



Company Number 2366655

THE COMPANIES ACT 1985
(As amended)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF

GOLDSBOROUGH RETIREMENT PROPERTY SERVICES LIMITED

Passed on 5th September 1997

At an Extraordinary General Meeting of Goldsbrough Retirement Property Services Limited, duly convened and held at BUPA House, 15-19 Bloomsbury Way, London WC1A 2BA on 5th September 1997, the following Resolution was duly passed as a SPECIAL RESOLUTION:-

Change in Memorandum of Association

"THAT the existing paragraphs 3(a)(i-v) be redesignated 3(a)(ii-vi) respectively, new paragraphs 3(a)(i) and 3(a)(vii) be inserted as set out below, paragraph 3(b) be deleted and the existing paragraphs 3(c) to 3(r) be redesignated 3(b) to 3(q) respectively:-

3(a)(i) To carry on all or any of the businesses of dispensing, pharmaceutical, manufacturing, analytical, photographic and advising chemists and druggists, opticians, sundriesmen, importers, exporters, merchants and vendors of, and dealers in pharmaceutical products, chemical preparations, drugs, patent medicines, prostheses, orthoses and other similar medical, clinical or surgical appliances, prepared foods, food products, medicaments and medicinal preparations of every description, and of and in perfumes, soaps, cosmetics, toilet and sanitary requisites, surgical dressings, first-aid outfits, elastic and rubber goods and chemical, optical, surgical, electrical, wireless, photographic and scientific instruments, apparatus, equipment, accessories, goods and materials of all kinds, general grocers and provision merchants, food processors, packers and distributors, seedsmen, photographers, hairdressers, confectioners, tobacconists, keepers of branch or sub-post offices by licence of the Ministry of Posts and Telecommunications, newsagents and booksellers, lending library proprietors, dealers in fancy goods, articles and novelties, caterers, proprietors of off-licences, snack and refreshment bars, general merchants, agents, factors and

traders; and to employ properly qualified persons to act on the Company's behalf as dispensing, manufacturing, pharmaceutical, analytical, photographic and advising chemists and druggists and as opticians or otherwise in any manner in which any such persons might act if they were carrying on upon their own behalf any of the businesses of the Company; to carry out researches, investigations and experimental work of every description in relation to any materials, substances or subjects connected with or calculated to benefit any of the businesses of the Company and to manufacture, buy, sell, install, maintain, repair and deal in plant, machinery, tools, articles and things of all kinds capable of being dealt with for the purposes of the above-mentioned businesses or any of them, or likely to be required by customers or persons having dealings with the Company.

3(a)(vii) To carry on any other trade or business whatever which can in the opinion of the Board of Directors be advantageously carried on in connection with or ancillary to any of the businesses of the Company."

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Director

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, is written over a dotted line. The signature appears to be "J. M. S." or similar.