Dealing Code

March 14, 2012

MDxHealth SA
VAT BE 0479.292.440 RPM Liège

Tel: +32 (0) 4 364 20 70
Fax: +32 (0) 4 364 20 71
Web: www.MDxHealth.com

Table of Content

Page

Introduction

The initial version of this Dealing Code was adopted by the board of directors of MDxHealth on May 23, 2006 with a view to preventing market abuse. Updated versions were approved on September 1, 2006 and June 3, 2010. The current version was approved by the board of directors on March 14, 2012.

Market abuse comprises both insider dealing and market manipulation which harm the proper functioning of financial markets and the public confidence in securities and derivatives. The objective of the legislation prohibiting insider dealing and market manipulation is to ensure the smooth functioning of securities markets and to enhance investor confidence in those markets. This implies that all market participants must be treated equally.

Without prejudice to any other applicable laws and regulations on insider dealing and market manipulation, MDxHealth's directors, executive management and staff members must refrain from any acts of insider dealing and market manipulation as defined and sanctioned by the law of 2 August 2002 on the supervision of the financial sector and the financial services (the "**Law**").

This Dealing Code sets out minimum standards to be followed when dealing in MDxHealth's shares or other financial instruments. It does not contain an exhaustive overview of all applicable laws and regulations on insider dealing and market manipulation and does not purport to replace such laws and regulations, with which full compliance is required. The Dealing Code also applies in addition to other guidelines and procedure that have been established within MDxHealth with respect to confidentiality and the protection of trade secrets.

The board of directors of MDxHealth will review this Dealing Code from time to time and make such changes as it deems necessary and appropriate.

On behalf of the board of directors of MDxHealth SA

Executive Summary

Background

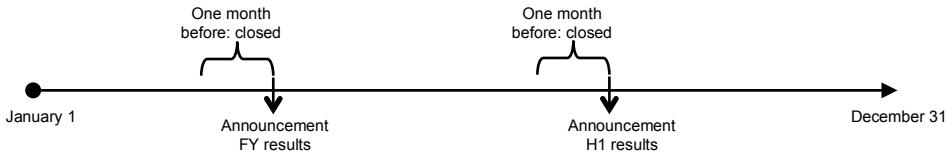
Since MDxHealth is a listed company, it is important that trading in MDxHealth's shares takes place in a transparent manner. If investors believe that the trading in the Company's shares is manipulated or that certain people closely associated with the Company take advantage of certain information that is not (yet) known to the public, this could have severe adverse effects on the reputation of the Company and on the trading of its shares. In order to deal with this concern, the Dealing Code provides for specific rules to be followed when conducting transactions in financial instruments. This Dealing Code further contains a short introduction to the relevant legal rules on market abuse.

Transactions in Financial Instruments of MDxHealth

The board of directors of MDxHealth decided that certain rules must be followed when directors, executive managers and other staff members of MDxHealth and its Subsidiaries wish to deal in the financial instruments of MDxHealth. These are further set forth in section 2 of this Dealing Code, and can be summarized as follows:

- During certain closed periods, no transactions in financial instruments of MDxHealth may be carried out.

- The following periods are "closed periods":



  In addition, the Company may announce other closed periods, if there is a risk that persons dealing during such period could abuse or put themselves under suspicion of abusing inside information, such as for instance periods leading up to the announcement of important news. These additional closed periods will be announced on the intranet of MDxHealth.

- These rules do not only apply to directors, executive managers and staff members of MDxHealth and its Subsidiaries, but also to the members of their household and companies or other legal entities with which they are affiliated.

- "Insiders" do not only need to comply with the above rules, but must also report any dealing in financial instruments of MDxHealth on a monthly basis to the Compliance Officer. Insiders consist of directors, executive managers and certain other staff members and 3rd parties appointed by the board of directors that have access to inside information of MDxHealth.

