

No. 1830827

**THE COMPANIES ACT 2006**  
**WRITTEN RESOLUTION**

**of**

**TOUCAN LEISURE MANAGEMENT LIMITED**

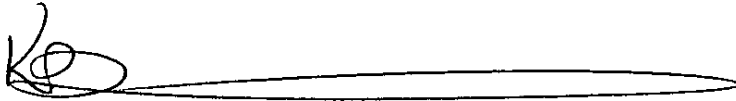
**Date:** *17 December* 2010 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the above-named company (the "**Company**") propose that the following resolution (the "**Resolution**") is passed as a special resolution

**SPECIAL RESOLUTION**

**IT WAS RESOLVED THAT:** the share capital account of the Company be reduced to £1 and the amount of the reserve arising on the reduction becoming effective be treated as a realised profit for the purposes of Part 23 of the 2006 Act and be credited to the distributable reserves of the Company

We, the undersigned, being the persons entitled to vote on the Resolution on *17 December* 2010, hereby irrevocably agree to the Resolution



**Nuffield Health Wellbeing Limited**

FRIDAY



## NOTES:

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in hard copy or by email
2. If, within 28 days' of the Circulation Date, sufficient agreement has not been received in order to pass the Resolution, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company on or before this date
3. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document