(a limited liability company incorporated under Belgian law with its registered office in Liège, Belgium)

PROSPECTUS

SUMMARY NOTE DATED APRIL 6, 2011

This Summary Note has been prepared by MDxHealth SA ("MDxHealth" or the "Company") in relation to the admission to trading of 5,436,713 New Shares on Euronext Brussels and Euronext Amsterdam and is to be read in conjunction with the following documents:

- *the Company's Registration Document 2010 in relation to the Company's financial year ended on 31 December 2010, as approved by the CBFA on February 21, 2011; and*

- *the Company's Securities Transaction Note in relation to the admission to listing of 5,436,713 New Shares on Euronext Brussels and Euronext Amsterdam, as approved by the FSMA on April 6, 2011.*

This Summary Note, together with the Company's Registration Document 2010 and the Securities Transaction Note constitute a Prospectus within the meaning of Article 28, §1 of the Belgian Act of 16 June 2006 on the public offering of securities and the admission of securities to trading on a regulated market.

This Summary Note should be read as an introduction to the Prospectus. It contains selected information about the Company, its business and its securities. It does not include all the information that may be important to investors and should be read together with the more detailed information and the consolidated financial statements and notes thereto included elsewhere in the Prospectus. It should also be read together with the matters set forth under "Risk Factors". Any decision to invest in the securities of the Company should be based on consideration of the Prospectus as a whole. No civil liability will attach to the Company or its board of directors with respect to this Summary Note, including any translation thereof, except if the summary is misleading, inaccurate or inconsistent when read together with all other parts of the Prospectus. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff might, under the applicable national legislation, have to bear the costs of translating the prospectus before the legal proceedings are initiated.

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1. RISK FACTORS

Below is a summary of the material risk factors and main uncertainties that may affect the operations, results, financial condition and/or the prospects of MDxHealth (and as a result the value of its shares) and of which MDxHealth is currently aware. For a more substantive overview of these and other risks and uncertainties faced by the Company, reference is made to the section "Risk Factors" included in the Registration Document 2010, which, together with the Summary Note and this Securities Transaction Note, constitute the Prospectus. These risks and uncertainties may not be the only ones faced by the Company and are not intended to be presented in any assumed order of priority. Additional risks and uncertainties, including those currently unknown or presently deemed immaterial, could have the effects set forth above.

- If MDxHealth is not successful in accomplishing the objectives contemplated by its recently revised business model (including, but not limited to, the establishment of a CLIA lab in the United States and the finding of suitable supplies), it may not be able to develop and/or commercialize its tests and products, as currently envisaged.

- If, in the future, new funds are not, not sufficiently or not timely available on commercially acceptable terms, MDxHealth may be forced to delay, reduce or terminate the roll-out of its business plan to develop and commercialize tests, as currently envisaged, and/or may not be able to take advantage of future business opportunities.

- Since its inception, MDxHealth has incurred operating losses and has not paid any dividends. MDxHealth expects to continue to incur net losses in the near to mid term.

- The commercial success of MDxHealth will depend on the acceptance of its products by the community of medical practitioners, which is never certain and will, inter alia, depend on the success of MDxHealth's yet to be trained and retained sales force. MDxHealth's commercial success will further be dependent on the degree of reimbursement, if any, of its tests and products by public health administrations, private health insurers, managed care organizations and other organizations. The products of MDxhealth have currently not yet received an official reimbursement status with any competent authority or agency.

- MDxHealth is dependent on compliance with many regulations as well as on laboratory certification and, if necessary, product approvals to be allowed to market some or all of its future products. MDxHealth may not obtain, may not be able to renew or may be forced to make unexpected expenses in order to maintain, the regulatory (CLIA or other) certification of its (yet to be established) US laboratory, through which it intends to sell its products as Laboratory Developed Tests (LDTs). The competent regulators (including U.S. Centers for Medicare and Medicaid Services (CMS) and the U.S. Food and Drug Administration (FDA)) may, further, at any time (and, in certain instances, unexpectedly) change the requirements for regulatory approval of LDTs, which may significantly impact the anticipated time-to-market and/or margin of certain or all of the MDxHealth's products. If MDxHealth is requested to conduct additional clinical trials, for which it need samples, prior to selling the test it may develop, those trials could lead to delays or failure to obtain necessary regulatory approval, which could delay commercialization and therefore profitability.