Market Abuse

In addition to the foregoing rules, directors, executive managers and other staff members must comply with the general legal rules on market abuse. These rules are further described in section 3 of this Dealing Code, and can be summarized as follows:

- In the performance of their function or mandate, directors, executive managers, and staff members of MDxHealth and its Subsidiaries can have access to "inside information". As a result, these persons have an important legal and moral obligation not to commit acts that could qualify as insider dealing or market manipulation.

- In addition, holders of financial instruments issued by the Company, and directors, executive managers, and staff members of MDxHealth in particular, have to disclose certain transactions when dealing in MDxHealth financial instruments.

- Non-compliance with these rules could lead to administrative sanctions and criminal liability.

Further Information

It should be noted that certain matters, such as insider dealing and market manipulation, are subject to frequent changes by the legislator and numerous debates in legal doctrine and case law. The summary set forth in this Dealing Code of the relevant legal provisions relating to insider dealing or market manipulation is therefore for information purposes only and should not be construed as legal advice as to the interpretation or enforceability of such provisions. In case of doubts relating to the contents or the meaning of the information contained in this Dealing Code, you should consult an authorized or professional person specialized in advice on these matters.

Furthermore, this Dealing Code applies in addition to the other guidelines and procedures that have been established within MDxHealth with respect to confidentiality and the protection of trade secrets. You should therefore apply both this Dealing Code and the other confidentiality guidelines within MDxHealth.

Entry into Force

This Dealing Code entered into force on June 27, 2006.

Compliance Officer

If you have further questions with respect to this Dealing Code, you can contact the Executive Vice President, Corporate Development & Legal Affairs of MDxHealth, who has been appointed as the MDxHealth Compliance Officer for the purpose of this Dealing Code.

1. Certain Definitions and Expressions

The following terms and expressions that are not defined elsewhere in this Dealing Code shall have the following meaning in this Dealing Code, save where the context requires otherwise:

"***Business Day***" means any calendar day, except a Saturday, Sunday or legal holiday in Belgium

"***FSMA***" means the Belgian Financial Services and Markets Authority, the Belgian securities regulator.

"***Closed Period***" means any of the following periods, as further specified in section 2.5(b) below:

(a) the period of one month immediately preceding the (preliminary) announcement of the Company's annual results or, if shorter, the period from the relevant financial year end, up to and including the first Business Day after the day on which the announcement was made;

(b) the period of one month immediately preceding the (preliminary) announcement of the Company's half year results or quarterly updates or, if shorter, the period from the relevant half year end or quarter end, up to and including the first Business Day after the day on which the announcement was made; and

(c) any other period that will be announced by the Company on the Company's intranet if there is a risk that persons Dealing during such period could abuse or put themselves under suspicion of abusing Inside Information, such as for instance periods leading up to the announcement of important news; these other periods will end at the end of the first Business Day after the day on which the announcement was made.

"***Company***" or "***MDxHealth***" means MDxHealth SA, a limited liability company (*naamloze vennootschap – NV / société anonyme – SA*) organized and existing under the laws of Belgium, with registered office at avenue de l'Hôpital 11, Tour 5 GIGA, 4000 Liège, Belgium, and registered with the Register of Legal Persons (*rechtspersonenregister – RPR / registre des personnes morales – RPM)* under company number 0479.292.440 (Liège).

"***Compliance Officer***" means the Executive Vice President, Corporate Development & Legal Affairs of the company, the compliance officer appointed by the board of directors for the purpose of monitoring the compliance with the Dealing Code.

"***Deal***" means, when used with respect to Financial Instruments, to carry out any type of dealing in a Financial Instrument, whether any such transaction is carried out on or off a regulated market or stock exchange, or is to be settled by delivery of shares or other securities, in cash or otherwise or for no consideration, including but not limited to the following:

(a) to sell, or contract to sell Financial Instruments;

(b) to purchase, or contract to purchase Financial Instruments;

(c) to sell, grant or otherwise dispose of, purchase, accept or otherwise acquire, any option (whether a call, put or both, and whether by way of warrant, contractual option or convertible or exchangeable security or otherwise) to acquire or dispose of, Financial Instruments;

(d) to enter into any swap or any other transaction, of whatever kind, which directly or indirectly leads to a total or partial transfer to one or more third parties of any interest

in Financial Instruments, legal or economic, or which in any way whatsoever fixes, limits or transfers any risk arising from the possibility of price movement, up or down, in respect of Financial Instruments; and

(e) to agree to do or announce any of the aforementioned transactions.

