

WRITTEN RESOLUTIONS OF THE SHAREHOLDERS
of
EVOLVED MEDICAL SERVICES LIMITED
(the "Company")

COMPANY NUMBER: 5202101

Resolution 1 below was duly passed as an ordinary resolution and Resolution 2 below was duly passed as a special resolution on 22nd December 2008 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

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| 1. | THAT the directors be and they are hereby authorised for the purposes of section 80 of the Companies Act 1985 to exercise all powers of the Company to allot 38,000 Redeemable Preference Shares of 10p each in the Company provided that this authority shall, unless renewed, varied or revoked by the Company in general meeting, expire on the earlier of the next annual general meeting of the Company and 31 st July 2009, but the Company may, before such expiry, make an offer or agreement which would or might require the shares described in this resolution to be allotted after such expiry, and the directors may allot the shares described in this resolution in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. |
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SPECIAL RESOLUTION

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| 2. | THAT the pre-emption provisions contained in article 2.10 of the Company's Articles of Association be waived solely in respect of the issue of the shares specified in Ordinary Resolution 1 above. |
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Signed

Director

James Ogby

THURSDAY



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07/05/2009

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COMPANIES HOUSE