- MDxHealth faces (i) technology competition as other molecular technologies are also targeting the oncology market and (ii) product competition as some of the cancer segments targeted by MDxHealth are served by other, including current, diagnostic methods which may presently be more accepted by the market.

- MDxHealth is dependent on key personnel. The development and commercialization of MDxHealth's tests and products may be delayed significantly if MDxHealth does not succeed on attracting and retaining key employees.

- The revenue expected from MDxHealth co-development projects and license deals with third party partners may be impacted if MDxHealth's partners delay the project or decide to cancel the project.

- For clinical and other patient trials as well as for patient testing, MDxHealth may face liability claims from patients. While MDxHealth currently has liability insurance policies, there is no guarantee that the coverage thereof will be sufficient or that MDxHealth will be able to maintain such insurance in the future or that it will be able to find alternative insurance coverage on reasonable terms.

- MDxHealth is dependent on the continuous and effective protection of its own and in-licensed intellectual property portfolio. MDxHealth has no guarantee that its current intellectual property claims will not be challenged, or that new patents of third parties will not affect its freedom to operate. MDxHealth may be subject to substantial costs and liabilities or be prevented from or restricted in developing or selling its services, tests or products as a result of litigation or other proceedings related to patent or similar rights. MDxHealth may incur substantial costs to protect and enforce its patents and its in-licensed rights. MDxHealth's rights to use technologies licensed from third parties are conditional on MDxHealth's compliance with certain requirements and MDxHealth may not be able to develop, manufacture or sell its products if it loses its existing rights or cannot obtain new rights on reasonable terms.

- The restructuring actions performed by the Company in order to implement its new strategy could result in unforeseeable costs or damages from areas such as possible litigation, loss of know how or requests for reimbursement of subsidies.

2. GENERAL INFORMATION

2.1 Message to investors

The Prospectus

This Summary Note is to be read together with the Company's Registration Document 2010 and the Securities Transaction Note, which, together constitute a prospectus (the "**Prospectus**") that has been prepared by the Company in accordance with Article 20 of the Belgian Act of 16 June 2006 on the public offering of securities and the admission to trading of securities on a regulated market (*Loi relative aux offers publiques d'instruments de placement et aux admissions d'instruments de placement à la négociation sur des marches réglementées*) (the "**Act of 16 June 2006**") in relation to the admission to trading on Euronext Brussels and Euronext Amsterdam of 5,436,713 new shares (the "**New Shares**") of the Company that were issued on April 4, 2011 and will be subscribed to on April 8, 2011 pursuant to an underwriting agreement dated April 5, 2011 (the "**Transaction**").

Language of the Prospectus

This Prospectus has been prepared in English. In accordance with Article 31 of the Act of 16 June 2006, this Prospectus has been translated into French. The Company, represented by its board of directors, the members of which are identified below, is responsible for the consistency between the French and the English versions of the Prospectus. Both the English and French versions of the Prospectus are legally binding.

Availability of the Prospectus

This Prospectus consists of this Summary Note, the Securities Transaction Note and the Registration Document 2010. The Summary Note and the Securities Transaction Note can only

be distributed together, in combination with the Registration Document. The Prospectus is available in French and English. This Prospectus will be made available to investors at no cost upon simple request at the following address:

MDxHealth SA
Attention: Investor Relations
Tour 5 GIGA
Avenue de l'Hôpital 11
B-4000 Liège, Belgium
Tel. +32-4.364.20.70
E-mail: ir@mdxhealth.com

This Prospectus is also available at the Company's website www.mdxhealth.com.

