

**COMPANY NUMBER: 06475379**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**RESOLUTIONS IN WRITING**

– of –

**ABINGDON HEALTH LIMITED (the “Company”)**

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN  
ACCORDANCE WITH SECTION 288 OF THE COMPANIES ACT 2006**

**ORDINARY RESOLUTION**

**IT WAS RESOLVED**

- 1 THAT, in accordance with Article 42(2) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction contained in the Company's articles setting out the maximum amount of shares that may be allotted by the Company be revoked

**SPECIAL RESOLUTIONS**

**IT WAS RESOLVED**

- 2 THAT the Directors shall have unconditional authority and power to allot shares and grant rights to subscribe for or convert any security into shares pursuant to Section 550 of the Companies Act 2006
- 3 THAT, in accordance with section 569 of the Companies Act 2006, the Directors be and they are hereby empowered to allot equity securities (within the meaning of section 560 of that Act) with an aggregate nominal value of up to £500,000 as if section 561 of that Act did not apply to any such allotment
- 4 THAT the Directors be and are hereby empowered to allot equity securities (within the meaning of section 560 of that Act) with an aggregate nominal value of up to £500,000 as if articles 6 4 and 6 6 of the Company's Articles of Association did not apply to any such allotment

By order of the board

*Brett D. Pullen*  
Director

29 OCTOBER 2010  
Circulation Date

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09/11/2010  
COMPANIES HOUSE

## NOTES:

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the company
- 2 If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply
- 3 Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date
- 4 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement

## AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION

I/we, being an eligible member of the Company

- 1 confirm that I/we have received a copy of the above written resolutions in accordance with section 291 of the Companies Act 2006, and
- 2 hereby resolve and agree that the above resolutions are passed as written resolutions pursuant to section 288 of the Companies Act 2006 and that
  - resolution 1 shall take effect as an ordinary resolution, and
  - resolutions to 2 to 4 shall take effect as special resolutions

Signature



Name **BRETT POLLARD**

Date **29-10-10**

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Signature



Name **CHRIS HAND**

Date **29-10-10**