

Company Number 07772910

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

BELENA CARE LIMITED

(the "Company")

**WRITTEN RESOLUTION OF THE SHAREHOLDERS
OF THE COMPANY**

2 April 2013 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the Directors of the Company propose that the following resolution be passed as a special resolution

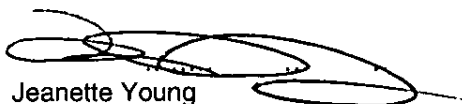
SPECIAL RESOLUTION

- 1 THAT the terms of the agreement proposed to be made between the Company and Sue Butcher Independent Consultancy Limited, James Merrett and Michael Kearney for the purchase by the Company of 43 ordinary shares of £1 00 each in the capital of the Company for a total consideration of £43 00, a copy of which is attached to this resolution (the "Agreement"), be and are hereby approved and that the directors of Company be and are hereby authorised to enter into and complete the Agreement for and on behalf of the Company

Please read the notes at the end of this document before signing it

We, the undersigned, being all of the members of the Company entitled to vote on the above special resolution on the Circulation Date, hereby irrevocably agree to the special resolution indicated above

Signed


Jeanette Young

Date

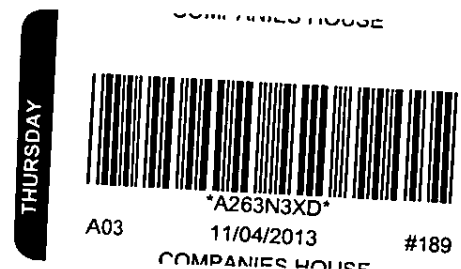
02.04.2013

Signed


Verena Darling

Date

2.4.2013



NOTES

- 1 If you agree to the resolution 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 Charles Russell LLP, Compass House, Lypiatt Road, Cheltenham, Glos GL50 2QJ
 - **By Post** returning the signed copy by post to Charles Russell LLP, Compass House, Lypiatt Road, Cheltenham, Glos GL50 2QJ
 - **By Fax** faxing the signed copy to + 44 (0) 1242 246392 marked "For the attention of Emily Watson"
 - **By E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to Emily.watson@charlesrussell.co.uk

If you do not agree to the resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement
- 3 Unless, within 28 days following 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
- 4 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
- 5 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