Posting this Prospectus on the internet does not constitute an offer to sell or a solicitation of an offer to buy any of the shares to any person in any jurisdiction in which it is unlawful to make such offer or solicitation to such person. The electronic version may not be copied, made available or printed for distribution. This Prospectus is only valid in its original version circulated in Belgium and The Netherlands in compliance with applicable laws. Other information on the website of the Company or any other website does not form part of the Prospectus.

2.2 Persons responsible for the contents of the Prospectus

The Company, represented by its board of directors (see also section 6.1), assumes responsibility for the content of this Prospectus. The Company's registered office is located at Tour 5 GIGA, Avenue de l'Hôpital 11, B-4000 Liège, Belgium.

The Company, represented by its board of directors, declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Prospectus is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

2.3 Approval of the Prospectus

The Company's Registration Document 2010 was approved by the Belgian Banking, Finance and Insurance Commission (*Commission Bancaire, Financière et des Assurances* - "**CBFA**") on February 21, 2011 as a registration document within the meaning of Article 28, §3 of the Act of 16 June 2006.

This Summary Note and the Securities Transaction Note were approved by the Belgian Financial Services and Markets Authority (the "**FSMA**") on April 6, 2011 in accordance with Article 23 of the Act of 16 June 2006 for the purposes of the admission to listing of the New Shares on Euronext Brussels. The FSMA has provided the AFM (*Autoriteit Financiële Markten*), the competent regulator in The Netherlands for the purpose of the Prospectus Directive, with a certificate of approval in respect of the Prospectus in accordance with Article 36, §1 of the Act of 16 June 2006 for the purposes of the admission to listing these New Shares on Euronext Amsterdam.

The approval by the CBFA and FSMA does not imply any judgment on the merits or the quality of the transactions contemplated by this Prospectus nor of the securities or the status of MDxHealth.

The Prospectus has not been submitted for approval to any other supervisory body or governmental authority outside Belgium.

3. HISTORY AND ACTIVITIES OF MDxHEALTH

3.1. History of MDxHealth

MDxHealth, formerly known as OncoMethylome Sciences SA, was incorporated on 10 January 2003 for an unlimited duration. The Company has the legal form of a limited liability company (*société anonyme*) under Belgian law. The Company's registered office is located at Tour 5 GIGA, avenue de l'Hôpital 11, B-4000 Liège, Belgium. The Company is registered with the registry of legal persons (*registre des personnes morales – RPM*) under enterprise number (*numéro d'entreprise*) 0479.292.440 (Liège).

MDxHealth is listed on Euronext Brussels (MDXH.BR) and Euronext Amsterdam (MDXH.A) since 27 June 2006 and its market capitalization on April 4, 2011 amounts to approximately € 27.6 million.

3.2. Activities of MDxHealth

MDxHealth, formerly known as OncoMethylome Sciences, is a molecular diagnostics company that develops and commercializes advanced tests for cancer assessment and the personalized treatment of patients. Specifically, the Company (i) designs and intends to commercialize tests that aim at helping physicians identify and treat their cancer patients by providing them with innovative and meaningful assays, (ii) collaborates with pharmaceutical companies on the development of companion diagnostics, biomarker discovery, and clinical trial testing and (iii) licenses certain of its technology to specialized partners for cancer screening applications or for the research market.

MDxHealth's European headquarters are located in Liège (Belgium) and its US headquarters in Durham, North Carolina (United States). The Company also has offices in Ghent (Belgium).

For a more complete description of the activities of the Company, reference is made to the Registration Document 2010.

4. BUSINESS STRATEGY

4.1. Revised Business Model

MDxHealth develops and commercializes advanced tests for the diagnosis, prognosis and personalized treatment of cancer using a patented molecular technology, Methylation Specific PCR (MSP). MSP functions on standard commercial PCR equipment. Using the same technology MDxHealth is also developing pharmaco diagnostics (companion diagnostics) for pharmaceutical companies.

