

**THE COMPANIES ACTS 1985 TO 1989
COMPANY LIMITED BY SHARES**

BEDE VILLAGE MANAGEMENT LIMITED

("Company")

Special Resolution passed as a Written Resolution

That pursuant to s381A of the Companies Act 1985 we being all the Members of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company hereby resolve as follows

THAT the giving by the Company of a cross-guarantee in favour of The Governor and Company of the Bank of Ireland ("Bank"), to secure all monies and liabilities of Richmond Care Villages Holdings Limited and other group companies as guarantors as parties to such cross-guarantee to the Bank is in the best commercial and practical interests of the Company and its shareholders and is hereby approved

Dated *4th June* 2007



Richmond Health Care Limited

