

Company number: 5507277

**THE COMPANIES ACT 1985**

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**PRIVATE COMPANY LIMITED BY SHARES**

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**SPECIAL RESOLUTION**

**-of-**

**HEALTHCARE HOMES GROUP LIMITED**  
**(the "Company")**

The following Special Resolution was passed as a written resolution on *4 September* ~~August~~ 2006.

**SPECIAL RESOLUTION**


THAT the Articles of Association of the Company be and are hereby amended as follows:

- 1 By the deletion of paragraph (c) in the definition of "Default" in Article 2 and its replacement with the following:

"(c) Any payment of interest or redemption monies pursuant to the terms of the loan notes issued under either of the Loan Stock Instruments is in arrears and the Company has failed to pay the arrears within 30 days of their having arisen (or such further period as the Company may agree with the Investors)";

- 2 By the deletion of the definition of "Loan Stock Instrument" in Article 2 and its replacement with the following:

"Loan Stock Instruments": (i) the instrument of the Company dated 1 August 2005 constituting £9,816,666 nominal amount of variable rate unsecured loan notes 2010 of the Company; and (ii) the instrument of the Company dated *30 August* 2006 constituting £9,500,000 nominal amount of variable rate unsecured loan notes 2014 of the Company".

  
Chairman



A23  
COMPANIES HOUSE

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12/09/2006