prior to the Regular General Meeting of 23rd June 2016 and the relevant written or electronic certificate about the shareholder's capacity must be received by the company at least three (3) days prior to the Regular General Meeting. In relation to the possible A' Repeat General Meeting, the shareholder's capacity must exist at the beginning of 3rd July 2016 ("Record Date for the A' Repeat General Meeting"), i.e. the fourth (4th) day prior to the date

of the A' Repeat General Meeting, while the relevant written or electronic certificate about the shareholder's capacity must be received by the company at least three (3) days prior to the aforementioned General Meeting.

It is considered by the Company that the right to attend and vote for the Regular General Meeting is acquired only by the person who has the shareholder's capacity on the relevant Record Date. In case of no compliance with the provisions of article 28a of the C.L. 2190/1920, the above mentioned shareholder attends the Regular General Meeting only if the General Meeting allows it. It is noted that the exercise of the aforementioned rights (right to attend and right to vote) does not require the block of the shareholder's shares nor the compliance with any other relevant procedure, which limits the ability to sell or transfer shares for the time period between the Record Date and the Regular General Meeting.

B. PROCEDURE FOR THE ATTENDANCE AND VOTING THROUGH PROXIES.

Every shareholder attends the Regular General Meeting and votes either in person or through proxies. Each shareholder may appoint up to three (3) proxies. Legal entities participate in the Regular General Meeting by appointing up to three (3) persons as their representatives. However, if the shareholder holds Company's shares that appear in more than one securities ' accounts, this limitation does not prevent the shareholder in question from appointing different proxies for the shares that appear in each securities account in relation to the Regular General Meeting. A proxy that acts for more shareholders may vote differently for every shareholder.

The Company's Articles of Association do not provide for the possibility of the shareholders' attendance of the Regular General Meeting through electronic means, without their natural presence at the place of the General Meeting, nor does it provide for the possibility of distance voting either through electronic means or through mail, and it also does not provide for the possibility of appointing and recalling a proxy through electronic means.

Authorization granting forms for the appointment of a proxy will be available for the shareholders:

a) in written form at the company's offices (5-7 Distomou Street, Maroussi, 5th Floor, tel. 2106862454) and

b) in electronic form on the Company's website (www.iatriko.gr).

The above mentioned form, completed and signed, must be submitted to the Company, at the address mentioned under (a) or must be sent by fax to the number 210-6108762, at least three (3) days prior to the Regular General Meeting. The proxy is obliged to disclose to the Company before the commencement of the Regular General Meeting every specific fact, which could be useful to shareholders in order to evaluate the risk of the proxy serving interests other than the shareholder's interests.

Conflict of interest may arise mainly in cases when the proxy is: a) a shareholder that exercises the control of the Company or another legal entity or an entity controlled by that shareholder, b) a member of the Board of Directors or of the general management team of the Company or of a shareholder controlling the Company, or of another legal entity or of an entity controlled by a shareholder controlling the Company, c) an employee or certified auditor of the Company or of a shareholder controlling the Company, or of another legal entity or of an entity controlled by a shareholder controlling the Company d) the spouse or a relative of first degree of one of the persons mentioned in cases (a) to (c).

C. SHAREHOLDERS' MINORITY RIGHTS PROVIDED FOR IN ARTICLE 39 OF THE C.L. 2190/1920

a) On request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors of the Company is obliged to register additional issues in the agenda of the Regular General Meeting, if the relevant request is submitted to the Board of Directors until the 8th of June 2016, i.e. at least fifteen (15) days prior to the Regular General Meeting. The request for the inclusion of additional issues in the agenda is accompanied by a reasoning or by a draft of the decision under approval by the Regular General Meeting; the revised agenda is published in the same way as the previous agenda, on the 10th June 2016, i.e. at least thirteen (13) days prior to the date of the Regular General Meeting and at the same time it becomes available for the shareholders on the Company's website, along with the

reasoning or the draft of the decision already submitted by the shareholders according to the provision of article 27 par. 3 of C.L. 2190/1920.

