

**Special resolution – reduction of capital
of a private limited company
supported by a solvency statement**

Company name Crocus Early Years Centre Limited

Company number 04146359

Registered office 2 Crown Court, Rushden, Northamptonshire NN10 6BS

Reduction of share capital

It was noted that pursuant to Sections 642 to 644 of the Companies Act 2006 ('CA 2006') the Company wished to reduce its share capital from £200,000 divided into 100,000 Ordinary A shares of £1 each (which have been issued and are fully paid up to £17,500 divided into 17,500 shares of £1 each) and 100,000 Ordinary B shares of £1 each (which have been issued and are fully paid up to £17,500 divided into 17,500 shares of £1 each)

It was further noted that the directors had prepared and signed a solvency statement as required under Section 643 of CA 2006 together with a statement of capital as required under Section 644 of CA 2006 and the solvency statement and statement of capital is attached to and forms part of these resolutions

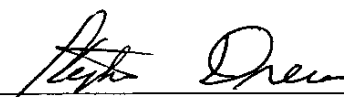
IT WAS RESOLVED THAT the capital of the company be reduced from £200,000 divided into 200,000 shares of £1 each (which have been issued and are fully paid up to £35,000 divided into 35,000 shares of £1 each) to £2,000 divided into 200,000 shares of £0 01 each (which have been issued and are fully paid up to £350 divided into 17,500 Ordinary A shares of £0 01 each and 17,500 Ordinary B shares of £0 01 each) and that such reduction be effected by returning to the holders of the said shares paid-up capital to the extent of £0 99 per share and reducing the nominal amount of each of the said shares from £1 each to £0 01, the resulting aggregate distributable reserve of £34,650 to be paid to shareholders on acknowledgment of acceptance of a copy of the special resolution, together with the solvency statement and statement of capital, by the Registrar of Companies

Filing

The Secretary was instructed to file a copy of the special resolution, together with the solvency statement and statement of capital with the Registrar of Companies

Passed by written resolution and signed

12 March 2010



Stephen Dreier

DIRECTOR OF BHFS TWO LIMITED

For and on behalf of BHFS Two Limited, being the company's sole shareholder

