

**Company Number: 02908951**

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

**PRIMARY MEDICAL PROPERTY LIMITED**  
(the "Company")

Circulation Date: 18 September 2013

THURSDAY



A20

\*A2HPNJXV\*

26/09/2013

COMPANIES HOUSE

#495

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company propose that, the following be passed as a special resolution of the Company

**SPECIAL RESOLUTION**

**THAT** the articles of association of the Company be and are hereby amended by the insertion of the following new article as Article 44.6 to immediately follow the current Article 44.5:

**REGISTRATION OF SHARES**

44.6 Notwithstanding anything contained in these Articles the directors (or director if there is only one) of the Company may not decline to register any transfer of shares in the Company nor suspend registration of any such shares.

Please read the Notes on the final page of this document before signifying your agreement to the resolutions.

Pursuant to Chapter 2 of Part 13 of the 2006 Act, we, the undersigned, being all eligible members of the Company entitled to vote on the resolution set out above on the Circulation Date stated above hereby irrevocably resolve and agree to the resolution set out above as a special resolution of the Company.

.....  
Duly authorised for and on behalf of  
CSPC 3PD Limited

18 SEP 2013

.....  
Date of Signature

## Notes

- 1 This Written Resolution has been proposed by the directors of the Company
- 2 The Circulation Date of this Written Resolution is 18 September 2013
- 3 This Written Resolution has been sent to eligible members who would have been entitled to vote on the resolutions on the Circulation Date. Only such eligible members (or persons duly authorised on their behalf should sign these resolutions).
- 4 An eligible member can signify his or its agreement to the resolutions contained within this Written Resolution by signing the Written Resolution and by either delivering a copy of the signed Written Resolution to an officer of the Company by hand or by sending a copy of the signed resolution in hard copy form by post to the Company Secretary
- 5 You may not revoke your agreement to the Written Resolution once you have signed and returned the Written Resolution to the Company
- 6 If you do not agree to the Written Resolution you do not need to do anything. You will not be deemed to agree if you fail to reply
- 7 The Written Resolution is passed when the Company receives the agreement of the required majority of eligible members. The requisite majority for an ordinary resolution is eligible members representing not less than 50% of the total voting rights of eligible members and the requisite majority for a special resolution is eligible members representing not less than 75% of the total voting rights of eligible members
- 8 The Written Resolution must be passed within a period of 28 days beginning with the Circulation Date of this Written Resolution (section 297 Companies Act 2006). If this Written Resolution is not passed by such date then it will lapse
- 9 Any signed Written Resolution received by the Company after the date falling 28 days after the circulation date stated overleaf will not be counted in determining whether the Written Resolution is passed.
- 10 A copy of the Written Resolution has been sent to the Company's auditors