b) On request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors, according to the provisions of article 27 par. 3 of C.L. 2190/1920, makes available to the shareholders the latest by the 17th of June 2016, i.e. at least six (6) days prior to the General Meeting, drafts of the decisions on issues that have been included in the initial or the revised agenda, if the relevant request is submitted to the Board of Directors by the 16th of June 2016, i.e. at least seven (7) days prior to the date of the Regular General Meeting.

c) On request of any shareholder submitted to the Company until the 17th of June 2016, i.e. at least five (5) full days prior to the Regular General Meeting, the Board of Directors is obliged to provide the General Meeting with the requested specific information on the Company's affairs, to the extent that this information is useful for the real evaluation of the issues of the agenda. The Board of Directors can deny the provision of information due to substantial reasons that are reported in the minutes. The Board of Directors can give a single unified answer to applications of shareholders with the same content. There is no obligation to provide information, when the relevant information is already available on the Company's website, especially in the form of questions and answers.

d) On request of shareholders representing 1/5 of the paid-up share capital submitted to the Company until the 17th June 2016, i.e. at least five (5) full days prior to the Regular General Meeting, the Board of Directors is obliged to provide the General Meeting with information on the course of corporate affairs and on the Company's property. The Board of Directors can deny providing the requested information due to substantial reasons that are reported in the minutes. Equivalent time limits for any exercise of the shareholders' minority rights also apply in case of a Repeat General Meeting.

More detailed information in relation to the aforementioned minority rights and the terms for their exercise will be available on the Company's website (www.iatriko.gr)

D. AVAILABLE DOCUMENTS AND INFORMATION.

The information provided for in paragraph 3 of article 27 of the C.L. 2190/1920, as currently in force, i.e. the full text of the present invitation, the authorisation granting form for the appointment of proxies, the decision drafts for every issue of the agenda, the submitted documents to the General Meeting, as well as the information in relation to the exercise of minority rights according to article 39 of the C.L. 2190/1920, are available in electronic form on the Company's website (www.iatriko.gr). In addition, the above mentioned documents are available in written form from the Shareholders' Service Department of the Company, at the address 5,7 Distomou Street, 5th floor, tel. 2106862454, where the Shareholders can collect copies.

Maroussi, 30th May 2016

THE BOARD OF DIRECTORS

2. Submitted Documents

Annual Financial Report for the fiscal year 01/01/2015 – 31/12/2015, which includes the Annual Financial Statements for the fiscal year 1/1/2015 - 31/12/2015 (Corporate and Consolidated), along with the Board of Directors' and the Auditor's Report.

The Annual Financial Report 2015 along with the Reports by the Board of Directors and the Auditor are also available on the Company's website, www.iatriko.gr

3. Voting Paper

ATHENS MEDICAL CENTER S.A.

ANNUAL REGULAR GENERAL MEETING OF THE SHAREHOLDERS ON 23/06/2016

VOTING PAPER

Stockholder :

Number of Stocks :

No	Issue	FOR	ABSTAIN	AGAINST
1.	Submission and approval of the annual Financial Report for the fiscal year 1/1/2015-31/12/2015, which includes the Annual Financial Statements for the fiscal year 01/01/2015-31/12/2015 along with the relevant Reports by the Board of Directors and the Auditor.	☐	☐	☐
2.	Ratification of the election of the temporary member of the Board of Directors that took place on 30/5/2016, according to article 22 of the Articles of Association.	☐	☐	☐
3.	Election of new members of the Board of Directors due to the expiration of its term. Designation of the independent members according to Article 3 of Law 3016/2012 and, from those, the members of the Audit Committee according to article 37 par.1 of Law 3693/2008.	☐	☐	☐
4.	Release of the Board of Directors and the Auditor of any liability for damages in relation to the Annual Financial Statements and their actions for the fiscal year 01/01-2015-31/12/2015.	☐	☐	☐
5.	Approval of remuneration for the members of the Board of Directors	☐	☐	☐
6.	Approval of the amendment and codification of the contract of the Chairman of the Board of Directors dated 1/7/1992, as amended and in effect.	☐	☐	☐
7.	Approval of the Auditor's remuneration for the regular and tax audit of the fiscal year 2015.	☐	☐	☐
8.	Election of an Auditing company for the regular and tax audit of the fiscal year 2016.	☐	☐	☐

