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STANBRIDGE VETERINARY CLINICS LIMITED (the "Company")

We refer to the Special Resolutions and associated Statements, Notices and other papers relating to the capital of the Company dated 18 June 2009 (the "ROC papers") We are (and were as at that date) all of the Company's shareholders

We confirm that -

- 1 Our understanding of one of the purposes and intended effects of the ROC Papers was to effect a reduction in the Company's capital by reducing the Company's capital redemption reserve by £314,188 (such sum being equivalent to the nominal value of the 314,188 Redeemable Shares of £1 each cancelled under the ROC Papers),
- 2 We hereby ratify, approve and adopt the actions of the Company's Directors in giving effect to the ROC Papers and to the capital reduction as referred to above and in applying the said sum of £314,188 in reducing the Company's capital redemption reserve, in each case effective as of 18 June 2009

If and to the extent required as a matter of law or practice, these confirmations are to take effect as a unanimous written resolution of all of the Company's shareholders

D A Clare

D A CLARE

M M Clare

M M CLARE

Dated *20th May*

2010