The concept "***Dealing***" has a correlative meaning.

"***Financial Instrument***" means any financial instrument (*financieel instrument* / *instrument financier*) as such term is defined by the Belgian Act of August 2, 2002 on the supervision on the financial sector and the financial services (as amended from time to time) that is issued by the Company or that relates to any such financial instrument. For the avoidance of doubt, "Financial Instrument" includes:

(a) any share issued by the Company;

(b) any warrant or stock option issued by the Company;

(c) any bond issued by the Company, whether or not convertible.

"***Inside Information***" means inside information (*voorkennis* / *information privilégiée*) as such term is defined by the Belgian Act of August 2, 2002 on the supervision on the financial sector and the financial services (as amended from time to time) that directly or indirectly relates to Financial Instruments of the Company.

"***Insider***" has the meaning defined in section 2.2.1 below.

"***Persons closely connected***" to an Insider means:

(a) the spouse of the Insider, or the partner of the Insider which the law considers as equal to a spouse;

(b) the children for whom the Insider legally bears responsibility;

(c) other family members of the Insider or who at least during a year have been part of the same household as the Insider; and

(d) each legal person, trust or partnership, the management powers of which are exercised by the Insider or one of the persons referred to in (a), (b) or (c), which is directly or indirectly controlled by the Insider concerned, that has been established for the benefit of the Insider concerned or of which the economic interests are substantially equivalent to those of the Insider or concerned.

"***Subsidiary***" means, when used with respect to the Company, a subsidiary of the Company within the meaning of Article 6 of the Belgian Company Code (*dochtervennootschap* / *filiale*).

2. Dealings in Financial Instruments – Rules and Procedures

2.1. Introduction

This section 2 contains the rules and procedures that need to be observed by "Insiders". All Insiders will have to acknowledge that they will comply with this Dealing Code by signing an Acknowledgment substantially in the form as set forth in Schedule A hereto. Signing an Acknowledgment and complying with the Dealing Code will not entitle an Insider to any specific compensation or other benefit.

2.2. Insiders

2.2.1. Insiders

The rules and procedures set forth in this section 2 apply to all the following persons (the "***Insiders***"):

- the directors (*bestuurders* / *administrateurs*) of the Company;
- the members of the executive management of the Company and its Subsidiaries that have been appointed by the board of directors of the Company;
- certain specific employees of the Company and its Subsidiaries, designated by the board of directors of the Company as an "Insider", such as for example certain assistants of directors and employees privy to Inside Information (including on a project specific basis);
- the third parties having access to Inside Information, designated by the board of directors of the Company as an "Insider" (including on a project specific basis).

This section 2 will apply to an Insider so long as such person is an Insider pursuant to paragraphs above. However, this section 2 will no longer apply, if he or she no longer is active for the Company or one of its Subsidiaries in one of the above capacities.

2.3. Purpose

The purpose of the rules and procedures set forth in this section 2 is to ensure that Insiders do not abuse, do not place themselves under suspicion of abusing, and maintain the confidentiality of, Inside Information that they may have or be thought to have, especially in periods leading up to an announcement of financial results.

2.4. Compliance with market abuse prohibitions

Insiders must comply with the relevant legal rules on market abuse, insider dealing and market manipulation. Accordingly, they must not:

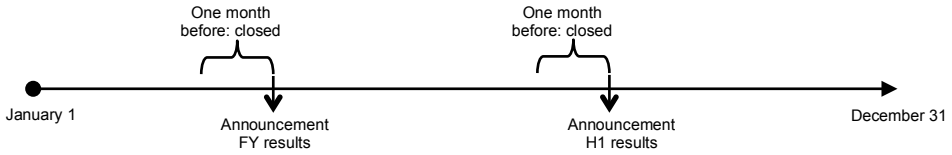
- communicate Insider Information to a third party, save if he or she does so in order to comply with a statutory requirement or in the performance of his or her duties;
- on the basis of Inside Information recommend to a third party to Deal or not to Deal in Financial Instruments; or
- assist anyone who is engaged in any of the above activities.