4. Form for the appointment of proxies

FORM FOR THE APPOINTMENT OF PROXIES
For the attendance to the Annual Regular General Meeting of the shareholders of Athens Medical Center S.A.
on 23rd June 2016
or to any other possible repeat meeting,
after a recess or a postponement etc.

The undersigned shareholder/legal representative of a shareholder of Athens Medical Center S.A.

Name / Company Name	
Address / Registered Seat	
ID No / SA Registry No.	
Number of shares	
Number of section in D.S.S.	
(Investor's Section)	
Securities Account No	
Full name of the legal representative(s) signing the present document (to be filled in only by legal entities)	

HEREBY GRANTS AUTHORISATION
To Mr. Vassilios G. Apostolopoulos, CEO, resident of Maroussi, 5-7, Distomou Street, T.K. 15125

Note: *The abovementioned person is a member of the Board of Directors of the Company that can be authorized by you to vote according to your instructions.*

Or to

☐ .....
☐ .....
☐ .....

(Please fill in up to three (3) representatives. If more than one representatives are authorized, who can act (also) separately, and more than one attend the General Meeting, the first one attending excludes the rest).

In order to represent me during the Regular General Meeting of the shareholders of the Company ATHENS MEDICAL CENTER S.A. that will meet on Thursday 23rd June 2016, at 10.00 a.m. and during any possible A' Repeat General Meeting on Thursday 7th July 2016 at 10.00 a.m. and vote in my name and on my behalf for ..... shares of the Company Athens Medical Center S.A., each one of them acting jointly or separately (please choose one of the two and cross out respectively) as follows:



FORM FOR THE APPOINTMENT OF PROXIES

ANNUAL REGULAR GENERAL MEETING OF THE SHAREHOLDERS ON 23/6/2016

No	Issue	FOR	ABSTAIN	AGAINST
1.	Submission and approval of the annual Financial Report for the fiscal year 1/1/2015-31/12/2015, which includes the Annual Financial Statements for the fiscal year 01/01/2015-31/12/2015 along with the relevant Reports by the Board of Directors and the Auditor.	☐	☐	☐
2.	Ratification of the election of the temporary member of the Board of Directors that took place on 30/5/2016, according to article 22 of the Articles of Association.	☐	☐	☐
3.	Election of new members of the Board of Directors due to the expiration of its term. Designation of the independent members according to Article 3 of Law 3016/2012 and, from those, the members of the Audit Committee according to article 37 par.1 of Law 3693/2008.	☐	☐	☐
4.	Release of the Board of Directors and the Auditor of any liability for damages in relation to the Annual Financial Statements and their actions for the fiscal year 01/01-2015-31/12/2015.	☐	☐	☐
5.	Approval of remuneration for the members of the Board of Directors	☐	☐	☐
6.	Approval of the amendment and codification of the contract of the Chairman of the Board of Directors dated 1/7/1992, as amended and in effect.	☐	☐	☐
7.	Approval of the Auditor's remuneration for the regular and tax audit of the fiscal year 2015.	☐	☐	☐
8.	Election of an Auditing company for the regular and tax audit of the fiscal year 2016.	☐	☐	☐

Any possible revocation of the present document will be valid, if I notify you in written at least three (3) days prior to the Regular General Meeting date.

