

THE COMPANIES ACT 1985

COMPANY NUMBER : 3802593

**SPECIAL RESOLUTION OF**

**PHARMACY 2U LIMITED**

I, the undersigned, being the the representative of sole member for the time being of the above-named Company **HEREBY PASS** the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Regulation 53 in Table A (which Regulation is embodied in the Articles of Association of the Company), for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

That the Articles of Association of the Company be altered by deleting Article 4 and by substituting therefor the new Article 4 contained in the document attached hereto and for the purpose of identification marked 'A'.



for and on behalf of York Place Company Nominees Limited

Dated 8 July 1999

York Place Company Services Ltd  
12 York Place  
Leeds LS1 2DS  
Tel: 0113 2420222



## **'A'**

Whenever any member of the Company (including a director) who is employed by the Company in any capacity is dismissed from such employment or ceases to be employed by the Company the directors may at any time after his dismissal or the cessation of his employment resolve that such member do retire and thereupon he shall be deemed to have given to the Company a transfer notice which shall make the Company the shareholder's agent in selling the shares to the other shareholders of the Company. Notice of the passing of any such resolution shall be given to the member affected thereby. The price of these shares shall be the amount paid up on them. The directors of the Company will then allocate the shares to the shareholder or shareholders who apply for them. If there is competition the allocation shall be in proportion to the number of shares the shareholder already holds in the Company.