The business model of MDxHealth has recently considerably changed. During 2010, MDxHealth decided to shift from a discovery license company to a commercial clinical diagnostic company.

The previous business model of the company focused on the out-licensing of cancer screening applications and the discovery of new biomarkers in exchange for eventual royalty fees in the long term. MDxHealth is now focused on the development and commercialization of diagnostic and prognostic tests to assist physicians in improving the care of patients.

4.2. Existing and future product offering

MDxHealth's existing and future solutions comprise 4 categories:

- Clinical Diagnostic (Clinical Dx) solutions. Clinical Dx solutions assist the physician to detect, diagnose and treat cancer patients. These tests are being developed by MDxHealth with a view to being sold directly to physicians via a direct sales force and via a company-operated US CLIA-certified lab in the form of laboratory-developed tests (LDTs). At a later stage, MDxHealth may consider selling such tests in Europe as CE-marked kits via a distributor and out-licensing the applications in other regions of the world. The principal products that fall into this category are (i) the Prostate ConfirmMDx and InformMDx tests, (ii) the Lung ConfirmMDx and InformMDx tests, and (iii) the Colon InformMDx test. MDxHealth is also carrying out early-stage research on a bladder aggressiveness test.

- Pharmaco-Diagnostic (PharmacoDx) solutions. Also known as companion diagnostics, PharmacoDx tests assist the physician in prescribing the right therapy to the right patient based on the genomic profile of that patient. MDxHealth intends to sell its PharmacoDx tests via its own US CLIA lab or its ISO-certified European lab to pharmaceutical companies and doctors performing research during the development stage of the drugs. MDxHealth's PharmacoDx tests in development are: (i) the MGMT test for brain cancer as a companion diagnostic test with the expectation it would be included in the Cilengitide drug label (already in final stages of a phase III trial with Merck Serono), (ii) a test being developed with Pfizer for PARP inhibitor drugs, and (iii) tests being developed with GSK Biologicals for their immunotherapeutics cancer (vaccine) program.

- Pharmaco-Diagnostic (PharmacoDx) services. MDxHealth's PharmacoDx program is designed to deliver more effective diagnostic opportunities for pharmaceutical companies in support of their drug development programs. MDxHealth offers PharmacoDx services and support to pharmaceutical and other drug development companies at all stages of the drug/diagnostic (i.e. theranostic) development process, including (i) biomarker discovery, selection and optimization, (ii) bioinformatics, (iii) validation of companion diagnostic assays and (iv) clinical trial testing. Pharmaceutical companies increasingly rely on companion diagnostic tests to stratify patients for clinical trials (i.e. select those patients for whom the drug under investigation would be most effective), in order to conduct clinical trials faster and with smaller patient cohorts, as well as in response to increased regulatory mandates to incorporate biomarkers into the drug development process.

- Out-Licensed technology and biomarkers (for clinical and research applications). MDxHealth has out-licensed its MSP technology and certain biomarkers to third party companies that may incorporate the technology and markers into the products they are developing for both the clinical and research market. In return, MDxHealth may receive certain milestone fees and royalties on the eventual sales of tests and products that incorporate its technology.

MDxHealth carries out its product development and pharmaceutical clinical service testing via its ISO-certified central laboratory based in Belgium.

MDxHealth intends to sell its ClinicalDx and PharmacoDx tests in the US as LDTs via its own US CLIA-certified lab. MDxHealth does not yet own such a CLIA-certified lab nor does it have sales representatives in the United States, however it intends to start building or acquiring such capabilities during the course of 2011. At a later date, MDxHealth may consider selling its ClinicalDx and PharmacoDx in Europe as CE-marked kits via a distributor and out-licensing the applications in other regions of the world.

MDxHealth's PharmacoDx program generated the majority of the revenue of MDxHealth in 2010 and is expected to be a large part of revenues in the near future. Going forward, and subject to

MDxHealth being able to successfully roll out its revised business model, ClinicaIDx tests are expected to be the core driver of the revenues and valuation of the company.