2.5. General rules for Dealings

(a) An Insider will inform the Compliance Officer of MDxHealth (or the Chairman of the board of directors in the event of a Dealing by the Compliance Officer or the Chief Executive Officer) in writing at least two Business Days in advance of his intention to Deal in any Financial Instrument of the Company.

(b) During a Closed Period, an Insider may not Deal in any of the Company's Financial Instruments.

The following periods will be Closed Periods:



In addition, the Company may announce other Closed Periods, if there is a risk that persons Dealing during such period could abuse or put themselves under suspicion of abusing Inside Information, such as for instance periods leading up to the announcement of important news. The Closed Periods will be announced on the intranet of MDxHealth.

2.6. Exceptions in which the limitations on Dealings do not apply

The restrictions and limitations on Dealings in Financial Instruments set forth in section 2.5 shall not apply to the following types of Dealings:

- accepting a public offering by the Company, or tendering a bid in a public offer by the Company, of Financial Instruments (including an offer of shares in lieu of a cash dividend), provided that a prospectus has been prepared by the Company in connection with the offering, and withdrawing such acceptance or tender;
- accepting Financial Instruments in connection with an automatic allotment or exchange by the Company of Financial Instruments;
- accepting a public takeover bid on Financial Instruments, and withdrawing such acceptance;
- accepting an offering of options or rights by the Company or one of its Subsidiaries under share based incentive schemes;
- entering into transactions with third party financial institutions to finance the costs and expenses relating to the acceptance and/or exercise of options or rights under share based incentive schemes, subject, however, to prior notice of such transactions to the Compliance Officer (or the Chairman of the board of directors in the event of a transaction by the Compliance Officer or the Chief Executive Officer).

Any of the above transactions, however, must still be in compliance with the general legal rules on market abuse, insider dealing and market manipulation, and other applicable securities regulations.

2.7. Dealings by closely connected persons

Each Insider must (so far as is consistent with his or her duty of confidentiality) seek to prohibit (by taking the steps set forth below) any Dealing in Financial Instruments during a

Closed Period or at a time when the Insider is in possession of Inside Information by or on behalf of any person closely connected with him or her.

In particular, the Insiders must inform all such closely connected persons:

- of the name of the Company of which he or she is an Insider;
- of the Closed Periods during which he or she cannot Deal in the Company's Financial Instruments;
- of any other periods when the Insider knows he or she is not himself or herself free to Deal in Financial Instruments under the provisions of this section 2, unless his or her duty of confidentiality to the Company prohibits him or her from disclosing such periods.

2.8. Dealings by brokers or investment managers

Each Insider must (so far as is consistent with his or her duty of confidentiality) seek to prohibit (by taking the steps set forth below) any Dealing in Financial Instruments during a Closed Period or at a time when the Insider is in possession of Inside Information by an investment manager or broker on his or her behalf or on behalf of any person closely connected with him or her where either he or she or any person closely connected with him or her has funds under management with that investment manager or broker. This does not apply if the investments are managed by the latter on a discretionary basis.

In particular, the Insiders must inform such brokers or investment managers:

- of the name of the Company of which he or she is an Insider;
- of the Closed Periods during which he or she cannot Deal in the Company's Financial Instruments;
- of any other periods when the Insider knows he or she is not himself or herself free to Deal in Financial Instruments under the provisions of this section 2, unless his or her duty of confidentiality to the Company prohibits him or her from disclosing such periods.

2.9. Certain specific reporting obligations for Insiders

At the end of each calendar month, each Insider must report to the Compliance Officer (or the Chairman of the board of directors in the event of a Dealing by the Compliance Officer or the Chief Executive Officer) the Dealings that he or she or the persons closely connected to the Insider have carried out in Financial Instruments of the Company during that month.

