

Company Number: 3511299

WRITTEN RESOLUTIONS
OF
ASSURED HEALTHCARE LIMITED (Company)
(company limited by shares)

Pursuant to section 381A of the Companies Act 1985, We, being the sole member of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company hereby pass the following Resolutions as **SPECIAL RESOLUTIONS** and declare that the said Resolutions shall for all purposes be as valid and effective as if passed at a General Meeting of the Company duly convened and held

SPECIAL RESOLUTIONS

- 1 That, subject to compliance with sections 155 to 158 of the Companies Act 1985, the giving of financial assistance by the Company to Caring Homes Healthcare Group Limited whose registered office is at Bradbury House, 830 The Crescent, Colchester Business Park, Colchester, Essex CO4 9YG for the purpose of acquiring shares in the Company and the terms and arrangements contemplated by the execution, delivery and performance by the Company of the £203,538,258 secured sterling term facility agreement between Caring Homes Healthcare Group Limited (1), The Companies and Individuals Listed in Schedule 2 (2), The Governor and Company of the Bank of Scotland (3), and HBOS Treasury Services plc (4) (**Facility Agreement**) be approved, and
- 2 That the approval for the Company to enter into the Facility Agreement be given notwithstanding that the Company might be held to be giving financial assistance for the purposes of sections 151 and 152 of the Companies Act 1985

WEDNESDAY



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COMPANIES HOUSE

Date

25 June 2007

A handwritten signature in black ink, appearing to be 'x/PA J. K. R. B.' with a large, stylized 'A' and 'B'.

For and on behalf of Caring Homes Healthcare Group Limited