Company no. 339801

THE COMPANIES ACT 1985

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

NATIONAL VETERINARY SERVICES LIMITED

At an extraordinary general meeting of the above named Company duly convened and held at Dechra House, Jamage Industrial Estate, Talke Pits, on 20 September 2000 the following resolution was duly proposed and passed as a special resolution:

SPECIAL RESOLUTION

1. That the Company be authorised to give the financial assistance described in the declaration sworn by the directors of the Company, which declaration together with the annexed auditors' report required by Section 156(4) of the Companies Act 1985 were produced to the meeting for inspection and to enter into the guarantee and debenture and letter of offset in favour of the Governor and Company of the Bank of Scotland (as security agent) referred to in that declaration (the provisions of such financial assistance being in the best interests and for the benefit of the Company).

Chairman of the meeting

A17 #ALF6LUID# 0177
COMPANIES HOUSE 06/10/00