



PRESS RELEASE - 13 July 2010

## MEDICA

### Combined General Meeting of 29 June 2010 - Results of voting

**Number of shares outstanding:** 47,904,187

**Number of shares carrying voting rights:** 47,826,087

**Number of shareholders present, represented by proxy or voting by post:** 161

**Number of votes cast:** 33,430,544

**Quorum:** 69.90%

**Number of proxies and votes by post:** 133, totalling 10,000,802 votes

**Total number of votes:** 33,430,544

#### Ordinary General Meeting

Resolutions	For		Against		Abstain		Total	Results
	Votes	%	Votes	%	Votes	%	Votes	
1. Approval of the parent company accounts for the financial year ended 31 December 2009	33,425,448	99.98%	4,011	0.01%	1085	0.00%	33,430,544	Adopted
2. Approval of the consolidated accounts for the financial year ended 31 December 2009	33,429,284	100%	775	0.00%	485	0.00%	33,430,544	Adopted
3. Appropriation of earnings	33,427,584	99.99%	600	0.00%	2,360	0.01%	33,430,544	Adopted
4. Discharge of directors' liability	32,451,454	97.07%	978,005	2.93%	1,085	0.00%	33,430,544	Adopted
5. Agreements covered by articles L. 225-38 of the Commercial Code	31,139,494	96.51%	1,125,775	3.49%	1,085	0.00%	32,266,354 <sup>1</sup>	Adopted
6. Directors' fees	33,411,804	99.94%	18,405	0.06%	335	0.00%	33,430,544	Adopted
7. Authorisation given to the Board of Directors to allow the Company to purchase its own shares	25,597,860	76.57%	7,832,149	23.43%	535	0.00%	33,430,544	Adopted
8. Appointment of the firm MAZARS as Statutory Auditors	33,429,619	100%	600	0.00%	325	0.00%	33,430,544	Adopted
9. Appointment of Mr Cyrille BROUARD as alternate Statutory Auditor	32,894,090	98.40%	535,979	1.60%	475	0.00%	33,430,544	Adopted

<sup>(1)</sup> 1,164,190 shares out of vote

## Extraordinary General Meeting

Resolutions	For		Against		Abstain		Total	Results
	Votes	%	Votes	%	Votes	%	Votes	
10. Authorisation to be granted to the Board of Directors to reduce the share capital of the Company by cancellation of treasury shares	33,429,419	100%	600	0.00%	525	0.00%	33,430,544	Adopted
11. Delegation of authority to the Board of Directors concerning decisions to issue shares or transferable securities conferring immediate or deferred rights to share capital without pre-emptive rights by way of a public offering	24,495,373	73.27%	8,934,836	26.73%	335	0.00%	33,430,544	Adopted
12. Delegation of authority to the Board of Directors concerning decisions to issue shares or transferable securities conferring immediate or deferred rights to share capital, without pre-emptive rights, in connection with an offering made solely by way of private placement as referred to in para. II of article L. 411-2 of the Monetary and Financial Code	24,495,373	73.27%	8,934,846	26.73%	325	0.00%	33,430,544	Adopted
13. Delegation of authority to the Board of Directors concerning decisions to issue shares or transferable securities conferring immediate or deferred rights to share capital of the Company, with pre-emptive rights maintained	25,489,366	76.25%	7,940,653	23.75%	525	0.00%	33,430,544	Adopted
14. Delegation of authority to the Board of Directors for the purpose of making share capital increases for the benefit of members of a company savings scheme	31,357,302	93.80%	2,072,757	6.20%	485	0.00%	33,430,544	Adopted
15. Delegation of authority to the Board of Directors for the purpose of increasing the share capital by incorporation of reserves, profits or premiums on share issues, mergers or capital contributions or any other amounts that may lawfully be incorporated into share capital	33,146,909	99.15%	283,100	0.85%	535	0.00%	33,430,544	Adopted
16. Authorisation to be granted to the Board of Directors to issue shares or transferable securities conferring rights to share capital of the Company without pre-emptive rights, up to a limit of 10% of the share capital to remunerate contributions in kind made to the Company	31,927,905	95.51%	1,502,154	4.49%	485	0.00%	33,430,544	Adopted
17. Authorisation to be granted to the Board of Directors to increase the number of shares to be issued with or without pre-emptive rights	25,219,724	75.44%	8,210,485	24.56%	335	0.00%	33,430,544	Adopted
18. Delegation of authority to the Board of Directors concerning decisions to increase the share capital of the Company by issuing transferable securities conferring immediate or deferred rights to share capital of the Company without pre-emptive rights, to remunerate shares tendered in connection with an exchange tender offer	24,640,679	73.71%	8,789,540	26.29%	325	0.00%	33,430,544	Adopted

Resolutions	For		Against		Abstain		Total	Results
	Votes	%	Votes	%	Votes	%	Votes	
19. Delegation of authority to the Board of Directors for the purpose of issuing shares or transferable securities conferring rights to share capital of the Company, without pre-emptive rights, with freedom to determine the issue price within a limit of 10% of the share capital	24,410,934	73.02%	9,019,275	26.98%	335	0.00%	33,430,544	Adopted
20. Authorisation to be granted to the Board of Directors to utilise the delegations of power to increase or reduce share capital during periods when the Company's shares are under tender offer	24,398,032	72.98%	9,031,987	27.02%	525	0.00%	33,430,544	Adopted
21. Delegation of authority to the Board of Directors for the purpose of granting share subscription options or share purchase options	32,168,324	96.22%	1,261,885	3.77%	335	0.00%	33,430,544	Adopted
22. Delegation of authority to the Board of Directors for the purpose of allotting bonus shares (existing or future) to salaried employees and corporate officers of the group or some of them	28,213,225	84.39%	5,216,994	15.61%	325	0.00%	33,430,544	Adopted
23. Delegation of authority to the Board of Directors for the purpose of issuing share subscription warrants or redeemable share subscription and/or purchase warrants to employees and corporate officers of the Company and its subsidiaries, without pre-emptive rights	31,762,772	95.01%	1,667,437	4.99%	335	0.00%	33,430,544	Adopted
24. Overall limit for all financial authorisations granted under the eleventh, twelfth, thirteenth, fourteenth, fifteenth, sixteenth, seventeenth, eighteenth, nineteenth, twentieth, twenty-first, twenty-second and twenty-third resolutions	31,379,959	93.87%	2,050,575	6.13%	10	0.00%	33,430,544	Adopted
25. Powers to carry out legal formalities	33,429,944	100%	600	0.00%	0	0.00%	33,430,544	Adopted

Results of voting on the resolutions may be found at [www.groupemedica.com](http://www.groupemedica.com)

## **ABOUT MEDICA**

Created in 1968, MEDICA is a leading provider of long and short-term dependency care in France. It operates in both the long-term care sector, with 111 nursing homes in France and Italy, and in the post-acute and psychiatric care sector, with 37 post-op and rehabilitation facilities in France. Together, these facilities offered a total of 11,381 beds at 31 December 2009.

MEDICA has been listed on the NYSE Euronext Paris stock exchange – Compartment B since February 2010. Eligible for the Deferred Settlement Service.

Symbol: MDCA – ISIN: FR0010372581 – Reuters: MDCA PA – Bloomberg: MDCA FP

Website: [www.groupemedica.com](http://www.groupemedica.com)

## **CONTACTS**

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