## CENTRO DE IMAGEM DIAGNÓSTICOS S.A.

Corporate Taxpayer's ID (CNPJ/MF): 42.771.949/0001-35 Company Registry (NIRE): 31.300.096.246

## MINUTES OF THE BOARD OF DIRECTORS' MEETING HELD ON MARCH 1, 2018

**Date, Time and Venue:** March 1, 2018, at 9:00 a.m., at the head office of Centro de Imagem Diagnósticos S.A., at Avenida Bernardo Monteiro, nº 1.472 | 1.474, Funcionários, CEP 30.150-281, in the city of Belo Horizonte, Minas Gerais state ("<u>Company</u>").

**<u>Call Notice and Attendance</u>**: The call notice was sent via e-mail to the members of the Board of Directors on February 23, 2018 at 8:28 p.m., pursuant to article 11, paragraph 1, of the Company's Bylaws.

**Installation and Attendance:** The members of the Company's Board of Directors were in attendance, as per the signatures in these minutes, pursuant to article 11, paragraph 3 of the Company's Bylaws, and the meeting was called to order.

**Presiding Board:** Daniel Rizardi Sorrentino – Chairman; Fernando Henrique de Aldemundo Pereira – Secretary.

**Agenda:** to resolve on (i) the creation of a branch of the Company; (ii) the ratification of the distribution of dividends by the Company's subsidiaries; (iii) the consolidation of the Company's Bylaws; and (iv) the new proposal to limit the recognition of deferred income tax based on a study on utilization.

**<u>Unanimous Resolutions</u>**: after analyzing and discussing the matters on the agenda, the members of the Board of Directors in attendance unanimously resolved:

(i) Pursuant to article 11, paragraph 6, item (t) of the Company's Bylaws, to approve the creation of a branch of the Company at Rua Araponga, Quadra 3, Lote 1, 133, bairro Pitangueiras, in the city of Lauro de Freitas, Bahia state, CEP 42701-330, under the terms of the presentation that was initialed by the presiding board and other Board members in attendance and will be filed at the Company's head office, with publication being waived;

(ii) Pursuant to article 11, paragraph 6, item (t) of the Company's Bylaws, to ratify the distribution of dividends by the Company's subsidiaries, under the terms of the presentation that was initialed by the presiding board and other Board members in attendance and will be filed at the Company's head office, with publication being waived;

(iii) As approved by the Company's Extraordinary Shareholders' Meeting held on January 23, 2018 and in light of the statement by the Brazilian Securities and Exchange Commission, to authorize the Company's Board of Executive Officer to change the address of the Company's head office and approve the consolidation of the Company's Bylaws in order to reflect the change of address of the Company's head office to Rua Marselhesa, 500, 7°, Vila Mariana, in the city and state of São Paulo,

under the terms of the presentation that was initialed by the presiding board and other Board members in attendance and will be filed at the Company's head office, with publication being waived. The Company's consolidated Bylaws are transcribed in <u>Appendix I</u> to these minutes; and

(iv) To approve the new proposal to limit the recognition of deferred income tax based on a study on utilization, under the terms of the presentation that was initialed by the presiding board and other Board members in attendance and will be filed at the Company's head office, with publication being waived.

**<u>Closure, Drawing Up and Reading of the Minutes</u>:** There being no further business to address, the floor was offered and declined, and the Board of Directors' meeting was adjourned for the drawing up of these minutes, which were read, found to be in compliance, approved and signed by all attending members.

Signatures: Presiding Board: Daniel Rizardi Sorrentino – Chairman; Fernando Henrique de Aldemundo Pereira – Secretary. Board members: Daniel Rizardi Sorrentino, Fernando Henrique de Aldemundo Pereira, Sergio Tufik, Luis Filipe Frozoni Lomonaco, Roberto Kalil Issa, Flavia Kortas Kalil Issa Cevasco, Hélio Ferreira Lopes, Delfin Gonzalez Miranda.

Belo Horizonte, March 1, 2018.

**Presiding Board:** 

Fernando Henrique de Aldemundo Pereira Secretary