For a more complete description of the (current and future) product offering of MDxHealth, of its related research and development activities, its partnership and licensing agreements, its sales and marketing strategy and its technology platform, reference is made to the Registration Document 2010.

4.3. Intellectual property

MDxHealth holds rights to a broad array of more than 45 issued and 90 pending patents in multiple countries worldwide covering the methylation technology platform and multiple methylation DNA biomarkers. Core to MDxHealth's intellectual property portfolio is the patent family covering the Methylation-Specific Polymerase chain reaction (MSP) process. Methlylated DNA-based measurement, combining the MSP platform with target biomarkers, enables meaningful comparisons of methylation in a variety of pre-clinical and clinical settings. The methylation detection patents are in-licensed from the Johns Hopkins University and from the Lovelace Respiratory Research Institute.

For a more complete description of the intellectual property portfolio and strategy of the Company, reference is made to the Registration Document 2010.

4.4. Trends

There are no significant recent trends between the approval of the Registration Document 2010 and the printing of this document.

5. DETAILS ON THE ADMISSION TO LISTING

5.1. Issue of the New Shares

All 5,436,713 New Shares were issued at the occasion of a capital increase resolved upon by the board of directors on April 4, 2011 in consideration for a total cash contribution of € 8,155,069.50 (including issuance premium).

This capital increase was resolved upon by the board of directors in the framework of the authorized capital in accordance with article 6 of the articles of association of the Company, which was renewed and restated by the extraordinary shareholders' meeting of February 18, 2011, as published in the Belgian Official Gazette on March 8, 2011 and March 18, 2011.

These 5,436,713 New Shares will be subscribed to on April 8, 2011 by investors who have been approached by a bank syndicate lead by Kempen & Co Corporate Finance, Nomura Code Securities and ING Belgium NV/SA during an accelerated book build private placement that was organized on April 5, 2011.

In order to allow the bank syndicate to approach a broad group of investors in the framework of an accelerated book build private placement, the board of directors has, at the occasion of the issue of the New Shares on April 4, 2011 cancelled the preferential subscription right of the existing shareholders of MDxHealth in accordance with Article 603, *juncto* Article 596 of the Belgian Company Code.

5.2. Issuance price of the New Shares

The total issuance price of the New Shares (fractional value plus issuance premium) at which the New Shares were issued and will be subscribed to in the framework of the Transaction was € 1.50 per New Share.

Of the issuance price of the New Shares an amount equal to the fractional value of the existing shares of the Company immediately prior to their respective issuance, *i.e.* € 0.7977 per New Share (or € 4,336,865.96 in total), will be booked as share capital and the balance, *i.e.* € 0.7023 per New Share (or € 3,818,203.54 in total), will be booked as issuance premium.

5.3. Rationale of the capital increase and use of proceeds

The Company intends to use the net proceeds of the placement of the New Shares for the following purposes:

- To accelerate product development.
- To set-up and operate a US CLIA-certified commercial laboratory.
- To set-up a US based sales and marketing team.

The exact amounts and timing of the use of the proceeds of the placement will depend upon numerous factors. In the event where the company opts to set up its own laboratory, the budget for installing the laboratory, making it operational and hiring US sales and marketing people is currently estimated between € 3 and 4 million.

5.4. Dilution of the existing shareholders

A special report was prepared by the board of directors and the statutory auditor in connection with the Transaction in accordance with Articles 596 of the Belgian Company Code, further describing the Transaction and the financial consequences thereof for the existing shareholders.

For further information in this respect, reference is made to Section 6 of the Securities Transaction Note.

5.5. Admission to listing

An application has been made for the admission to trading of the New Shares on Euronext Brussels and Euronext Amsterdam. It is expected that the admission to trading will become effective and that dealings in the New Shares on Euronext Brussels and Euronext Amsterdam will commence on or around April 8, 2011.

5.6. Expenses related to the issue of the New Shares

The costs and expenses incurred by the Company in relation to the Issue and the admission to trading of the New Shares on Euronext Brussels and Euronext Amsterdam amount to approximately 10% of the gross proceeds of the Transaction.

