

Company No: 1784060

Retirement Care (BH) Limited

Written resolutions of the above Company as elective resolutions

Pursuant to Section 381A of the Companies Act 1985 we the undersigned, being all the members of the company who at the date of this resolution are entitled to attend and vote at general meetings of the company, hereby unanimously resolve as an elective resolution in accordance with Section 379A of the Companies Act 1985 (the Act):

That the Company elects:

1. pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
2. pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings; and
3. pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

Signed



B V Leader Cramer

For and on behalf of Retirement Care Group Limited, only member.

1st December 1999

