

Company Number. 2221295

WEDNESDAY



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COMPANIES HOUSE

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**PRIVATE COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION  
OF  
MEDISPORT INTERNATIONAL LIMITED  
(the "Company")**

Circulated on 25<sup>th</sup> February 2011 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**")

**SPECIAL RESOLUTIONS**

"It is hereby resolved, following the directors of the Company having made on 25<sup>th</sup> February 2011 a solvency statement in accordance with section 643 of the Companies Act 2006 and pursuant to section 641(1)(a) of the Companies Act 2006, **THAT:**

- (i) the issued share capital of the Company be reduced from £166,469 75 to £1 by cancelling £166,468 75 of its issued ordinary shares and that the amount arising from such cancellation of share capital be carried to the distributable reserves of the Company, and
- (ii) the share premium account of the Company totalling £20,7315 91 and the capital redemption reserve account of the Company totalling £810,772 be cancelled and that the amount arising from such cancellation be carried to the distributable reserves of the Company "

02 MAR 2011

## AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions



for and on behalf of

**Patterson Medical Limited**

Dated: 25<sup>th</sup> February 2011

## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company
2. 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.
3. If you do not agree to the Resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless sufficient agreement has been received for the Resolutions to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period