

Company No. 04374665

THE COMPANIES ACT 2006

LIMITED COMPANY HAVING A SHARE CAPITAL

RESOLUTION IN WRITING

of

HEALTH AND FITNESS HOLDINGS LIMITED

(the "Company")

We, being the sole member who at the circulation date of this resolution would have been entitled to vote on the resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

SPECIAL RESOLUTION

1. THAT, with effect from 21 July 2011 or such later time and date on which the sale and purchase of the shares in the Company is completed in accordance with the agreement dated 7 July 2011 between New Esporta Holding Limited, BL Leisure (2011) Limited and The British Land Company PLC, the Company change its name to BL HC Health And Fitness Holdings Limited.

Signed _____

Print name:

For and on behalf of Esporta Property Holdings Limited¹

Dated:

18 July 2011

THURSDAY



L530FWLD
LD7 11/08/2011 67
COMPANIES HOUSE

¹ Name to be changed by written resolution to BL HC Property Holdings Limited

Notes:

1. The circulation date of this resolution is 21 July 2011. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
2. An eligible member can signify his or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed 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.
3. This resolution must be passed within 28 days of the date of its circulation. If this resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.
4. A copy of this resolution has been sent to the auditors.