6. SHARE CAPITAL AND SHAREHOLDERS' STRUCTURE

6.1. Share capital

Immediately prior to the Transaction, the share capital of the Company amounted to € 10,517,661.90 represented by 13,185,614 shares without nominal value, each representing the same fraction of the share capital. The share capital is entirely and unconditionally subscribed and fully paid-up.

At the occasion of the Transaction, the share capital of the Company was increased by the board of directors, acting within the framework of the authorized capital, with € 4,336,865.96 (excluding issuance premium) through the issuance of 5,436,713 New Shares, as set forth in Chapter 4. Immediately following the Transaction, the share capital of the Company will hence amount to € 14,854,527.86, represented by 18,622,327 shares, without nominal value.

At the date of the Transaction, a total number of 560,150 new shares could moreover potentially be issued through the exercise of outstanding warrants (vested and non-vested) issued by the Company at that time.

6.2. Shareholders' structure

The table below provides an overview of the shareholders that have notified the company of their ownership of MDxHealth securities. The overview is based on the most recent transparency declarations submitted to the Company.

Shareholder (or Party representing shareholders)	Number of shares	% of outstanding shares	Situation as of	Notification Received
IDInvest Partners (ex-AGF Private Equity)	794,912	6.03%	Dec 18, 2008	Dec 18, 2008
APG Algemene Pensioen Groep NV	559,102	4.24%	Feb. 3, 2010	Feb. 10, 2010
Life Sciences Partners II BV	1,411,195	10.70%	Sept 1, 2008	Oct. 17, 2008
Edmond de Rothschild Investment Partners	1,263,915	9.59%	Dec 18, 2008	Dec 18, 2008
ING Belgium NV/SA (private equity dept)	2,147,610	16.29%	Aug. 4, 2009	Aug. 4, 2009
Fortis Investment Management	481,539	3.65%	Mar 13, 2009	Mar 16, 2009
Total of Notified Shares	6,658,273	**50.50%**		
Total Outstanding shares	13,185,614	100.00%		

The above parties made their declarations separately and are acting independently. To the best knowledge of the Company, no agreements are currently in place between existing shareholders.

7. BOARD OF DIRECTORS, MANAGEMENT TEAM AND EMPLOYEES

7.1. Board of directors

The board of directors of MDxHealth is currently composed of the following 7 directors:

- Mr. Edward Erickson, Chairman, non-executive independent director;
- Dr. Jan Groen, executive director;
- Dr. Karin Louise Dorrepaal, non-executive director;
- Mr. Mark Myslinski, non-executive independent director;
- Edmond de Rothschild Investment Partners, represented by its permanent representative, Mr. Raphaël Wisniewski, non-executive director;

- ING Belgium NV/SA, represented by its permanent representative Mr. Denis Biju-Duval, non-executive director;
- Hilde Windels BVBA, represented by its permanent representative Mrs. Hilde Windels, non-executive independent director.

All directors listed above were appointed or re-appointed at the occasion of the ordinary general shareholders' meeting held on 28 May 2010 for a term of three years, ending immediately following the ordinary general shareholders' meeting to be held in 2013.

7.2. Management team

The management team of MDxHealth currently consists of the following persons:

- Dr. Jan Groen, Chief Executive Officer (CEO)
- Decofi sprl, represented by its permanent representative Mr. Philip Devine, Chief Financial Officer (CFO)
- Mr. Christopher Thibodeau, Vice President of Commercial Operations
- Dr. James Clark, Vice President of Research & Development
- Dr. Melissa A. Thompson, Vice President Regulatory Affairs and Quality Systems
- Mr. Joseph Sollee, Vice President of Corporate and Legal Affairs

The management team does not constitute an executive committee (*comité de direction / directiecomité*) within the meaning of article 524bis of the Belgian Company Code.