The report must be sent by e-mail, and must contain the following information:

- the type of Financial Instrument concerned (e.g. shares, warrants or another type of Financial Instrument);
- the number of Financial Instruments concerned;
- the manner or type of the Dealing (e.g. a sale, purchase, exercise of warrants or stock options, etc.), including whether the Dealing has been carried out on or off a regulated market or stock exchange;

The report must not be sent if no Dealings have been carried out.

The Compliance Officer will maintain written records of the reports. These records will be centralized by the Audit Committee. The Company will have the right to report or disclose to the public or the authorities any Dealings that have been so reported and have been carried out by Insiders or persons closely connected to them.

2.10. List of persons having access to Inside Information

The Company will keep a list of all persons who work at the Company (based on an employment contract or otherwise) and who have regular or occasional access to Inside Information at the Company's registered office. This list will contain the following information:

- the identify of the persons who have access to Inside Information
- the reason why these persons are on the list and the date as of which they gained access to Inside Information; and
- the date on which the list was drawn up and updated.

2.11. Amendments to the Dealing Code

This Dealing Code may be amended from time to time by the Company's board of directors. Amendments to the Dealing Code will be distributed to the Insiders or posted on the Company's intranet. Each Insider that has acknowledged compliance with this Dealing Code by signing an Acknowledgment shall be deemed to have agreed to comply also with the Dealing Code as amended from time to time by the board of directors.

2.12. Governing law and jurisdiction

This section 2 shall be governed by and interpreted according to the laws of the Kingdom of Belgium, excluding conflicts of laws rules.

3. Market Abuse and Transparency in General

3.1. Introduction

This section 3 provides a summary of the general legal framework under Belgian law that applies to market abuse and transparency. It should be noted that the legal framework is subject to frequent changes by the legislator and numerous debates in legal doctrine and case law. The summary set forth below is therefore for information purposes only and should not be construed as legal advice as to the interpretation or enforceability of the relevant legal provisions. Furthermore, the summary below only relates to Belgian law. The prohibition on market abuse also applies in other jurisdictions. These foreign rules could also be relevant in case of market abuse involving different countries. In case of doubts relating to the contents or the meaning of the information contained below, you should consult an authorized or professional person specialized in advice on these matters. For further information, you can also contact our Compliance Officer.

3.2. Prohibition on insider dealing

The Belgian Act of August 2, 2002 on the supervision on the financial sector and the financial services (the "**Law**") imposes a number of specific prohibitions on insider dealing. For a definition of "inside information", see section 3.3 below.

The first set of rules applies to so-called ***primary insiders*** who have inside information. These primary insiders are:

(i) any person possessing inside information of which he/she is aware, or ought reasonably to be aware, that it is inside information, by virtue of:

- their membership of the governing, management or supervisory bodies of the Company;
- their holding in the capital of the Company;
- their having access to the inside information through the exercise of their employment, profession or duties.

(ii) any person possessing inside information because of his/her criminal activities;

(iii) in the case of a company or another legal person, any physical person involved in the decision to execute a transaction or place an order for the account of the legal person concerned;

(iv) in the case of an investment firm, a debt investment firm or a collective investment undertaking, any member of the bodies of such firms, companies or undertakings, and their staff members who possess inside information in relation to a financial instrument in the portfolio of the firm, company or undertaking concerned.

For the purpose of the rules relating to dealings in financial instruments of the Company as set forth in section 2, all directors, members of the executive management and employees are considered an "Insider". See also section 2.2.1 above.

Primary insiders who possess inside information and who know or reasonably should know that the information concerned constitutes inside information, may not do any of the following:

- ***no trading***: they may not use such inside information by acquiring or disposing of, or by trying to acquire or dispose of, for their own account or for the account of a third party, either directly or indirectly, the financial instruments of the Company;

- ***no tipping***: they may not disclose such inside information to any other person, unless such disclosure is made in the normal course of the exercise of their employment, profession or duties;

- ***no recommendation***: they may not, on the basis of inside information, recommend or induce another person to acquire or dispose of financial instruments of the Company, or to have such financial instruments acquired or disposed of by others.