....., 2016

THE PERSON GRANTING AUTHORIZATION

.....
(signature and full name and seal in case of a legal entity)

The present document for the appointment of proxies, completed and signed, must be submitted by the shareholder to the Shareholders' Service Department, 5-7, Distomou Street, Maroussi, 5th floor, or must be sent by fax to the number 210 - 6108762, at least three (3) days prior to the Regular General Meeting date.

5. Total Number of Shares and Voting Rights

According to element (b) of paragraph 3 of article 27 of the C.L. 2190/1920, as currently in force, the Company ATHENS MEDICAL CENTER S.A. notifies that the total number of shares and voting rights existing on 02 – 06 -2015, which is the date that the invitation to the Shareholders' Regular General Meeting was published, amounts to 86.735.980 registered common shares with voting rights.

6. Shareholders' Minority Rights described in Article 39 of C.L. 2190/1920

SHAREHOLDERS' MINORITY RIGHTS PROVIDED FOR IN ARTICLE 39 OF THE C.L. 2190/1920

a) On request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors of the Company is obliged to register additional issues in the agenda of the Regular General Meeting, if the relevant request is submitted to the Board of Directors until the 8th of June 2016, i.e. at least fifteen (15) days prior to the Regular General Meeting. The request for the inclusion of additional issues in the agenda is accompanied by a reasoning or by a draft of the decision under approval by the Regular General Meeting; the revised agenda is published in the same way as the previous agenda, on the 10th June 2016, i.e. at least thirteen (13) days prior to the date of the Regular General Meeting and at the same time it becomes available for the shareholders on the Company's website, along with the reasoning or the draft of the decision already submitted by the shareholders according to the provision of article 27 par. 3 of C.L. 2190/1920.

b) On request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors, according to the provisions of article 27 par. 3 of C.L. 2190/1920, makes available to the shareholders the latest by the 17th of June 2016, i.e. at least six (6) days prior to the General Meeting, drafts of the decisions on issues that have been included in the initial or the revised agenda, if the relevant request is submitted to the Board of Directors by the 16th of June 2016, i.e. at least seven (7) days prior to the date of the Regular General Meeting.

c) On request of any shareholder submitted to the Company until the 17th of June 2016, i.e. at least five (5) full days prior to the Regular General Meeting, the Board of Directors is obliged to provide the General Meeting with the requested specific information on the Company's affairs, to the extent that this information is useful for the real evaluation of the issues of the agenda. The Board of Directors can deny the provision of information due to substantial reasons that are reported in the minutes. The Board of Directors can give a single unified answer to

applications of shareholders with the same content. There is no obligation to provide information, when the relevant information is already available on the Company's website, especially in the form of questions and answers.

d) On request of shareholders representing 1/5 of the paid-up share capital submitted to the Company until the 17th June 2016, i.e. at least five (5) full days prior to the Regular General Meeting, the Board of Directors is obliged to provide the General Meeting with information on the course of corporate affairs and on the Company's property. The Board of Directors can deny providing the requested information due to substantial reasons that are reported in the minutes. Equivalent time limits for any exercise of the shareholders' minority rights also apply in case of a Repeat General Meeting.

More detailed information in relation to the aforementioned minority rights and the terms for their exercise will be available on the Company's website (www.iatriko.gr)

7. Drafts of the Decisions by the General Meeting

1st Issue: Submission and approval of the annual Financial Report for the fiscal year 1/1/2015 - 31/12/2015, which includes the Annual Financial Statements for the fiscal year 1/1/2015 - 31/12/2015, along with the Board of Director's and the Auditor's Report.

In relation to the first (1st) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares, approved the Annual Financial Report for the Fiscal Year 1/1/2015 - 31/12/2015, which includes the Annual Financial Statements for the fiscal year 1/1/2015- 31/12/2015 (Corporate and Consolidated), along with the Board of Director's and the Auditor's Report.

2nd Issue: Ratification of the election of the temporary member of the Board of Directors that took place on 30/5/2016, according to article 22 of the Articles of Association.

