

CIRCULATION DATE: 13/06/08

COMPANY NO. 6409008

**SPIRE PROPERTY 13 LIMITED****A private company limited by shares****(the Company)****WRITTEN SOLE MEMBER'S RESOLUTION**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*), the directors of the Company propose that the following resolutions are passed as ordinary resolutions (as set out below)

**ORDINARY RESOLUTIONS**

1. **THAT**, in place of all existing authorities, the authorised share capital of the Company be increased by £4,999,000 to £5,000,000 by the creation of 4,999,000 ordinary shares of £1 00 each ranking equally in all respects with the existing ordinary shares of £1 00 in the capital of the Company, and

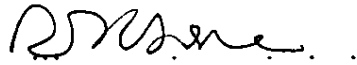
2. **THAT** the directors be generally and unconditionally authorised pursuant to section 80 of the Act to allot relevant securities (within the meaning of section 80) up to an aggregate nominal amount of £4,999,999 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) five years after the date on which this resolution is passed, but the Company may make an offer or agreement which would or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities in pursuance of that offer or agreement as if this authority had not expired

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 13 June 2008, hereby irrevocably agrees to the Resolution



Signed by Spire Healthcare Property Holdings Limited



Date 13/6/08

## NOTES

1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

**By Hand.** delivering the signed copy to Daniel Toner, Spire Property 13 Limited, 120 Holborn, London EC1N 2TD

**Post:** returning the signed copy by post to Daniel Toner, Spire Property 13 Limited, 120 Holborn, London EC1N 2TD

**Fax** faxing the signed copy to 0207 421 9516 marked "For the attention of Daniel Toner"

**E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [daniel.toner@spirehealthcare.com](mailto:daniel.toner@spirehealthcare.com)

2 If you do not agree with the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement

4 Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

6 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document