The above prohibitions also apply to any other person whomsoever, whether or not active within the Company or its Subsidiaries, so-called ***secondary insiders***, who possess inside information, while he or she knows or reasonable should know that it is inside information, and that, directly or indirectly, comes from a primary insider.

The above prohibitions apply to any financial instrument issued by the Company (whether listed or not), such as shares, warrants and convertible bonds. They also apply to financial instruments that are not issued by the Company, but that allow the holder thereof to acquire or subscribe to financial instruments issued by the Company or exchangeable into financial instruments issued by the Company, such as call options and put options.

Also, the above prohibitions with respect to the financial instruments of the Company apply to any action whether carried out in or outside Belgium, and whether the prohibited transactions are carried out on or off a regulated market.

Non-compliance with these prohibitions could lead to criminal liability (subject to criminal fines and jail sentences) and/or administrative fines imposed by the FSMA. The criminal and administrative fines can be doubled or tripled depending on whether the person breaching the prohibition has derived financial gains from the prohibited transaction.

The administrative sanctions apply to trading by any primary or secondary insider who has inside information, regardless of whether he or she uses such inside information for his or her trading, while the criminal sanctions only apply when he or she actually uses such inside information for trading. This means that as soon one has inside information, no trading can take place whatsoever for the purpose of the administrative sanctions.

3.3. Inside information

For the purpose of the rules on insider dealing, "*inside information"* means information of a precise nature which has not been made public, relating, directly or indirectly, to the Company or its financial instruments and which, if it were made public, would be likely to have a significant effect on the price of the financial instruments issued by the Company.

Information shall be deemed to be of a "*precise nature*" if (i) it relates to a situation which exists or may reasonably be expected to come into existence or to an event which has occurred or may reasonably be expected to occur and (ii) it is specific enough to draw a conclusion as to the possible effect of such situation or event on the prices of financial instruments or related derivative financial instruments.

"*Information which, if it were made public, would be likely to have a significant effect on the prices of financial instruments or related derivative financial instruments*" means information a reasonable investor would be likely to use as part of the basis of his investment decisions.

3.4. Prohibition of market manipulation

Apart from the above prohibition on insider dealing, Belgian law also contains a number of prohibitions on market manipulation:

(i) No one may enter into transactions or place orders to trade:

- that give, or are likely to give, false or misleading signals with respect to the supply of, demand for or the price of one or more financial instruments; or

- that secure, by one person, or more persons acting in collaboration, the price of one or more financial instruments at an abnormal or artificial level;

unless the person who entered into the transactions or issued the orders to trade establishes that his/her reasons for doing so are legitimate and that these transactions or orders to trade conform to accepted market practices on the regulated market concerned;

(ii) No one may enter into transactions or place orders using fictitious constructions or any other form of deception or contrivance:

(iii) No one may disseminate information or rumors through the media, the Internet or by any other means, which gives or is likely to give, incorrect or misleading signals as to financial instruments, whereby the person concerned knows or should have known that the information was incorrect or misleading;

(iv) No one may perform other acts, designated by the King upon the recommendation of the FSMA, that hamper or disrupt the proper functioning, integrity and transparency of the market or could do so;

(v) No one may participate in any arrangement that would lead to the performance of any act as referred to in (i) to (iv);

(vi) No one may induce one or more other persons to perform acts that, were he himself to perform them, would be prohibited under (i) to (iv).

Non-compliance with these prohibitions could lead to criminal liability (subject to criminal fines and jail sentences) and/or administrative fines imposed by the FSMA. The administrative fines can be doubled or tripled depending on whether the person breaching the prohibition has derived financial gains from the prohibited action or transaction.

