

Company No 3649269

NU Local Care Centres (Chichester No.5) Limited
(the 'Company')

RESOLUTIONS IN WRITING

Authorisation of conflicts of interest and amendment of the Company's Articles of Association

We, the undersigned, being the sole member entitled at the circulation date of these resolutions to attend and vote at general meetings of the Company hereby resolve in accordance with Chapter 2 Part 13 of the Companies Act 2006 that the following resolutions be approved as an ordinary resolution and as special resolutions of the Company

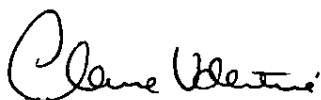
Ordinary Resolution

That the Board may (in accordance with the provisions of the Companies Act 2006 and subject to the provisions of the Company's Articles of Association) authorise any matter proposed or declared to it which would, if not so authorised, involve a breach of duty to avoid conflicts of interest by a director under section 175 of the Companies Act 2006

Special Resolution

That any Director of the Company be authorised for the purposes of section 175 of the Companies Act 2006 to

- (i) hold office as a director of any other subsidiary undertaking of Aviva plc. and
- (ii) hold any other office or any employment with any other subsidiary undertaking of Aviva plc



For and on behalf of
NUPPP (Care Technology and Learning Centres) Limited
Dated: 8 September 2008