7.3. Employees

On December 31, 2010, MDxHealth employed 37 people, 68% of whom contributed to research and development activities. MDxHealth selects talented people to participate and drive its development programs. The Company's scientific staff has expertise in molecular biology, PCR and oncology amongst other disciplines. 56% of the research & development personnel holds PhD degrees.

8. STATUTORY AUDITOR AND ADVISORS

8.1. Statutory auditor

The Company's statutory auditor is BDO Bedrijfsrevisoren / Réviseurs d'Entreprises CVBA/SCRL, a civil company having the form of a cooperative company with limited liability (*société cooperative à responsabilité limitée*), with registered office at Elsinore Building, The Corporate Village, Da Vincilaan 9, Box E.6, 1935 Zaventem, Belgium, represented by Mr. Bert Kegels.

8.2. Legal advisors

The Company was represented by Baker & McKenzie CVBA/SCRL, Avenue Louise 149, B-1050 Brussels, Belgium, with respect to certain specific legal matters in connection with the issuance and the admission to trading of the New Shares.

9. SELECTED FINANCIAL INFORMATION

9.1. Summary of selected financial information

Consolidated Income Statement Data

Thousands of Euro (€)	**12 months ended Dec. 31, 2010** (audited)	**12 months ended Dec. 31, 2009** (audited)	**12 months ended Dec. 31, 2008** (audited)
Revenues	**2,536**	**2,548**	**3,024**
Cost of goods & services sold	(370)	(179)	(243)
Gross profit	**2,166**	**2,369**	**2,781**
Research and development expenses	(6,812)	(13,089)	(10,999)
Selling, general and administrative expenses	(3,745)	(4,011)	(3,107)
Other operating income	131	0	0
Other operating expenses	(106)	0	(1)
Operating Profit (EBIT)	**(8,366)**	**(14,731)**	**(11,326)**
Financial result	137	430	1,134
Profit / (Loss) before taxes	**(8,229)**	**(14,301)**	**(10,192)**
Income taxes	24	0	0
Net profit / (Loss)	**(8,253)**	**(14,301)**	**(10,192)**

Consolidated Balance Sheet Data

ASSETS			
Thousands of Euro (€)	**Dec. 31, 2010** (audited)	**Dec. 31, 2009** (audited)	**Dec. 31, 2008** (audited)
Total non-current assets	1,109	1,976	4,660
Total current assets	13,310	22,776	34,392
Of which cash and cash equivalents	10,593	18,032	30,601
Total assets	**14,419**	**24,752**	**39,052**
LIABILITIES AND SHAREHOLDERS' EQUITY			
Total equity	10,723	18,800	32,643
Non-current liabilities	626	557	1,252
Current liabilities	3,070	5,395	5,157
Total liabilities and shareholders' equity	**14,419**	**24,752**	**39,052**

Consolidated Cash Flow Statement Data

Thousands of Euro (€)	**12 months ended Dec. 31, 2010** (audited)	**12 months ended Dec. 31, 2009** (audited)	**12 months ended Dec. 31, 2008** (audited)
Net cash provided by / (used in) operating activities	(8,129)	(12,798)	(9,313)
Net cash provided by / (used in) investing activities	(686)	118	(1,619)
Net cash provided by / (used in) financing activities	0	109	8,473
Net change in cash and cash equivalents	**(7,443)**	**(12,571)**	**(2,459)**
Effect on exchange rate changes	4	2	(43)
Cash and cash equivalents at end of period	10,593	18,032	30,601

9.2. Capitalization and indebtedness

The table below shows the consolidated capitalization and indebtedness as at February 28, 2011 (unaudited) and for the full previous 3 years (audited). Since its incorporation, the Company has had no financial debt other than minor amounts on assets leased under financial lease agreements, as shown in the table below.

