Windermere Homes Limited - Registered in England No. 01864802

Extraordinary General Meeting of members on 6th April 2011

Present:

Mr D B Tomlinson (by teleconference)

Mr J H Dale holding proxy for Mr D Ross

Special Resolution to authorise reduction of the Company's share capital

(ss 642 - 644 Companies Act 2006)

It was unanimously resolved that the Company reduce its issued share capital from £60,000 to £100 by repaying paid-up redeemable share capital of £59,900 that is in excess of the Company's wants to the shareholders at a rate of 82 7 pence per share. It was proposed to use the procedures permitted under sections 642 - 644 of Companies Act 2006 to do this (special resolution of the members supported by a solvency statement), and that such reduction shall take effect upon registration of a copy of the required solvency statement, a memorandum of capital and a copy of this resolution by the Registrar of Companies

Signed as a true record

A Richard Whitehead

David B Tomlinson

Company Secretary.

Director

WEDNESDAY

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