

REGISTERED NO. 07027385

RESOLUTION


OF

VIV HEALTHCARE OVERSEAS LIMITED (THE "COMPANY")

The following resolutions were passed unanimously as written ordinary resolutions of the Company on 21st October 2009:

ORDINARY RESOLUTIONS

1. THAT the Company's articles of association be amended by the deletion of clause 5 of the Company's memorandum of association (as amended), which, by virtue of section 28 of the Act, is to be treated as a provision of the Company's articles of association and can, in accordance with section 42(2)(b) of Schedule 2 of The Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008 be amended or revoked by the Company by ordinary resolution.
2. THAT the directors be and hereby are authorised generally and unconditionally to allot ordinary shares in the Company or grant rights to subscribe for or to convert any securities into such ordinary shares pursuant to and in accordance with section 550 of the Act and pursuant to and in accordance with section 43(2) of Schedule 2 of The Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008.



Chairman of the Meeting

Date: 21/10/2009

THURSDAY



LYOXFEB8
L15 22/10/2009 31
COMPANIES HOUSE