	2 months ended Feb. 28,	**Years ended December 31**		
Thousands of Euro (€)	**2011**	**2010**	**2009**	**2008**
Share capital	10,518	10,518	51,089	50,989
Issuance premium	10,882	10,882	10,882	10,872
Accumulated losses, including loss of the period	(14,303)	(12,825)	(45,143)	(30,842)
Share-based compensation	2,172	2,151	1,981	1,633
Translation reserves	(5)	(3)	(9)	(9)
Total equity	**9,264**	**10,723**	**18,800**	**32,643**
Financial debt	0	0	0	0
Total Financial debt	**0**	**0**	**0**	**0**
Gearing ratio (Financial debt/Equity)	**0%**	**0%**	**0%**	**0%**
Cash and cash equivalents at end of period	9,647	10,593	18,032	30,601

10. RELATED PARTY TRANSACTIONS

Transactions between MDxHealth SA, MDxHealth Inc., MDxHealth Pharmaco-Diagnostics BVBA and OncoMethylome Sciences B.V., which are related parties, have been eliminated in consolidation and are not disclosed herein. The intercompany services between the four MDxHealth entities relate to R&D and administrative services carried out by the subsidiaries on behalf of the parent company and to administrative services carried out by the parent company for the subsidiaries.

ING Belgium NV/SA holds 2,147,610 shares in the company through its private equity department and is one of the main shareholders of the company. ING Belgium NV/SA, corporate finance division, has provided certain financial advice and assistance in connection with the issue of the New Shares as described in this Prospectus.

The company has entered into an employment agreement with Dr. Jan Groen pursuant to which Dr. Jan Groen performs the function of CEO of the Company. Dr. Jan Groen does not hold shares in the Company but was granted 130,000 new warrants in the Company in 2010. The warrants were granted at the extraordinary general shareholders' meeting of June 21, 2010. Furthermore, the board of directors, at its December 7, 2010, meeting agreed to grant additional options to Dr. Jan Groen to purchase 30,000 shares of the Company. At the date of this document, said warrants have not been formally created or issued.

11. ADDITIONAL INFORMATION

11.1. Articles of association

The articles of association of the Company set forth the corporate purpose of the Company, the voting rights attached to the shares, the procedures in relation to the convocation of the general shareholders' meeting, the board of directors and other relevant corporate matters in accordance with Belgian corporate law.

ING Belgium NV/SA holds 2,147,610 shares in the company through its private equity department and is one of the main shareholders of the company. ING Belgium NV/SA, corporate finance division, has provided certain financial advice and assistance in connection with the issue of the New Shares as described in this Prospectus.

The Company must file its (restated and amended) articles of association and all other deeds that are to be published in the Annexes to the Belgian Official Gazette with the clerk's office of the Commercial Court of Liège (Belgium), where they are available. An electronic version of the articles of association of the Company is available on the Company's website (http://www.mdxhealth.com/investors/governance.htm).

11.2. Other publicly available information

Electronic versions of this Summary Note, the Share Securities Note and the Registration Document 2010 are available on the Company's website (http://www.mdxhealth.com/investors/financials.htm). Hard copies of the above-mentioned documents can be obtained upon simple request at the following address:

MDxHealth SA
Attention: Investor Relations
Tour 5 GIGA
Avenue de l'Hôpital 11
B-4000 Liège, Belgium

Tel. +32-479-801-902
E-mail: ir@mdxhealth.com

In accordance with Belgian law, the Company must prepare annual audited statutory and consolidated financial statements. The annual statutory and consolidated financial statements and the reports of the board of directors and statutory auditor relating thereto are filed with the Belgian National Bank, where they are available to the public. Furthermore, the Company has to publish summaries of its annual and semi-annual financial statements, as well as interim management statements in accordance with the Belgian Royal Decree of November 14, 2007 relating to the obligations of issuers of financial instruments admitted to trading on a Belgian regulated market. These documents are made available on the Company's website (www.mdxhealth.com).

The Company will also have to disclose price sensitive information and certain other information to the public. In accordance with the Belgian Royal Decree of 14 November 2007 relating to the obligations of issuers of financial instruments admitted to trading on a Belgian regulated market, such information and documentation will be made available through the Company's website, press releases and the communication channels of Euronext.