

MEDIAN TECHNOLOGIES
Société Anonyme with a capital of Euros 413,054.60
Registered office : Les 2 Arcs, 1800 Route des Crêtes
06560 Valbonne
Registration N° 443 676 309 with Grasse Register
(Hereinafter the « Company»)

SHAREHOLDERS' ANNUAL ORDINARY GENERAL MEETING
DATED 18 JUNE 2015

MANAGEMENT REPORT OF THE BOARD OF DIRECTORS
ON THE CONSOLIDATED ACCOUNTS PRESENTED
ACCORDING TO IFRS STANDARDS

Dear Shareholders,

We have called the Shareholders' General Annual Meeting to inform you on the proposed transactions.

This report completes the Management reports on ordinary and extraordinary resolutions of the fiscal year ended on 31 December 2014.

Indeed, we remind you that, despite the fact there is no legal obligation to do so, pursuant to the undertakings made in the Subscription Agreement entered into by the Company on 19 August 2014, the Company has also prepared the consolidated accounts according to the IFRS standards.

I. PRESENTATION OF CONSOLIDATED ACCOUNTS OF THE MEDIAN GROUP

1. Presentation of the consolidated accounts

The consolidated accounts for the year closed on 31 December 2014 and submitted to your approval have been prepared in accordance with the presentation rules and the valuation methods provided by the regulations in force for IFRS consolidated accounts.

The MEDIAN Group presents for the first year its accounts according to IFRS standards.

2. Review of the consolidated accounts

The assets side of the balance sheets shows the following accounting items:

<i>(en milliers d'euros)</i>	31/12/2014	31/12/2013	01/01/2013
Total des Actifs non courants	178	209	277
Total des Actifs courants	17 577	3 879	6 732
TOTAL DE L'ACTIF	17 755	4 088	7 009

The liabilities side of the balance sheets shows the following accounting items:

(en milliers d'euros)	31/12/2014	31/12/2013	01/01/2013
Total des Capitaux Propres	12 037	-1 797	1 250
<i>Dont Part du groupe</i>	12 037	-1 797	1 250
Total des Passifs non courants	1 845	2 096	2 559
Total des Passifs courants	3 873	3 789	3 200
TOTAL DU PASSIF	17 755	4 088	7 009

3. Review of the financial result of the consolidated accounts

Compte de résultat consolidé

(en milliers d'euros)	2014	2013
Chiffres d'affaires	1 541	1 246
Autres produits de l'activité	3	56
Produits des activités ordinaires	1 544	1 302
Résultat opérationnel	-4 492	-4 578
Resultat financier net	471	-186
Charges d'impôt sur le résultat	-11	-107
Résultat net	-4 031	-4 870
Résultat net part du groupe	-4 031	-4 870
Résultat net des participations ne donnant pas le contrôle	0	0
Résultat net part du groupe de base et dilué par action en euros	-0,49	-0,81

The result of consolidated accounts is commented in the notes to the Financial Statements.

4. Major developments since the end of the financial year

No major events have occurred since the end of the financial year closed on 31 December 2014.

5. Research and Development

In 2014, the Company continued the development of LMS solutions.

6. Future prospects

The Company's backlog amounting to almost €11 million shows that the turnover of the Company should continue to increase very significantly in the coming years, especially in the field of clinical trials in which groups pharmaceuticals should entrust the imaging component.

The Company has indeed continued booking orders for services related to clinical trials and it should take full advantage of the strategic agreement signed in early 2012 with Quintiles, the world's service provider for the biopharmaceutical industry. This agreement was renewed under identical conditions in early 2014 and again in October 2014 and is now the subject of a tacit renewal every 6 months.

In addition, the Company will continue to market its solutions to institutions such as hospitals, cancer centers and clinics in western European countries where we already have references.

The agreements signed in 2011 with Canon Inc. and KLSC (Kuwait Life Science Company) and those signed in 2015 with a partner based in the UAE should also enable us to market our solutions with institutions or states respectively in Asia and in the Middle East.

During the first quarter of 2015, the Company has also been solicited for the following projects:

- A Phase I (solid tumor cancers) in the amount of € 1.06 million (firm contract)
- A Phase II (prostate cancer) for an amount of € 198 K (notification)
- A phase contract addendum I / II (solid tumor cancers) for an amount of € 268 K (Farm contract)
- Other amendments to existing contracts with two customers in the amount of € 101 K
- A phase II study (lung cancer non-small cell - NSCLC) for an amount of € 1,08 million
- A Phase II (colorectal cancer) in the amount of € 1,44 million
- A Phase II (pancreatic adenocarcinoma) in the amount of € 248 K

II. PRESENTATION OF THE ACTIVITY OF THE US SUBSIDIARY - MEDIAN TECHNOLOGIES INC.

The Company owns the entire share capital and voting right of MEDIAN TECHNOLOGIES Inc., the US subsidiary of the Company (hereinafter “**Subsidiary**”).

As at 31 December 2014, the Subsidiary employed 3 employees.

During the financial year the turnover of the Subsidiary amounted to USD 1,210,184 (i.e. EUR 912,153). In comparison with the prior year, the increase in the turnover of MEDIAN Technologies Inc. is due to the introduction in 2014 of a contract for "cost-plus" between the Company and its Subsidiary. Thus, out of the EUR 912,153 of turnover in 2014, EUR 889,487 corresponds to the invoicing of costs to the Company. It is noted that, given the presentation of the consolidated accounts according to IFRS standards, these numbers are offset under this consolidation.

* * *

If you agree with the proposals submitted to you, we suggest that you confirm this by your vote.

The Board of Directors