

## FARM PLACE LIMITED

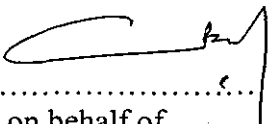
To: The directors, Farm Place Limited (the *Company*)

### RECORD OF THE DECISIONS OF THE SOLE MEMBER

In accordance with section 382B(1) of the Companies Act 1985, we, the sole member of the Company, notify you of our decisions which each have effect as if agreed by the Company today in general meeting as special resolutions:

#### Special Resolutions

1. **THAT**, subject to compliance with sections 155 to 158 of the Companies Act 1985 (the *Act*), the proposed loan (the *Loan*) to be made by the Company as described in the statutory declarations sworn by the directors of the Company today under section 155 of the Act, and the giving by the Company of financial assistance for the purpose of the acquisition of shares in the Company's holding companies, Westminster Health Care (UK) Limited and Westminster Health Care Holdings Limited, pursuant to the Loan, be and are hereby approved with immediate effect.
2. **THAT** any decision of the directors of the Company, or any committee thereof, to approve the Loans, and any action of any of the directors or the secretary of the Company to effect the Loan, be and is hereby confirmed, approved and ratified.

  
.....  
For and on behalf of  
**Westminster Specialist Health Limited**

Date: 30 November 2001