In relation to the second (2nd) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares, ratified the replacement on 30-5-2016 of the resigned Director Dr. Jorn Olaf Hirschmann by Dr. Ian Liersch for the rest of the term of the Board of Directors.

3rd Issue: Election of new members of the Board of Directors due to the expiration of its term. Designation of the independent members according to Article 3 of Law 3016/2012 and, from those, the members of the Audit Committee according to article 37 par.1 of Law 3693/2008.

In relation to the third (3rd) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. Shares, elected the same members as the members of the new Board of Directors, the term of which will last three years. Specifically the following persons were elected:

1. Georgios Apostolopoulos, economist, executive Member.

2. Christos Apostolopoulos, economist, executive Member.

3. Vassilios Apostolopoulos, economist, executive Member.

4. Konstantinos Pampoukis, Emeritus Professor of Commercial Law of the University of Thessaloniki, independent, non-executive Member.

5. Vassilios Tountopoulos, Professor of Commercial Law of the Aegean University, independent, non-executive Member.

6. Dr Ian Liersch, non-executive Member.

7. Nikolaos Koritsas, Attorney-at-law of Athens, independent, non-executive Member.

Following this, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares, elected as members of the Audit Committee of the Board of Directors, according to article 37 paragraph 1 of the L. 3693/2008, the Professor Mr. Konstantinos Pampoukis, independent, non-executive member as the Chairman of the Audit Committee, the Professor Mr. Vassilios Tountopoulos, independent, non-executive member and the attorney–at–law of Athens Mr. Nikolaos Koritsas independent, non-executive member.

4th Issue: Release of the Board of Directors and the Auditor of any compensation liability for the Annual Financial Statements and for the actions in the fiscal year 01/01/2015 - 31/12/2015.

In relation to the fourth (4th) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares, released the members of the Board of Directors and the Auditor of any compensation liability for the Annual Financial Statements and the actions in the fiscal year 01/01/2015 - 31/12/2015.

5th Issue: Approval of remuneration for the Board of Directors.

In relation to the fifth (5th) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares approved the remuneration that was paid to the members of the Board of Directors for their actual services towards the Company within the fiscal year 2015.

6th Issue: Approval of the amendment and codification of the contract of the Chairman of the Board of Directors dated 1/7/1992, as amended and in effect.

In relation to the sixth (6th) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares approved the amendment draft of the contract between the Company and the Chairman of the Board of Directors, which is as follows:

Mr. Georgios Apostolopoulos waives in favor of the company his claims against the company in relation to the annual adjustment of his monthly remuneration for the period 01.01.2010 - 31.05.2016, as it is defined in the contract for the provision of independent services dated 01/07/1992, as amended and in effect.

Following this, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares, approved the codification of the contract dated 01/07/1992 between Mr. Georgios Apostolopoulos and the company in a unified document as well as the amendments they have been agreed upon until today; the content of the aforementioned contract is the following:

……..

……..

7th Issue: Approval of the Auditor's remuneration for the regular and tax audit of the fiscal year 2015.

In relation to the seventh (7th) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. shares approved the fees of the auditing company "KPMG AUDITORS ACCOUNTANTS S.A." with SOEL Reg. No. 114, for the conducted regular audit of the Fiscal Year (01/01/2015 - 31/12/2015), which amounts to …… euros, plus VAT, as well as for the conducted tax audit of the Fiscal Year (01/01/2015 - 31/12/2015), which amounts to …… euros, plus VAT.

8th Issue: Election of an auditing company for the regular and tax audit of the fiscal year 2016.

In relation to the eighth (8th) issue of the Agenda, the Shareholders who attended and voted representing ……. shares of the Company out of the total ……. Shares, elected the proposed Auditing Company …… with S.O.E.L. Registration Number …….. for the regular and the tax audit of the fiscal year 2016.