3.5. General transparency rules

Pursuant to applicable Belgian legislation on the disclosure of significant shareholdings and the company's articles of association, each natural person or legal entity acquiring, directly or indirectly, voting right securities, whether or not representing the company's share capital, must, within four (4) Business Days following the acquisition, notify the board of directors of the Company and the FSMA of the number and the percentage of the existing voting rights he / she / it holds as a result of the acquisition, whether directly, indirectly or by acting in concert with one or several other persons, when the voting rights attached to the voting right securities reach or exceed 3%, 5%, 10%,15%, 20% and any further multiple of 5% of the total existing voting rights. A similar notification is required when due to disposals of securities the number of voting rights falls below one of the above-mentioned thresholds.

A notification is also required when, as a result of events changing the breakdown of voting rights, the percentage of the voting rights attached to the voting right securities reaches, exceeds or falls below the thresholds provided for in the first paragraph, even when no acquisition or disposal of securities has occurred. A notification is also required when physical

persons or legal entities enter into an agreement of action in concert, when as a result thereof, the percentage of the voting rights subject to the action in concert or the percentage of the voting rights of one of the parties to the action in concert reaches, exceeds or falls below the thresholds mentioned in the first paragraph.

The forms to make the aforementioned notifications, as well as further explanations can be found on the website of the FSMA (www.fsma.be). Further information with respect to this obligation can also be obtained by contacting the Company's Compliance Officer.

3.6. Specific transparency rules

3.6.1. In general

Directors, executive managers, and staff members of the Company and its Subsidiaries must comply with the general transparency rules described in section 3.5.

In addition, they will have to comply with the specific dealing rules set forth in section 2 of this Dealing Code.

3.6.2. Directors and executive managers

Directors, executive managers and other persons discharging managerial responsibilities at the level of MDxHealth and persons who are closely connected to them must notify the FSMA of any dealing in financial instruments of the Company.

"*A person discharging managerial responsibilities within an issuer*" (as defined in Article 2, 22° of the Law) means a person who is:

(a) a member of the administrative, management or supervisory bodies of MDxHealth;

(b) a senior executive of MDxHealth, who is not a member of the bodies as referred to in point (a), having regular access to inside information relating, directly or indirectly, to the issuer, and the power to make managerial decisions affecting the future developments and business prospects of this issuer.

The notification must be made within five (5) Business Days as of the transaction date. The notification (for which a template form can be found on the website of the FSMA (www.fsma.be/fr/Supervision/fm/gv/ah/circah/ov.aspx), must contain the following information:

- the name of the person discharging managerial responsibilities within MDxHealth and/or, as the case may be, the name of the person closely connected to him/her,
- the reason for the notification duty,
- the name of MDxHealth,
- a description of the financial instrument,
- the nature of the transaction (e.g. acquisition or disposal),
- the date and place of the transaction, and

- the price and volume of the transaction.

The notification can however be postponed for as long as the total amount of the transactions executed during the ongoing calendar year remains below the threshold of EUR 5,000. Once this threshold is exceeded, all transactions that have been executed until then need to be notified to the FSMA within 5 Business Days after the execution of the last transaction. In case the total amount of the transactions executed during the ongoing calendar year remains below the threshold of EUR 5,000, the transactions concerned must be notified prior to January 31 of the following year.

For the purpose of this provision, the total amount of the transactions consists of the sum of all transactions executed by a certain person discharging a managerial responsibility for his own account and all transactions for their own account by persons closely connection to him or to her.

Schedule A: Form of Acknowledgment

Acknowledgment

To: MDxHealth SA
for the attention of
the Board of Directors

Ladies,
Gentlemen,

I understand that I [am an "Insider"]/[have been identified by the board of directors of MDxHealth SA as an "Insider"], as such term is defined in the Dealing Code that has been established by the board of directors of MDxHealth SA.

By virtue of the this letter, I confirm and acknowledge that I have received a copy of the Dealing Code, and that I will comply, as Insider, with the terms and provisions of the Dealing Code, as will be amended from time to time by the board of directors of MDxHealth SA, in accordance with the provisions set forth in section 2 of the Dealing Code.

Done at …… on ……

By: _____ (signature)

Name: ……

Address: ……
……
……

E-mail: ……